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Yangtze Optical Fibre and Cable Joint Stock Limited Company*
長飛光纖光纜股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6869)

**POLL RESULTS OF THE SECOND EGM, THE SECOND DOMESTIC
SHARE CLASS MEETING AND THE SECOND H SHARE CLASS
MEETING HELD ON TUESDAY, MAY 23, 2017**

POLL RESULTS

All the resolutions proposed at each of the Second EGM, the Second Domestic Share Class Meeting and the Second H Share Class Meeting of the Company held on May 23, 2017 were respectively passed by way of poll.

Reference is made to the circular (the “**Original Circular**”) and the notices of the Second EGM, the Second Domestic Share Class Meeting and the Second H Share Class Meeting of Yangtze Optical Fibre and Cable Joint Stock Limited Company* 長飛光纖光纜股份有限公司 (the “**Company**”) all dated April 6, 2017 in relation to the proposed A Share Offering and related proposals, the proposed amendments to the Articles of Association, the proposed amendments to the Procedural Rules for the General Meeting, the proposed amendments to the Procedural Rules for the Board, the proposed adoption of the Procedural Rules for the Board of Supervisors and the proposed adoption of other corporate governance rules for the purpose of the proposed A Share Offering; and the supplemental circular (the “**Supplemental Circular**”, together with the Original Circular, the “**Circulars**”) and the supplemental notice of the Second EGM of the Company both dated May 5, 2017 in relation to the proposal on the report on the use of proceeds from the Global Offering, the proposal on the report on the related party transactions in the preceding three years, and the proposal on the estimates of the 2017 annual transaction amounts for the transactions with the joint ventures and the associates during the ordinary and usual course of business. Capitalized terms used in this announcement shall have the meanings as those defined in the Circulars unless otherwise stated.

* For identification purposes only

POLL RESULTS OF THE SECOND EGM

The Board is pleased to announce that the proposed ordinary resolutions numbered 1 to 8 (regarding the proposals related to the proposed A Share Offering and the proposed adoption of certain corporate governance rules for the purpose of the proposed A Share Offering) and the proposed special resolutions numbered 9 to 20 (regarding the proposed A Share Offering and related proposals, the proposed amendments to the Articles of Association, the proposed amendments to the Procedural Rules for the General Meeting, the proposed amendments to the Procedural Rules for the Board, the proposed adoption of the Procedural Rules for the Board of Supervisors) as set out in the notice of the Second EGM dated April 6, 2017; and the proposed ordinary resolutions numbered 21 to 23 (in relation to the proposal on the report on the use of proceeds from the Global Offering, the proposal on the report on the related party transactions in the preceding three years, and the proposal on the estimates of the 2017 annual transaction amounts for the transactions with the joint ventures and the associates during the ordinary and usual course of business) as set out in the supplemental notice of the Second EGM dated May 5, 2017, were all passed by way of poll at the Second EGM held on May 23, 2017.

As at the date of the Second EGM, the total number of Shares in issue was 682,114,598 Shares (of which 351,566,794 Shares were H Shares and 330,547,804 Shares were Domestic Shares). As stated in the Supplemental Circular, related Shareholders including Draka Comteq B.V., China Huaxin Post and Telecommunication Economy Development Center, Wuhan Yangtze Communications Industry Group Co., Limited, Wuhan Ruitu Management Consulting Partnership Enterprise, Wuhan Ruiteng Management Consulting Partnership Enterprise, Wuhan Ruihong Management Consulting Partnership Enterprise and Wuhan Ruiyue Management Consulting Partnership Enterprise with respect to the resolution numbered 22 were required to abstain from voting on the ordinary resolutions in relation to certain sections of the report on the related party transactions in the preceding three years as set out in Appendix II to the Supplemental Circular (the “**Report**”), which contain details of transactions relating to these parties. As at the date of the Second EGM, Draka Comteq B.V. held 179,827,794 H Shares, representing approximately 26.37% of the total issued share capital of the Company. Draka Comteq B.V. had abstained from voting on section III of the Report at the Second EGM. Accordingly, there were a total of 502,286,804 Shares entitling Shareholders to attend and vote for or against section III of the Report at the Second EGM. As at the date of the Second EGM, China Huaxin Post and Telecommunication Economy Development Center held 179,827,794 Domestic Shares, representing approximately 26.37% of the total issued share capital of the Company. China Huaxin Post and Telecommunication Economy Development Center had abstained from voting on section IV of the Report at the Second EGM. Accordingly, there were

