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SHENGUAN HOLDINGS (GROUP) LIMITED

神冠控股(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00829)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND RE-ELECTION OF RETIRING DIRECTORS

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 15 April 2016 (the “**AGM Notice**”) of Shenguan Holdings (Group) Limited (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the circular of the Company dated 15 April 2016.

POLL RESULTS OF THE AGM

The Board announces that, at the AGM held at Jade Room, 6th Floor, Marco Polo Hongkong Hotel, 3 Canton Road, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong on 25 May 2016 at 11:00 a.m., poll voting was adopted for all of the resolutions as set out in the AGM Notice (the “**Resolutions**”).

The Board is pleased to announce that the Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by poll voting at the AGM. The poll results for the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)		Total Votes
		For	Against	
1.	To receive and consider the audited consolidated accounts and reports of the directors and auditors of the Company and its subsidiaries for the year ended 31 December 2015.	2,585,124,729 (100%)	0 (0%)	2,585,124,729

Ordinary Resolutions		Number of Votes (%)		Total Votes
		For	Against	
2.	(a) The declaration and payment of a final dividend of HK3.2 cents per ordinary share of the Company for the year ended 31 December 2015 (the “ Final Dividends ”) entirely out of the share premium account of the Company (the “ Share Premium Account ”) to the shareholders of the Company whose names appear on the register of members of the Company at the close of business on 3 June 2016, being the record date for determination of entitlement to the Final Dividends, be and is hereby approved; and	2,585,124,729 (100%)	0 (0%)	2,585,124,729
	(b) any director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividends.	2,585,124,729 (100%)	0 (0%)	
3.	To re-appoint Ernst & Young as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	2,585,124,729 (100%)	0 (0%)	2,585,124,729
4.	(a) Ms. Zhou Yaxian be re-elected as an executive director of the Company;	2,537,455,678 (98.1560%)	47,669,051 (1.8440%)	2,585,124,729
	(b) Mr. Shi Guicheng be re-elected as an executive director of the Company;	2,585,124,729 (100%)	0 (0%)	
	(c) Mr. Ru Xiquan be re-elected as an executive director of the Company;	2,585,124,729 (100%)	0 (0%)	
	(d) Mr. Mo Yunxi be re-elected as an executive director of the Company;	2,585,116,729 (99.9997%)	8,000 (0.0003%)	
	(e) Mr. Low Jee Keong be re-elected as a non-executive director of the Company; and	2,585,124,729 (100%)	0 (0%)	
	(f) the board of directors of the Company be authorised to fix the remuneration of the directors of the Company.	2,585,124,729 (100%)	0 (0%)	

Ordinary Resolutions		Number of Votes (%)		Total Votes
		For	Against	
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the aggregate number of issued shares of the Company as at the date of passing this resolution.	2,401,530,400 (92.8980%)	183,594,329 (7.1020%)	2,585,124,729
6.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the aggregate number of issued shares of the Company as at the date of passing this resolution.	2,585,124,729 (100%)	0 (0%)	2,585,124,729
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	2,402,916,400 (92.9517%)	182,208,329 (7.0483%)	2,585,124,729

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As more than 50% of the votes were cast in favour of the Resolutions, the Resolutions were duly passed as ordinary resolutions of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (1) The total number of shares of the Company in issue as at the date of the AGM: 3,259,276,000 shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the Resolutions at the AGM.
- (2) The total number of shares of the Company entitling the holders to attend and vote only against the Resolutions at the AGM: Nil.
- (3) The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM: 3,259,276,000 shares.

RE-ELECTION OF MS. ZHOU YAXIAN AS AN EXECUTIVE DIRECTOR

At the AGM, the re-election of Ms. Zhou Yaxian as an executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Ms. Zhou Yaxian (周亞仙女士), aged 56, is a founder of the Group and a director of all of the subsidiaries of the Company. She is primarily responsible for the Group's overall strategic planning, technology and business management. Ms. Zhou has nearly 36 years of experience in the collagen sausage casing industry. Before founding the Group, she had been involved in the trial production of collagen sausage casings in the Meat Products Factory of Wuzhou Food Products Corporation (梧州市食品總公司肉類製品廠) from 1979 to 1989 and was employed by Wuzhou Protein Casing Factory (梧州市蛋白腸衣廠) (“**Wuzhou Protein Factory**”) in 1989, mainly responsible for technology development. She was appointed as the head of Wuzhou Protein Factory and the Deputy General Manager of Guangxi Wuzhou Zhongheng Group Co., Ltd. (廣西梧州中恒集團股份有限公司) in 1992 and 1997, respectively. Since 2004, Ms. Zhou has been the chairman of the board of directors and the general manager of Wuzhou Shenguan Protein Casing Co., Ltd. (梧州神冠蛋白腸衣有限公司) (“**Wuzhou Shenguan**”).

