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**NetDragon Websoft Holdings Limited**

**網龍網絡控股有限公司**

*(formerly known as “NetDragon Websoft Inc. 網龍網絡有限公司”)*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 777)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 18 MAY 2017**

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 18 May 2017.

Reference is made to the circular (the “**Circular**”) of NetDragon Websoft Holdings Limited (the “**Company**”) dated 13 April 2017 and all resolutions proposed in the notice of annual general meeting (the “**Notice of AGM**”) contained herein. Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 18 May 2017 (the “**AGM**”). The poll results in respect of all the resolutions proposed at the AGM were as follows:

		<b>Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)</b>	
		<b>For</b>	<b>Against</b>
<b>Ordinary Resolutions</b>			
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2016 and the reports of the Directors and independent auditors of the Company for the year ended 31 December 2016.	251,029,662 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)	
		For	Against
2.	To approve the recommended final dividend for the year ended 31 December 2016.	251,029,662 (100.00%)	0 (0.00%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditors of the Company and to authorise the Board to fix their remuneration.	244,370,033 (97.35%)	6,639,629 (2.65%)
4A.	To re-elect Chen Hongzhan as executive Director.	251,029,662 (100.00%)	0 (0.00%)
4B.	To re-elect Lin Dongliang as non-executive Director.	251,008,662 (99.99%)	21,000 (0.01%)
4C.	To re-elect Liu Sai Keung, Thomas as independent non-executive Director.	244,937,694 (97.57%)	6,091,968 (2.43%)
4D.	To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2017.	251,009,662 (99.99%)	20,000 (0.01%)
5A.	To grant a general and unconditional mandate to the Directors to issue, allot and otherwise deal with the Company's Shares.	247,368,220 (98.54%)	3,661,442 (1.46%)
5B.	To grant a general and unconditional mandate to the Directors to buy back the Company's Shares.	251,029,662 (100.00%)	0 (0.00%)
5C.	To add the nominal amount of the Shares bought back by the Company to the mandate granted to the Directors under resolution no. 5A.	247,368,220 (98.54%)	3,661,442 (1.46%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company by way of poll at the AGM.

As at the date of the AGM, the total number of issued Shares was 496,923,140 Shares, which was equivalent to the total number of Shares entitling the Shareholders to attend and vote for or against the relevant resolutions at the AGM. To the best of the Directors' knowledge, belief and information, no Shareholders had a material interest in the resolutions proposed at the AGM. No Shareholders were entitled to

attend the AGM and abstain from voting in favour of the required resolutions at the AGM 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 AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed to act as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**NetDragon Websoft Holdings Limited**  
**Liu Dejian**  
*Chairman*

Hong Kong, 18 May 2017

*As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Liu Dejian, Dr. Leung Lim Kin Simon, Mr. Liu Luyuan, Mr. Zheng Hui and Mr. Chen Hongzhan; one non-executive Director, namely Mr. Lin Dongliang; and three independent non-executive Directors, namely Mr. Chao Guowei, Charles, Mr. Lee Kwan Hung and Mr. Liu Sai Keung, Thomas.*