a total of 502,286,804 Shares entitling Shareholders to attend and vote for or against section IV of the Report at the Second EGM. As at the date of the Second EGM, Wuhan Yangtze Communications Industry Group Co., Limited held 119,937,010 Domestic Shares, representing approximately 17.58% of the total issued share capital of the Company. Wuhan Yangtze Communications Industry Group Co., Limited had abstained from voting on section V of the Report at the Second EGM. Accordingly, there were a total of 562,177,588 Shares entitling Shareholders to attend and vote for or against section V of the Report at the Second EGM. As at the date of the Second EGM, Wuhan Ruitu Management Consulting Partnership Enterprise, Wuhan Ruiteng Management Consulting Partnership Enterprise, Wuhan Ruihong Management Consulting Partnership Enterprise and Wuhan Ruiyue Management Consulting Partnership Enterprise held 30,783,000 Domestic Shares in aggregate, representing approximately 4.51% of the total issued share capital of the Company. Wuhan Ruitu Management Consulting Partnership Enterprise, Wuhan Ruiteng Management Consulting Partnership Enterprise, Wuhan Ruihong Management Consulting Partnership Enterprise and Wuhan Ruiyue Management Consulting Partnership Enterprise had all abstained from voting on section VI of the Report at the Second EGM. Accordingly, there were a total of 651,331,598 Shares entitling Shareholders to attend and vote for or against section VI of the Report at the Second EGM.

Except for the aforementioned sections III, IV, V and VI of the Report in relation to the ordinary resolution numbered 22, no Shareholders were required to abstain from voting on sections I and II of the Report in relation to the ordinary resolution numbered 22, the ordinary resolutions numbered 1 to 8, 21 and 23, and the special resolutions numbered 9 to 20 at the Second EGM. Accordingly, there were a total of 682,114,598 Shares (being the total number of Shares in issue as at the date of the Second EGM, of which 351,566,794 Shares were H Shares and 330,547,804 Shares were Domestic Shares) entitling the Shareholders to attend and vote for or against sections I and II of the Report in relation to the ordinary resolution numbered 22, the ordinary resolutions numbered 1 to 8, 21 and 23, and the special resolutions numbered 9 to 20 at the Second EGM.

Save as aforesaid, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the Second EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the Second EGM. There were no Shares in respect of which their holders were entitled to attend and vote only against the resolutions at the Second EGM. No Shareholders have stated in the Circulars their intention to vote against or to abstain from voting on the resolutions at the Second EGM.

The poll results of the resolutions proposed at the Second EGM are as follows:

Ordinary Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	To consider and approve the appointment of KPMG Huazhen (Special General Partnership) as the Company's auditor for the A Share Offering and to consider and approve the grant of the authorization to the Board to determine the remuneration of KPMG Huazhen (Special General Partnership).	563,656,265 (99.482%)	2,932,536 (0.518%)	0
2.	To consider and approve the appointment of Commerce & Finance Law Offices as the Company's legal advisor for the A Share Offering and to consider and approve the grant of the authorization to the Board to determine the remuneration of Commerce & Finance Law Offices.	563,656,265 (99.482%)	2,932,536 (0.518%)	0
3.	To consider and approve the report on the use of previously raised funds as set out in Appendix IV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
4.	To consider and adopt the Administrative Measures on the Use of Proceeds as set out in Appendix XV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
5.	To consider and adopt the Administrative Regulations on Related Parties Transactions as set out in Appendix XV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
6.	To consider and adopt the Administrative Measures on the Provision of External Guarantees as set out in Appendix XV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0

