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中糧肉食控股有限公司
COFCO Meat Holdings Limited

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 01610)

**POLL RESULTS OF THE EXTRAORDINARY
GENERAL MEETING HELD ON 28 FEBRUARY 2019**

The Board is pleased to announce that the Resolutions as set out in the Notice dated 4 February 2019 were duly passed by the Independent Shareholders and Shareholders respectively by way of poll at the EGM.

References were made to the announcements of COFCO Meat Holdings Limited (the “**Company**”) dated 21 November 2018 and 23 November 2018 respectively, the circular (the “**Circular**”) and the notice of the EGM (the “**Notice**”) both dated 4 February 2019 issued by the Company in respect of, inter alia, (i) the 2018 Mutual Supply Agreement and the transactions contemplated thereunder and the Proposed Annual Caps; (ii) the 2018 Financial Services Agreement in relation to the Deposit Services, the Loan Services, the Entrustment Loan Services and the Other Financial Services entered into between the Company and COFCO Finance on 23 November 2018; and (iii) the re-election of Dr. Ju Jiandong as an independent non-executive director. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce the poll results in respect of the EGM held at 10:30 a.m. on 28 February 2019 at 24th Floor, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong. The proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Independent Shareholders and Shareholders respectively by way of poll at the EGM.

As at the date of the EGM, the issued share capital of the Company was 3,901,998,323 Shares. As explained in the Circular, COFCO, a substantial shareholder of the Company, and its associates which altogether hold 1,135,392,782 Shares of the Company, representing approximately 29.10% of the issued share capital of the Company as at the date of the EGM, are required to and had abstained from voting on the ordinary resolutions in relation to the 2018 Mutual Supply Agreement (“**Resolution 1**”) and the 2018 Financial Services Agreement (“**Resolution 2**”) due to having material interests therein. Save for the above, there was no Shareholder who was required to abstain from voting on Resolution 1 and Resolution 2. Accordingly, there were in aggregate 2,766,605,541 Shares entitling the holders of which to attend and vote for or against Resolution 1 and Resolution 2 at the EGM.

None of the Shareholders is required to abstain from voting on the ordinary resolution in relation to the re-election of Dr. Ju Jiandong as an independent non-executive Director (“**Resolution 3**”). Accordingly, there were in aggregate 3,901,998,323 Shares entitling the holders of which to attend and vote for or against Resolution 3 at the EGM.

No Shareholder had stated his/her/its intention in the Circular to vote against the Resolutions or to abstain from voting at the EGM.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM. The number of Shares represented by votes for and against the Resolutions at the EGM was as follows: -

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	THAT (1) the mutual supplies of materials, products and other services between (i) COFCO Group (as defined in the circular of the Company dated 4 February 2019 (the “ Circular ”)) and (ii) the Group (as defined in the Circular) pursuant to the 2018 Mutual Supply Agreement (as defined in the Circular) be and are hereby approved subject to the relevant caps set out in the Circular; (2) the execution of the 2018 Mutual Supply Agreement, a copy of which has been produced to the EGM marked “A” and initialled by the chairman of the EGM for identification purpose, be and is hereby confirmed, ratified and approved; and (3) any one or more of the directors of the Company be and are hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms the 2018 Mutual Supply Agreement.	1,748,515,262 (100.00%)	0 (0.00%)
2.	THAT (1) the conditional deposit services to be provided by COFCO Finance Company Limited (“ COFCO Finance ”) pursuant to the financial services agreement dated 23 November 2018 between COFCO Finance and the Company (the “ 2018 Financial Services Agreement ”), a copy of which has been produced to the EGM marked “B” and initialed by the chairman of the EGM for identification purposes, and the relevant deposit cap on a daily basis in the amount equivalent of RMB1 billion and the cap of accrued interests on such deposit set out in the Company's circular dated 4 February 2019 be and are hereby confirmed, ratified and approved; and (2) any one or more of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the 2018 Financial Services Agreement and the transactions contemplated thereunder.	1,719,902,420 (98.36%)	28,612,842 (1.64%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
3.	Dr. Ju Jiandong be re-elected as an independent non-executive director of the Company.	2,894,463,034 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of Resolutions 1, 2 and 3, Resolutions 1, 2 and 3 were duly passed as ordinary resolutions.		

Notes:

- (a) Please refer to the Circular and the Notice for the full version of the Resolutions.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the EGM: Nil.
- (c) The total number of Shares entitling the holders to attend and vote for or against Resolution 1 and Resolution 2 at the EGM: 2,766,605,541 Shares.
- (d) The total number of Shares entitling the holders to attend and vote for or against Resolution 3 at the EGM: 3,901,998,323 Shares.

By order of the Board
COFCO Meat Holdings Limited
Jiang Guojin
Chairman and executive Director

Hong Kong, 28 February 2019

As at the date of this announcement, the Board comprises Mr. Jiang Guojin as the chairman of the Board and the executive director, Mr. Xu Jianong as the executive director, Ms. Yang Hong, Mr. WOLHARDT Julian Juul, Dr. Cui Guiyong, Mr. Zhou Qi, Mr. Zhang Lei and Dr. Huang Juhui as non-executive directors, and Mr. Fu Tingmei, Mr. Li Michael Hankin, Mr. Lee Ted Tak Tai and Dr. Ju Jiandong as independent non-executive directors.