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## **CHINA SHENGMU ORGANIC MILK LIMITED**

**中國聖牧有機奶業有限公司**

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

**(Stock Code: 1432)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2016**

<p>The Board is pleased to announce that all the ordinary resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 28 June 2016.</p>
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References are made to the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of China Shengmu Organic Milk Limited (the “**Company**”) both dated 27 May 2016. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those used in the Circular.

#### **RESULT OF THE AGM**

The board of directors (the “**Board**”) of the Company is pleased to announce that all the ordinary resolutions as set out in the Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on 28 June 2016.

As at the date of the AGM, the total number of issued shares of the Company (“**Shares**”) was 6,354,400,000, representing the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. None of the Shareholders were required to abstain from voting at the AGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). In addition, there were no Shares entitling the holders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 13.40 of the Listing Rules.

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

Details of the poll results in respect of all the ordinary resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements of the Company and reports of the directors (the “ <b>Directors</b> ”) and auditors of the Company for the year ended 31 December 2015.	5,088,530,088 (100%)	0 (0%)
2	To re-appoint Ernst & Young as auditors of the Company and the Board be authorized to fix their remuneration.	5,088,530,088 (100%)	0 (0%)
3	(a) To re-elect Mr. Dong Xianli as a non-executive Director.	5,088,530,088 (100%)	0 (0%)
	(b) To re-elect Ms. Gao Linfeng as an executive Director.	5,088,530,088 (100%)	0 (0%)
	(c) To re-elect Mr. Cui Ruicheng as an executive Director.	5,088,530,088 (100%)	0 (0%)
	(d) To re-elect Mr. Fan Xiang as a non-executive Director.	5,088,530,088 (100%)	0 (0%)
	(e) To re-elect Mr. Li Changqing as an independent non-executive Director.	5,088,530,088 (100%)	0 (0%)
4	To authorize the Board to fix the respective Directors’ remuneration	5,088,530,088 (100%)	0 (0%)
5	Ordinary resolution no. 5 of the Notice (to grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares of the Company as at the date of passing this resolution).	5,058,036,000 (99.40%)	30,494,088 (0.60%)
6	Ordinary resolution no. 6 of the Notice (to grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares of the Company as at the date of passing this resolution).	5,088,530,088 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
7	Ordinary Resolution No. 7 of the Notice (to extend the general mandate granted to the Directors to allot, issue and deal with additional Shares of the Company by an amount not exceeding the total number of the Shares repurchased by the Company).	5,058,036,000 (99.40%)	30,494,088 (0.60%)

*Note:* The above table only provides a summary of the resolutions. The full text of these resolutions is set out in the Notice.

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

By Order of the Board  
**China Shengmu Organic Milk Limited**  
**Yao Tongshan**  
*Chairman and Executive Director*

Hong Kong, 28 June 2016

*As at the date of this announcement, the executive Directors are Mr. Yao Tongshan, Mr. Wu Jianye, Ms. Gao Lingfeng and Mr. Cui Ruicheng; and the non-executive Directors are Mr. Dong Xianli, Mr. Fan Xiang, Mr. Cui Guiyong and Mr. Sun Qian; and the independent non-executive Directors are Mr. Wong Kun Kau, Mr. Li Changqing, Ms. Ge Xiaoping and Mr. Yuan Qing.*