Ordinary Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
7.	To consider and adopt the Administrative Regulations on External Investment as set out in Appendix XV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
8.	To consider and adopt the Working Rules for Independent Directors as set out in Appendix XV to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
9.	“ THAT each of the following proposed items in respect of the plan for the proposed A Share Offering, details of which are set out in the circular of the Company dated April 6, 2017, be and are hereby individually approved:			
	(1) Class of shares;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(2) Par value of shares;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(3) Number of shares to be issued;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(4) Target subscribers;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(5) Method of issuance;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(6) Pricing methodology;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(7) Form of underwriting;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(8) Place of listing;	563,656,265 (99.482%)	2,932,536 (0.518%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	(9) Use of proceeds;	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(10) Conversion of the Company; and	563,656,265 (99.482%)	2,932,536 (0.518%)	0
	(11) Effective period of the resolution.”	563,656,265 (99.482%)	2,932,536 (0.518%)	0
10.	<p>“THAT:</p> <p>(a) the board of directors of the Company (the “Board”) be authorized to deal with, in its absolute discretion, all matters in relation to the A Share Offering, including but not limited to:</p> <p>(1) in accordance with the plan for the A Share Offering as considered and approved by the Shareholders in general meeting and pursuant to the relevant requirements of PRC laws, administrative regulations, departmental rules, normative documents and securities regulatory authorities of the PRC and the actual circumstances, implement the plan for the A Share Offering, including but not limited to, determining the offering date, the target subscribers, offer size, pricing methodology, offer price, ratio of online to offline placement, application methods for subscriptions and other matters relating to the A Share Offering;</p>	563,656,265 (99.482%)	2,932,536 (0.518%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(2) handle all application matters in relation to the A Share Offering, including but not limited to dealing with the relevant government agencies, regulatory authorities, stock exchanges and securities registration and settlement institutions for relevant vetting, registration, filing and approval procedures;</p> <p>(3) prepare, sign, execute, modify, supplement and submit any agreements, contracts and necessary documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, prospectus, agreement with the sponsor(s), underwriting agreement, listing agreement and various announcements, shareholder notices and various explanatory circulars or letters of undertaking required by regulatory authorities;</p> <p>(4) adjust the plan for the Investment Projects and the proposed use of proceeds, in accordance with any comments from regulatory authorities during the application and vetting process of the proposed A Share Offering and the actual circumstances of the Company, including but not limited to, the adjustment of the investment progress and investment allocation ratios, and the signing of material agreements or contracts during the construction process of the Investment Projects;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(5) determine and engage relevant intermediaries, determine their remuneration and sign relevant agreements or contracts, such as the agreement with the sponsor(s) and underwriting agreement;</p> <p>(6) determine the designated account for the deposit of proceeds raised prior to the A Share Offering if necessary;</p> <p>(7) handle the relevant procedures in relation to the transfer of state-owned shares in accordance with relevant laws and regulations;</p> <p>(8) upon the completion of the A Share Offering, amend the relevant provisions of the Company's articles of association according to the outcome of the A Share Offering and deal with the registration of the relevant amendments with industry and commerce authorities;</p> <p>(9) upon the completion of the A Share Offering, handle matters relating to the listing of the shares issued under the A Share Offering on the stock exchange and the lock up of relevant shares;</p> <p>(10) where securities regulatory authorities prescribe new requirements in regulations or policies governing initial public offerings and listings, the Board be authorized to adjust the plan for the A Share Offering accordingly; and</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(11) in accordance with relevant laws, regulations, departmental rules, regulatory documents, relevant provisions of the Company's articles of association and the contents of the resolutions passed by Shareholders, determine and deal with all other matters in relation to the A Share Offering;</p> <p>(b) upon the passing of the resolution to grant the aforesaid authorization at the general meetings of the Company, the chairman of the Board or any executive Director be authorized to sign any legal documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, the prospectus, letters of undertaking, agreement(s) with the sponsor(s), the underwriting agreement, the listing agreement, engagement or appointment letters of various intermediaries, and various announcements and shareholder notices.</p> <p>The above authorization shall be valid for 12 months from the date of the passing of such resolution at an extraordinary general meeting, a Domestic Share class meeting and an H Share class meeting.”</p>			
11.	To consider and approve the proposed use of proceeds from the A Share Offering as set out in the circular of the Company dated April 6, 2017 and the feasibility analysis as set out in Appendix II thereto.	563,656,265 (99.482%)	2,932,536 (0.518%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
12.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering, remedial measures and undertakings by relevant parties as set out in Appendix III to the circular of the Company dated April 6, 2017.	563,656,265 (99.482%)	2,932,536 (0.518%)	0
13.	To consider and approve the price stabilization plan for the A Shares within the three years after the A Share Offering and listing of the A Shares as set out in Appendix V to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
14.	To consider and approve the dividend return plan for shareholders for the three years after the A Share Offering (2017-2019) as set out in Appendix VI to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
15.	To consider and approve the distribution plan for accumulated profits before the A Share Offering as set out in the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
16.	To consider and approve the relevant undertakings to be included in the prospectus in connection with the A Share Offering and the relevant restrictive measures as set out in Appendix VII to the circular of the Company dated April 6, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
17.	To consider and approve the Articles of Association (Draft) (where the full set of the amended Articles of Association and the proposed amendments to the Articles of Association are set out in Appendix VIII and Appendix IX to the circular of the Company dated April 6, 2017, respectively).	563,656,265 (99.482%)	2,932,536 (0.518%)	0
18.	To consider and approve the proposed amendments to the Procedural Rules for the General Meeting as set out in Appendix XI to the circular of the Company dated April 6, 2017.	563,656,265 (99.482%)	2,932,536 (0.518%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
19.	To consider and approve the proposed amendments to the Procedural Rules for the Board as set out in Appendix XIII to the circular of the Company dated April 6, 2017.	563,656,265 (99.482%)	2,932,536 (0.518%)	0
20.	To consider and adopt the Procedural Rules for the Board of Supervisors as set out in Appendix XIV to the circular of the Company dated April 6, 2017.	563,656,265 (99.482%)	2,932,536 (0.518%)	0