Ms. Zhou completed the course of Economic Management held by The Central Party School (中共中央黨校) in December 2001. She was a member of the 10th National People's Congress from February 2003 to February 2008 and is a senior engineer in biotechnology. She is one of the inventors of four national patents in respect of production method and facilities for collagen sausage casings and has received special allowances granted by the State Council since 2008. Ms. Zhou was awarded the “The Third Class Prize in National Science and Technology Advancement Award” (國家科學技術進步三等獎) by the National Science and Technology Committee of the PRC (中華人民共和國國家科學技術委員會) in 1995, the “Guangxi Outstanding Expert” (廣西優秀專家) by the Wuzhou Government in 2006, the “Influential Person in China Meat Industry” (中國肉類行業影響力人物) by the China Meat Association (中國肉類協會) in 2007, the “2007 Guangxi Outstanding Entrepreneur” (2007年度廣西優秀企業家) jointly by the Guangxi Enterprises Union (廣西企業聯合會) and the Guangxi Entrepreneurs Association (廣西企業家協會) in 2008, the “China Outstanding Female Entrepreneur” (中國傑出創業女性) by the China Female Entrepreneurs Association (中國女企業家協會) in 2008, the “Binshan Cup Technological Innovative Figure in China Meat Industry” (冰山杯—中國肉類產業科技創新人物) in 2009, the “Technological Leaders in China Meat Industry” (中國肉類產業科技領軍人物) by the China Meat Association (中國肉類協會) in 2012, and the “Influential Entrepreneur of China Meat Product Industry” (中國肉類食品行業影響力企業家) by the China Meat Association (中國肉類協會) in 2013. She was appointed as a Director on 24 February 2009 and re-designated as an executive Director, and appointed as the Chairman of the Board on 19 September 2009.

As at the date of this announcement, Ms. Zhou held 100% interest in Shenguan Biology Science & Technology Investment Company Limited (“**Hong Kong Shenguan**”) which held 100% interest in Glories Site Limited (“**Glories Site**”), which held approximately 65.45% interest in Rich Top Future, which in turn held 1,917,240,000 Shares. Hong Kong Shenguan beneficially held 20,462,000 Shares. Hong Kong Shenguan also held 100% interest in Xian Sheng Limited (“**Xian Sheng**”), which in turn held 248,040,000 Shares. Therefore, Ms. Zhou was deemed or taken to be, interested in all the Shares beneficially owned by Rich Top Future and Xian Sheng for the purpose of the SFO. Ms. Zhou is a director of each of Hong Kong Shenguan, Glories Site, Xian Sheng and Rich Top Future.

Ms. Zhou has entered into a director's service agreement with the Company for a term of three years commencing from 13 October 2015, which may be terminated by giving the other party not less than three months' prior notice in writing. Ms. Zhou is entitled to receive an annual remuneration of RMB3,000,000 which is determined with reference to the prevailing market practice, the Company's remuneration policy, her duties and responsibilities within the Group.

Save as disclosed above, Ms. Zhou does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Ms. Zhou does not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders and she has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of Ms. Zhou that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Listing Rules.

RE-ELECTION OF MR. SHI GUICHENG AS AN EXECUTIVE DIRECTOR

At the AGM, the re-election of Mr. Shi Guicheng as an executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Shi Guicheng (施貴成先生), Mr. Shi's official Chinese name is 施貴成, he has previously used another Chinese name 施桂成. Mr. Shi, aged 52, is primarily responsible for the Group's machinery and equipment management. He is a mechanical engineer and has nearly 23 years of experience in the collagen sausage casing industry. Mr. Shi graduated from Guangxi Central Radio and TV University (廣西廣播電視大學) and attained the Professional Qualification Graduation Certificate in Mechanical Production in July 1987. Mr. Shi joined Wuzhou Protein Factory as the Head of Technology in 1993. He was appointed as the Deputy Head of Wuzhou Protein Factory in 2001 and has been the Deputy General Manager of Wuzhou Shenguan since 2004, responsible for machinery and equipment management, production safety and environmental protection. He was appointed as an executive Director on 19 September 2009. As at the date of this announcement, Mr. Shi beneficially owned 800,000 Shares.

Mr. Shi has entered into a director's service agreement with the Company for a term of three years commencing from 13 October 2015, which may be terminated by giving the other party not less than three months' prior notice in writing. Mr. Shi is entitled to receive an annual remuneration of RMB1,200,000 which is determined with reference to the prevailing market practice, the Company's remuneration policy, his duties and responsibilities within the Group.

Save as disclosed above, Mr. Shi does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Mr. Shi does not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of Mr. Shi that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Listing Rules.

RE-ELECTION OF MR. RU XIQUAN AS AN EXECUTIVE DIRECTOR

At the AGM, the re-election of Mr. Ru Xiquan as an executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Ru Xiquan (茹希全先生), aged 53, is primarily responsible for matters relating to the Group's accounting, treasury and financial planning. He has nearly 25 years of experience in the collagen sausage casing industry. Mr. Ru graduated from Guangxi Central Radio and TV University (廣西廣播電視大學) and attained the Professional Qualification Graduation Certificate in Finance and Accounting in July 1989. He obtained the certificate of accounting professional issued by the Wuzhou Finance Bureau in November 2001. He also completed the course of Economic Management held by The Central Party School (中共中央黨校) in 2002. Mr. Ru is an accountant and joined Wuzhou Protein Factory as the Head of the Finance and Accounting Department in 1990. He has been the Chief Accountant of Wuzhou Shenguan since 2004, responsible for matters relating to accounting and finance. He was appointed as an executive Director on 19 September 2009. As at the date of this announcement, Mr. Ru beneficially owned 800,000 Shares.

