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MGM CHINA HOLDINGS LIMITED
美高梅中國控股有限公司

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美高梅中國控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2282)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON MAY 24, 2019**

The Board is pleased to announce that all the proposed resolutions as set out in AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on May 24, 2019.

Reference is made to the notice of the annual general meeting (the “**AGM**”) of MGM China Holdings Limited (the “**Company**”) dated April 17, 2019.

The board of directors (the “**Board**”) is pleased to announce that all the proposed resolutions as set out in the notice of the AGM dated April 17, 2019 (“**AGM Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on May 24, 2019.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (Approximate % of total shares voted)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the Directors and Independent Auditor for the year ended December 31, 2018.	3,486,378,239 (99.999438%)	19,600 (0.000562%)
2.	To declare a final dividend of HK\$0.034 per share for the year ended December 31, 2018.	3,486,614,085 (100.000000%)	0 (0.000000%)
3.(A)	(i) To re-elect Mr. James Joseph Murren as an executive Director of the Company.	3,459,526,253 (99.223216%)	27,083,432 (0.776784%)
	(ii) To re-elect Mr. Grant R. Bowie as an executive Director of the Company.	3,482,247,070 (99.874875%)	4,362,615 (0.125125%)
	(iii) To re-elect Mr. John M. McManus as a non-executive Director of the Company.	3,432,009,852 (98.434014%)	54,599,833 (1.565986%)
	(iv) To re-elect Mr. James Armin Freeman as a non-executive Director of the Company.	3,366,650,759 (96.559439%)	119,958,926 (3.440561%)
	(v) To re-elect Ms. Sze Wan Patricia Lam as an independent non-executive Director of the Company.	3,482,392,725 (99.879053%)	4,216,960 (0.120947%)
	(vi) To re-elect Mr. Zhe Sun as an independent non-executive Director of the Company.	3,482,630,366 (99.885869%)	3,979,319 (0.114131%)
3.(B)	To authorize the Board of Directors of the Company to fix the remuneration of the Directors.	3,486,341,496 (99.992308%)	268,189 (0.007692%)
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the Independent Auditor of the Company and to authorize the Board of Directors to fix their remuneration.	3,484,437,799 (99.937582%)	2,176,286 (0.062418%)

Ordinary Resolutions		Number of votes (Approximate % of total shares voted)	
		For	Against
5.	To grant a general mandate to the Directors to issue and allot additional shares of the Company not exceeding 20% of the total number of issued shares at the date of passing this resolution. [#]	3,116,382,682 (89.381348%)	370,231,403 (10.618652%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares at the date of passing this resolution. [#]	3,486,613,685 (99.999989%)	400 (0.000011%)
7.	To add the total number of the shares which are repurchased under the general mandate in Resolution (6) to the total number of the shares which may be issued under the general mandate in Resolution (5). [#]	3,153,804,144 (90.454638%)	332,809,941 (9.545362%)
As a simple majority of not less than one-half of the votes were cast in favour of the above resolutions, the above ordinary resolutions were duly passed as ordinary resolutions of the Company.			

Special Resolution		Number of votes (Approximate % of total shares voted)	
		For	Against
8.	To approve the proposed amendments to the Articles of Association of the Company as set out in Resolution (8) in the notice of annual general meeting. [#]	3,486,613,285 (99.999989%)	400 (0.000011%)
As majority of not less than three-fourths of the votes were cast in favour of the above resolution, the above resolution was duly passed as special resolution of the Company.			

[#] Please refer to the AGM Notice for the full text of these resolutions.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 3,800,112,101 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of any of the proposed resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholder was required under the Listing Rules to abstain from voting for approving the resolutions proposed at the AGM. No parties had indicated in the circular to shareholders dated April 17, 2019 that they intended to vote against or to abstain from voting on any resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Hong Kong Listed Share Registrar of the Company, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
MGM China Holdings Limited
Antonio MENANO
Company Secretary

Hong Kong, May 24, 2019

As at the date of this announcement, our directors are, James Joseph MURREN, Pansy Catilina Chiu King HO, Chen Yau WONG, William Joseph HORNBUCKLE and Grant R. BOWIE as executive Directors, Kenneth Xiaofeng FENG, James Armin FREEMAN and John M. MCMANUS as non-executive Directors and Zhe SUN, Sze Wan Patricia LAM and Russell Francis BANHAM as independent non-executive Directors.