Ordinary Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
21.	To consider and approve the report on the use of proceeds from the Global Offering as set out in Appendix I to the supplemental circular of the Company dated May 5, 2017.	566,588,801 (100.000%)	0 (0.000%)	0
22.	To consider and approve individually each of the following sections in the report on the related party transactions in the preceding three years as set out in Appendix II to the supplemental circular of the Company dated May 5, 2017:			
	I. Transactions with Related Parties [#]	566,588,801 (100.000%)	0 (0.000%)	0
	II. Outstanding Balance with Related Parties at the end of the Period	566,588,801 (100.000%)	0 (0.000%)	0
	III. Transactions with Counterparties having Relationships with Draka Comteq B.V. (Draka Comteq B.V. will abstain from voting)	386,761,007 (100.000%)	0 (0.000%)	179,827,794
	IV. Transactions with China Huaxin Post and Telecommunication Economy Development Center and Counterparty having Relationship with It (China Huaxin Post and Telecommunication Economy Development Center will abstain from voting)	386,761,007 (100.000%)	0 (0.000%)	179,827,794

Ordinary Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	V. Transactions with Counterparty having Relationship with Wuhan Yangtze Communications Industry Group Co., Ltd. (Wuhan Yangtze Communications Industry Group Co., Ltd. will abstain from voting)	446,651,791 (100.000%)	0 (0.000%)	119,937,010
	VI. Transactions with the Partnership Enterprises (Wuhan Ruitu Management Consulting Partnership Enterprise, Wuhan Ruiteng Management Consulting Partnership Enterprise, Wuhan Ruihong Management Consulting Partnership Enterprise and Wuhan Ruiyue Management Consulting Partnership Enterprise will abstain from voting)	535,805,801 (100.000%)	0 (0.000%)	30,783,000
23.	To consider and approve the estimates of the 2017 annual transaction amounts for the transactions with the joint ventures and the associates during the ordinary and usual course of business as set out in Appendix III to the supplemental circular of the Company dated May 5, 2017, and that the board of directors of the Company (the “ Board ”) or such persons as authorized by the Board, be authorized to enter into specific business agreements with the joint ventures and associates from time to time in the year 2017 within the limits of the estimates on the transaction amounts, for each transaction contemplated under this proposal during the ordinary and usual course of business.	566,588,801 (100.000%)	0 (0.000%)	0

As more than one-half of the relevant votes were cast in favour of each of the resolutions numbered 1 to 8 and 21 to 23, such resolutions were duly passed as ordinary resolutions. As not less than two-thirds of the relevant votes were cast in favour of each of the resolutions numbered 9 to 20, such resolutions were duly passed as special resolutions. The Shares abstained, if any, have not been counted in the calculation of the required majority.

POLL RESULTS OF THE SECOND DOMESTIC SHARE CLASS MEETING

The Board is pleased to announce that the proposed special resolutions regarding the proposed A Share Offering and related proposals as set out in the notice of the Second Domestic Share Class Meeting dated April 6, 2017 were passed by way of poll at the Second Domestic Share Class Meeting on May 23, 2017.

