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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 ANNUAL GENERAL MEETING FOR
THE YEAR 2017, THE FIRST DOMESTIC SHARE CLASS MEETING
AND THE FIRST H SHARE CLASS MEETING HELD ON
TUESDAY, MAY 22, 2018**

POLL RESULTS

All the resolutions proposed at each of the AGM, the First Domestic Share Class Meeting and the First H Share Class Meeting of the Company held on May 22, 2018 were respectively passed by way of poll.

Reference is made to the circular (the “**Original Circular**”) and the notices of the AGM, the First Domestic Share Class Meeting and the First 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, 2018 in relation to, among other things, the proposed cessation of the re-appointment of KPMG as international auditor, the 2017 profit distribution plan and the proposal on the confirmation of the 2017 related party transactions during the ordinary and usual course of business and the estimates of the 2018 related party transactions during the ordinary and usual course of business. Reference is also made to the supplemental circular (the “**Supplemental Circular**”, together with the Original Circular, the “**Circulars**”) and the supplemental notices of the AGM, the First Domestic Share Class Meeting and the First H Share Class Meeting of the Company all dated April 20, 2018 in relation to the proposed extension of the effective period of the resolution approving the A Share Offering, proposed extension of the validity period of the authorization granted to the Board to deal with all matters relating to the A Share Offering and the proposal on the dilution of immediate return as a result of the A Share Offering and the remedial measures. Capitalized terms used in this announcement shall have the meanings as those defined in the Circulars unless otherwise stated.

POLL RESULTS OF THE AGM

At the AGM for the year 2017 of the Company held at Multi-Media Meeting Room, 201# Building, No. 9 Guanggu Avenue, East Lake High-tech Development Zone, Wuhan, Hubei Province, PRC on Tuesday, May 22, 2018, all the proposed resolutions as set out in the notice of the AGM dated April 6, 2018 and the supplemental notice of the AGM dated April 20, 2018, were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	To consider and approve the annual report of the Company for the year ended December 31, 2017.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
2.	To consider and approve the work report of the board of directors of the Company for the year ended December 31, 2017.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
3.	To consider and approve the work report of the board of supervisors of the Company for the year ended December 31, 2017.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
4.	To consider and approve the audited consolidated financial statements of the Company for the year ended December 31, 2017.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
5.	To consider and approve the re-appointment of KPMG Huazhen LLP as auditors of the Company for the year 2018.	558,605,663 (99.827%)	966,000 (0.173%)	0 (0.000%)
6.	To consider and approve the cessation of the re-appointment of KPMG as international auditor of the Company.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
7.	To consider and approve the confirmation of the 2017 related party transactions during the ordinary and usual course of business and the estimates of the 2018 related party transactions during the ordinary and usual course of business as set out in Appendix I to the circular of the Company dated April 6, 2018, and that the board of directors of the Company or such persons as authorized by the board of directors of the Company, be authorized to enter into specific business agreements with the related parties from time to time in the year 2018 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.	554,870,788 (99.160%)	4,700,875 (0.840%)	0 (0.000%)

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
8.	To consider and approve the profit distribution plan of the Company for the year ended December 31, 2017 and the non-payment of any final dividend.	559,571,663 (100.000%)	0 (0.000%)	0 (0.000%)
9.	To consider and approve the extension of the effective period of the resolution approving the A Share Offering.	559,534,163 (99.993%)	37,500 (0.007%)	0 (0.000%)
10.	<p>“THAT:</p> <p>(a) 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>	554,476,363 (99.089%)	5,095,300 (0.911%)	0 (0.000%)

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> <p>(6) determine the designated account for the deposit of proceeds raised prior to the A Share Offering if necessary;</p>			

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
	<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
	(b) upon the passing of the resolution to grant the aforesaid authorization at the general meeting 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. The above authorization shall be valid for 12 months until May 21, 2019.”			
11.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering and remedial measures as set out in Appendix II to the circular of the Company dated April 20, 2018.	554,476,363 (99.089%)	5,095,300 (0.911%)	0 (0.000%)

Notes:

- (a) As more than one-half of the votes were cast in favour of each of the resolutions numbered 1 to 7, such resolutions were duly passed as ordinary resolutions. As not less than two-thirds of the votes were cast in favour of the resolutions numbered 8 to 11, such resolutions were duly passed as special resolutions. The Shares abstained, if any, have not been counted in the calculation of the relevant required majority.
- (b) As at the date of the AGM, 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).
- (c) The total number of Shares entitling the holders thereof to attend and vote for or against the resolutions at the AGM was 682,114,598 Shares.
- (d) There were no Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules.
- (e) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

- (f) There were no Shares in respect of which their holders were entitled to attend and vote only against the resolutions proposed at the AGM.
- (g) No Shareholders have stated in the Circulars their intention to vote against or to abstain from voting on any of the resolutions at the AGM.