Mr. Ru has entered into a director's service agreement with the Company for a term of three years commencing from 13 October 2015, which may be terminated by giving the other party not less than three months' prior notice in writing. Mr. Ru is entitled to receive an annual remuneration of RMB1,200,000 which is determined with reference to the prevailing market practice, the Company's remuneration policy, his duties and responsibilities within the Group.

Save as disclosed above, Mr. Ru does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Mr. Ru does not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of Mr. Ru that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Listing Rules.

RE-ELECTION OF MR. MO YUNXI AS AN EXECUTIVE DIRECTOR

At the AGM, the re-election of Mr. Mo Yunxi as an executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Mo Yunxi (莫運喜先生), aged 47, is primarily responsible for the Group's product and technology developments. He has long been engaged in product development and has nearly 23 years of experience in the collagen sausage casing industry. Mr. Mo graduated from Tianjin College of Commerce (天津商學院), majoring in Food Engineering in July 1990. Mr. Mo joined Wuzhou Protein Factory in 1993 and he has been the Deputy General Manager of Wuzhou Shenguan since 2004. Mr. Mo is a senior engineer in food engineering. He was awarded the "First Prize in Wuzhou Science and Technology Advancement" (梧州市科學技術進步一等獎) and the "First Prize in Guangxi Outstanding Achievement on New Products" (廣西新產品優秀成果一等獎) by the Wuzhou Government and The People's Government of Guangxi, respectively, in 2008. He was appointed as an executive Director on 16 May 2012. As at the date of this announcement, Mr. Mo beneficially owned 800,000 Shares.

Mr. Mo has entered into a director's service agreement with the Company for a term of three years commencing from 16 May 2015, which may be terminated by giving the other party not less than three months' prior notice in writing. Mr. Mo is entitled to receive an annual remuneration of RMB1,200,000 which is determined with reference to the prevailing market practice, the Company's remuneration policy, his duties and responsibilities within the Group.

Save as disclosed above, Mr. Mo does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Mr. Mo does not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of Mr. Mo that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Listing Rules.

RE-ELECTION OF MR. LOW JEE KEONG AS A NON-EXECUTIVE DIRECTOR

At the AGM, the re-election of Mr. Low Jee Keong as a non-executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Low Jee Keong (劉子強先生), aged 50, Mr. Low's Chinese name 劉子強 is an unofficial name. He is primarily responsible for the Group's export business. Mr. Low has nearly 23 years of experience in the collagen sausage casing industry. Before founding the Group, Mr. Low, through LJK Frozen SDN. BHD. (formerly known as Exceltech Enterprise SDN. BHD.), started his business relationship with Wuzhou Protein Factory for the resale of edible collagen sausage casing products in Malaysia in 1993, and has maintained the relationship

with Wuzhou Shenguan after the acquisition of the entire ownership rights of Wuzhou Protein Factory by Wuzhou Shenguan in November 2004. Mr. Low is a founder of the Group and has been a director of Wuzhou Shenguan since 2004. Mr. Low has not been involved in the Group's day-to-day operations as he resides in Malaysia. However, he has participated, and will continue to participate, in the strategic planning and decision-making processes in the business operations. He is also a director of Full Win Consultants Limited and Excel Gather Limited, both are subsidiaries of the Company. He was appointed as a non-executive Director on 19 September 2009.

As at the date of this announcement, Mr. Low held 100% interest in Wealthy Safe Management Limited (“**Wealthy Safe**”), which in turn held 78,936,000 Shares. Therefore, Mr. Low was deemed or taken to be, interested in all the Shares held by Wealthy Safe for the purpose of the SFO. Mr. Low also held 100% interest in Brighten Lane Limited, which held approximately 20.84% interest in Rich Top Future, which in turn held 1,917,240,000 Shares.

Mr. Low has entered into a director's service agreement with the Company for a term of three years commencing from 13 October 2015, which may be terminated by giving the other party not less than three months' prior notice in writing. Mr. Low is entitled to receive an annual remuneration of HK\$80,000 which is determined with reference to the prevailing market practice, the Company's remuneration policy, his duties and responsibilities within the Group.

Save as disclosed above, Mr. Low does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, Mr. Low does not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of Mr. Low that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
Shenguan Holdings (Group) Limited
Zhou Yaxian
Chairman

Hong Kong, 25 May 2016

As at the date of this announcement, the executive Directors are Ms. Zhou Yaxian, Mr. Shi Guicheng, Mr. Ru Xiquan and Mr. Mo Yunxi; the non-executive Director is Mr. Low Jee Keong; and the independent non-executive Directors are Mr. Tsui Yung Kwok, Mr. Meng Qinguo and Mr. Yang Xiaohu.