As at the date of the Second Domestic Share Class Meeting, the total number of Domestic Shares in issue was 330,547,804 Shares. The total number of Domestic Shares entitling the holders thereof to attend and vote for or against on the resolutions proposed at the Second Domestic Share Class Meeting was 330,547,804 Shares.

There were no Domestic Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions proposed at the Second Domestic Share Class Meeting as set out in Rule 13.40 of the Listing Rules. No holder of Domestic Shares was required under the Listing Rules to abstain from voting on the resolutions proposed at the Second Domestic Share Class Meeting. There were no Domestic Shares in respect of which their holders were entitled to attend and vote only against the resolutions proposed at the Second Domestic Share Class Meeting. No holders of Domestic Shares has stated in the Original Circular their intention to vote against or to abstain from voting on any of the resolutions at the Second Domestic Share Class Meeting.

The poll results of the resolutions proposed at the Second Domestic Share Class Meeting are as follows:

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	“ THAT each of the following proposed items in respect of the plan for the proposed A Share Offering, details of which are set out in the circular of the Company dated April 6, 2017, be and are hereby individually approved:			
	(1) Class of shares;	330,547,804 (100.000%)	0 (0.000%)	0
	(2) Par value of shares;	330,547,804 (100.000%)	0 (0.000%)	0
	(3) Number of shares to be issued;	330,547,804 (100.000%)	0 (0.000%)	0
	(4) Target subscribers;	330,547,804 (100.000%)	0 (0.000%)	0
	(5) Method of issuance;	330,547,804 (100.000%)	0 (0.000%)	0
	(6) Pricing methodology;	330,547,804 (100.000%)	0 (0.000%)	0
	(7) Form of underwriting;	330,547,804 (100.000%)	0 (0.000%)	0
	(8) Place of listing;	330,547,804 (100.000%)	0 (0.000%)	0
	(9) Use of proceeds;	330,547,804 (100.000%)	0 (0.000%)	0
	(10) Conversion of the Company; and	330,547,804 (100.000%)	0 (0.000%)	0
	(11) Effective period of the resolution.”	330,547,804 (100.000%)	0 (0.000%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
2.	<p>“THAT:</p> <p>(a) the board of directors of the Company (the “Board”) be authorized to deal with, in its absolute discretion, all matters in relation to the A Share Offering, including but not limited to:</p> <p>(1) in accordance with the plan for the A Share Offering as considered and approved by the Shareholders in general meeting and pursuant to the relevant requirements of PRC laws, administrative regulations, departmental rules, normative documents and securities regulatory authorities of the PRC and the actual circumstances, implement the plan for the A Share Offering, including but not limited to, determining the offering date, the target subscribers, offer size, pricing methodology, offer price, ratio of online to offline placement, application methods for subscriptions and other matters relating to the A Share Offering;</p> <p>(2) handle all application matters in relation to the A Share Offering, including but not limited to dealing with the relevant government agencies, regulatory authorities, stock exchanges and securities registration and settlement institutions for relevant vetting, registration, filing and approval procedures;</p>	<p>330,547,804 (100.000%)</p>	<p>0 (0.000%)</p>	<p>0</p>

