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**Yashili International Holdings Ltd**

**雅士利國際控股有限公司**

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

**(Stock Code: 1230)**

**POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING  
HELD ON 28 NOVEMBER 2014**

At the extraordinary general meeting (the “EGM”) of Yashili International Holdings Ltd (the “Company”) held at Ballroom, 5/F, Island Shangri-la, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 28 November 2014, the proposed resolution as set out in the notice of the EGM dated 13 November 2014 was taken by poll. The poll results are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
(a)	To approve, confirm and ratify the subscription agreement (the “ <b>Subscription Agreement</b> ”, a copy of which has been produced to the EGM marked “A” and signed by the chairman of the EGM for the purpose of identification) dated 30 October 2014 and entered into among the Company as issuer, Danone Asia Baby Nutrition Pte. Ltd. (“ <b>Danone Asia</b> ”) as subscriber and China Mengniu Dairy Company Limited, in relation to the subscription by Danone Asia of 1,186,390,074 new shares (the “ <b>Subscription Shares</b> ”) of HK\$0.10 each in the share capital of the Company at the subscription price of HK\$3.70 per Subscription Share and the transactions contemplated thereunder.	3,184,282,028 (99.956%)	1,403,893 (0.044%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
(b)	To approve the allotment and issue of the Subscription Shares, and to authorise any one or more of the directors (each a “ <b>Director</b> ”) of the Company to allot and issue the Subscription Shares pursuant to and in accordance with the terms and conditions of the Subscription Agreement, subject to the fulfillment or waiver of the conditions as set out in the Subscription Agreement.		
(c)	To authorise any one or more of the Directors to do all such acts and things and execute all such documents, including under seal where applicable, for the purpose of, or in connection with, the implementation of and/or giving effect to the Subscription Agreement, including but not limited to the allotment and issue of the Subscription Shares, and any other matters ancillary thereto and of administrative nature which he/she/they in his/her/their absolute discretion consider necessary, desirable or expedient.		

As a majority of the votes were cast in favour of the resolution, the resolution was duly passed as ordinary resolution.

As at the date of the EGM, the total number of issued shares of the Company was 3,559,170,222 ordinary shares, which were the total number of shares entitling the holders to attend and vote on the resolution at the EGM. There were no shares entitling the holder to attend and abstain from voting in favour at the EGM 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 of the Company was required under the Listing Rules to abstain from voting on the resolution at the EGM. None of the shareholders has stated their intention in the Company’s circular dated 13 November 2014 to vote against or to abstain from voting on the resolution at the EGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the poll at the EGM.

On behalf of the Board  
**Yashili International Holdings Ltd**  
雅士利國際控股有限公司  
**Sun Yiping**  
*Chairman*

Hong Kong, 28 November, 2014

*As at the date of this announcement, the board of directors of the Company comprises: Ms. Sun Yiping (Chairman), Mr. Bai Ying and Mr. Wu Jingshui as non-executive directors; Mr. Li Dongming, Mr. Zhang Lidian and Mr. Zhang Yanpeng as executive directors; and Mr. Cheng Shoutai, Mr. Lee Kong Wai Conway, and Mr. Mok Wai Bun Ben as independent non-executive directors.*