POLL RESULTS OF THE FIRST DOMESTIC SHARE CLASS MEETING

The Board is pleased to announce that the proposed special resolutions as set out in the notice of the First Domestic Share Class Meeting dated April 6, 2018 and the supplemental notice of the First Domestic Share Class Meeting dated April 20, 2018 were passed by way of poll at the First Domestic Share Class Meeting held on Tuesday, May 22, 2018. The poll results are as follows:

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	To consider and approve the profit distribution plan of the Company for the year ended December 31, 2017 and the non-payment of any final dividend.	330,547,804 (100.000%)	0 (0.000%)	0 (0.000%)
2.	To consider and approve the extension of the effective period of the resolution approving the A Share Offering.	330,547,804 (100.000%)	0 (0.000%)	0 (0.000%)
3.	<p>“THAT:</p> <p>(a) 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>	330,547,804 (100.000%)	0 (0.000%)	0 (0.000%)

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> <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 meeting 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 until May 21, 2019.”</p>			
4.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering and remedial measures as set out in Appendix II to the circular of the Company dated April 20, 2018.	330,547,804 (100.000%)	0 (0.000%)	0 (0.000%)

Notes:

- (a) As not less than two-thirds of the votes were cast in favour of each of the resolutions numbered 1 to 4 at the First Domestic Share Class Meeting, such resolutions were duly passed as special resolutions. The shares abstained, if any, have not been counted in the calculation of the required majority.
- (b) As at the date of the First Domestic Share Class Meeting, the total number of Domestic Shares in issue was 330,547,804 Shares.
- (c) The total number of Domestic Shares entitling the holders thereof to attend and vote for or against on the resolution proposed at the First Domestic Share Class Meeting was 330,547,804 Shares.
- (d) There were no Domestic Shares entitling the holders thereof to attend and abstain from voting in favour of the resolution proposed at the First Domestic Share Class Meeting as set out in Rule 13.40 of the Listing Rules.
- (e) No holder of Domestic Shares was required under the Listing Rules to abstain from voting on the resolution proposed at the First Domestic Share Class Meeting.

- (f) There were no Domestic Shares in respect of which their holders were entitled to attend and vote only against the resolution proposed at the First Domestic Share Class Meeting.
- (g) No holders of Domestic Shares has stated in the Circulars their intention to vote against or to abstain from voting on the resolution at the First Domestic Share Class Meeting.

POLL RESULTS OF THE FIRST H SHARE CLASS MEETING

The Board is pleased to announce that the proposed special resolutions as set out in the notice of the First H Share Class Meeting dated April 6, 2018 and the supplemental notice of the First H Share Class Meeting dated April 20, 2018 were passed by way of poll at the First H Share Class Meeting on Tuesday, May 22, 2018. The poll results are as follows:

Special Resolutions		Number of Votes (%)		
		FOR	AGAINST	ABSTAINED
1.	To consider and approve the profit distribution plan of the Company for the year ended December 31, 2017 and the non-payment of any final dividend.	227,737,859 (100.000%)	0 (0.000%)	0 (0.000%)
2.	To consider and approve the extension of the effective period of the resolution approving the A Share Offering.	227,700,359 (99.984%)	37,500 (0.016%)	0 (0.000%)
3.	<p>“THAT:</p> <p>(a) 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>	222,642,559 (97.763%)	5,095,300 (2.237%)	0 (0.000%)

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> <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
	(b) upon the passing of the resolution to grant the aforesaid authorization at the general meeting 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. The above authorization shall be valid for 12 months until May 21, 2019.”			
4.	To consider and approve the proposal on the dilution of immediate return as a result of the A Share Offering and remedial measures as set out in Appendix II to the circular of the Company dated April 20, 2018.	222,642,559 (97.763%)	5,095,300 (2.237%)	0 (0.000%)

Notes:

- (a) As not less than two-thirds of the votes were cast in favour of each of the resolutions numbered 1 to 4 at the First H Share Class Meeting, such resolutions were duly passed as a special resolution. The shares abstained, if any, have not been counted in the calculation of the required majority.
- (b) As at the date of the First H Share Class Meeting, the total number of H Shares in issue was 351,566,794 Shares.
- (c) The total number of H Shares entitling the holders thereof to attend and vote for or against on the resolution proposed at the First H Share Class Meeting was 351,566,794 Shares.
- (d) There were no H Shares entitling the holders thereof to attend and abstain from voting in favour of the resolution proposed at the First H Share Class Meeting as set out in Rule 13.40 of the Listing Rules.
- (e) No holder of H Shares was required under the Listing Rules to abstain from voting on the resolution proposed at the First H Share Class Meeting.

- (f) There were no H Shares in respect of which their holders were entitled to attend and vote only against the resolution proposed at the First H Share Class Meeting.
- (g) No holders of H Shares has stated in the Circulars their intention to vote against or to abstain from voting on the resolution at the First H Share Class Meeting.

The AGM, the First Domestic Share Class Meeting and the First 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 AGM, the First Domestic Share Class Meeting and the First 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 22, 2018

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*