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(3) prepare, sign, execute, modify, supplement and submit any agreements, contracts and necessary documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, prospectus, agreement with the sponsor(s), underwriting agreement, listing agreement and various announcements, shareholder notices and various explanatory circulars or letters of undertaking required by regulatory authorities;</p> <p>(4) adjust the plan for the Investment Projects and the proposed use of proceeds, in accordance with any comments from regulatory authorities during the application and vetting process of the proposed A Share Offering and the actual circumstances of the Company, including but not limited to, the adjustment of the investment progress and investment allocation ratios, and the signing of material agreements or contracts during the construction process of the Investment Projects;</p> <p>(5) determine and engage relevant intermediaries, determine their remuneration and sign relevant agreements or contracts, such as the agreement with the sponsor(s) and underwriting agreement;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(6) determine the designated account for the deposit of proceeds raised prior to the A Share Offering if necessary;</p> <p>(7) handle the relevant procedures in relation to the transfer of state-owned shares in accordance with relevant laws and regulations;</p> <p>(8) upon the completion of the A Share Offering, amend the relevant provisions of the Company's articles of association according to the outcome of the A Share Offering and deal with the registration of the relevant amendments with industry and commerce authorities;</p> <p>(9) upon the completion of the A Share Offering, handle matters relating to the listing of the shares issued under the A Share Offering on the stock exchange and the lock up of relevant shares;</p> <p>(10) where securities regulatory authorities prescribe new requirements in regulations or policies governing initial public offerings and listings, the Board be authorized to adjust the plan for the A Share Offering accordingly; and</p> <p>(11) in accordance with relevant laws, regulations, departmental rules, regulatory documents, relevant provisions of the Company's articles of association and the contents of the resolutions passed by Shareholders, determine and deal with all other matters in relation to the A Share Offering;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(b) upon the passing of the resolution to grant the aforesaid authorization at the general meetings of the Company, the chairman of the Board or any executive Director be authorized to sign any legal documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, the prospectus, letters of undertaking, agreement(s) with the sponsor(s), the underwriting agreement, the listing agreement, engagement or appointment letters of various intermediaries, and various announcements and shareholder notices.</p> <p>The above authorization shall be valid for 12 months from the date of the passing of such resolution at an extraordinary general meeting, a Domestic Share class meeting and an H Share class meeting.”</p>			
3.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering, remedial measures and undertakings by relevant parties as set out in Appendix III to the circular of the Company dated April 6, 2017.	330,547,804 (100.000%)	0 (0.000%)	0
4.	To consider and approve the price stabilization plan for the A Shares within the three years after the A Share Offering and listing of the A Shares as set out in Appendix V to the circular of the Company dated April 6, 2017.	330,547,804 (100.000%)	0 (0.000%)	0
5.	To consider and approve the distribution plan for accumulated profits before the A Share Offering as set out in the circular of the Company dated April 6, 2017.	330,547,804 (100.000%)	0 (0.000%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
6.	To consider and approve the relevant undertakings to be included in the prospectus in connection with the A Share Offering and the relevant restrictive measures as set out in Appendix VII to the circular of the Company dated April 6, 2017.	330,547,804 (100.000%)	0 (0.000%)	0

As not less than two-thirds of the votes were cast in favour of each of the above resolutions at the Second Domestic Share Class Meeting, the above resolutions were duly passed as special resolutions. The Shares abstained, if any, have not been counted in the calculation of the required majority.

POLL RESULTS OF THE SECOND H SHARE CLASS MEETING

The Board is pleased to announce that the proposed special resolutions regarding the proposed A Share Offering and related proposals as set out in the notice of the Second H Share Class Meeting dated April 6, 2017 were passed by way of poll at the Second H Share Class Meeting on May 23, 2017.

As at the date of the Second H Share Class Meeting, the total number of H Shares in issue was 351,566,794 Shares. The total number of H Shares entitling the holders thereof to attend and vote for or against on the resolutions proposed at the Second H Share Class Meeting was 351,566,794 Shares.

There were no H Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions proposed at the Second H Share Class Meeting as set out in Rule 13.40 of the Listing Rules. No holder of H Shares was required under the Listing Rules to abstain from voting on the resolutions proposed at the Second H Share Class Meeting. There were no H Shares in respect of which their holders were entitled to attend and vote only against the resolutions proposed at the Second H Share Class Meeting. No holders of H Shares has stated in the Original Circular their intention to vote against or to abstain from voting on any of the resolutions at the Second H Share Class Meeting.

The poll results of the resolutions proposed at the Second H Share Class Meeting are as follows:

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	“ THAT each of the following proposed items in respect of the plan for the proposed A Share Offering, details of which are set out in the circular of the Company dated April 6, 2017, be and are hereby individually approved:			
	(1) Class of shares;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(2) Par value of shares;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(3) Number of shares to be issued;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(4) Target subscribers;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(5) Method of issuance;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(6) Pricing methodology;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(7) Form of underwriting;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(8) Place of listing;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(9) Use of proceeds;	232,996,461 (99.855%)	338,922 (0.145%)	0
	(10) Conversion of the Company; and	232,996,461 (99.855%)	338,922 (0.145%)	0
	(11) Effective period of the resolution.”	232,996,461 (99.855%)	338,922 (0.145%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
2.	<p>“THAT:</p> <p>(a) the board of directors of the Company (the “Board”) be authorized to deal with, in its absolute discretion, all matters in relation to the A Share Offering, including but not limited to:</p> <p>(1) in accordance with the plan for the A Share Offering as considered and approved by the Shareholders in general meeting and pursuant to the relevant requirements of PRC laws, administrative regulations, departmental rules, normative documents and securities regulatory authorities of the PRC and the actual circumstances, implement the plan for the A Share Offering, including but not limited to, determining the offering date, the target subscribers, offer size, pricing methodology, offer price, ratio of online to offline placement, application methods for subscriptions and other matters relating to the A Share Offering;</p> <p>(2) handle all application matters in relation to the A Share Offering, including but not limited to dealing with the relevant government agencies, regulatory authorities, stock exchanges and securities registration and settlement institutions for relevant vetting, registration, filing and approval procedures;</p>	<p>232,996,461 (99.855%)</p>	<p>338,922 (0.145%)</p>	<p>0</p>

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(3) prepare, sign, execute, modify, supplement and submit any agreements, contracts and necessary documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, prospectus, agreement with the sponsor(s), underwriting agreement, listing agreement and various announcements, shareholder notices and various explanatory circulars or letters of undertaking required by regulatory authorities;</p> <p>(4) adjust the plan for the Investment Projects and the proposed use of proceeds, in accordance with any comments from regulatory authorities during the application and vetting process of the proposed A Share Offering and the actual circumstances of the Company, including but not limited to, the adjustment of the investment progress and investment allocation ratios, and the signing of material agreements or contracts during the construction process of the Investment Projects;</p> <p>(5) determine and engage relevant intermediaries, determine their remuneration and sign relevant agreements or contracts, such as the agreement with the sponsor(s) and underwriting agreement;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(6) determine the designated account for the deposit of proceeds raised prior to the A Share Offering if necessary;</p> <p>(7) handle the relevant procedures in relation to the transfer of state-owned shares in accordance with relevant laws and regulations;</p> <p>(8) upon the completion of the A Share Offering, amend the relevant provisions of the Company's articles of association according to the outcome of the A Share Offering and deal with the registration of the relevant amendments with industry and commerce authorities;</p> <p>(9) upon the completion of the A Share Offering, handle matters relating to the listing of the shares issued under the A Share Offering on the stock exchange and the lock up of relevant shares;</p> <p>(10) where securities regulatory authorities prescribe new requirements in regulations or policies governing initial public offerings and listings, the Board be authorized to adjust the plan for the A Share Offering accordingly; and</p> <p>(11) in accordance with relevant laws, regulations, departmental rules, regulatory documents, relevant provisions of the Company's articles of association and the contents of the resolutions passed by Shareholders, determine and deal with all other matters in relation to the A Share Offering;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<p>(b) upon the passing of the resolution to grant the aforesaid authorization at the general meetings of the Company, the chairman of the Board or any executive Director be authorized to sign any legal documents in relation to the A Share Offering, including but not limited to the letter of intent in relation to the A Share Offering, the prospectus, letters of undertaking, agreement(s) with the sponsor(s), the underwriting agreement, the listing agreement, engagement or appointment letters of various intermediaries, and various announcements and shareholder notices.</p> <p>The above authorization shall be valid for 12 months from the date of the passing of such resolution at an extraordinary general meeting, a Domestic Share class meeting and an H Share class meeting.”</p>			
3.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering, remedial measures and undertakings by relevant parties as set out in Appendix III to the circular of the Company dated April 6, 2017.	232,996,461 (99.855%)	338,922 (0.145%)	0
4.	To consider and approve the price stabilization plan for the A Shares within the three years after the A Share Offering and listing of the A Shares as set out in Appendix V to the circular of the Company dated April 6, 2017.	233,335,383 (100.000%)	0 (0.000%)	0

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
5.	To consider and approve the distribution plan for accumulated profits before the A Share Offering as set out in the circular of the Company dated April 6, 2017.	233,335,383 (100.000%)	0 (0.000%)	0
6.	To consider and approve the relevant undertakings to be included in the prospectus in connection with the A Share Offering and the relevant restrictive measures as set out in Appendix VII to the circular of the Company dated April 6, 2017.	233,335,383 (100.000%)	0 (0.000%)	0

As not less than two-thirds of the votes were cast in favour of each of the above resolutions at the Second H Share Class Meeting, the above resolutions were duly passed as special resolutions. The Shares abstained, if any, have not been counted in the calculation of the required majority.

The Second EGM, the Second Domestic Share Class Meeting and the Second H Share Class Meeting were duly convened and conducted in compliance with the requirements of the relevant laws and regulations of the PRC and the articles of association of the Company, and the poll results are lawful and valid.

The H share registrar of the Company, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at each of the Second EGM, the Second Domestic Share Class Meeting and the Second H Share Class Meeting.

By Order of the Board
Yangtze Optical Fibre and Cable Joint Stock Limited Company*
長飛光纖光纜股份有限公司
Ma Jie
Chairman

Wuhan, PRC, May 23, 2017

As at the date of this announcement, the Board comprises Zhuang Dan and Frank Franciscus Dorjee, as executive Directors; Ma Jie, Yao Jingming, Philippe Claude Vanhille, Pier Francesco Facchini, Xiong Xiangfeng and Zheng Huili, as non-executive Directors; Ngai Wai Fung, Ip Sik On Simon, Li Ping and Li Zhuo, as independent non-executive Directors.

* For identification purposes only