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HONG KONG FOOD INVESTMENT HOLDINGS LIMITED

香港食品投資控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 60)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 AUGUST 2016 AND CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

POLL RESULTS OF ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of Hong Kong Food Investment Holdings Limited 香港食品投資控股有限公司 (the “Company”) held on 25 August 2016, all the proposed resolutions as set out in the notice of the AGM dated 27 July 2016 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors and independent auditors for the year ended 31 March 2016.	84,135,624 (100.00%)	0 (0.00%)
2.	To re-elect Mr. Tai Chun Kit as director of the Company.	84,135,624 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Tse Siu Wan as director of the Company.	84,135,624 (100.00%)	0 (0.00%)
4.	To authorise the board of directors of the Company to fix the directors’ remuneration.	84,135,624 (100.00%)	0 (0.00%)
5.	To re-appoint Ernst & Young as auditors of the Company and to authorise the board of directors of the Company to fix auditors’ remuneration.	84,135,624 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	84,135,624 (100.00%)	0 (0.00%)
7.	To give a general mandate to the directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	84,125,624 (99.99%)	10,000 (0.01%)
8.	To extend the general mandate granted to the directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	84,125,624 (99.99%)	10,000 (0.01%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 259,586,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 259,586,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM 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").
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company's circular dated 27 July 2016 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's share registrar, Tricor Abacus Limited, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors of the Company (the “Board”) announces that Mr. Lui Shing Ming, Brian (“Mr. Lui”) did not stand for re-election upon retirement by rotation in accordance with the Company’s Articles of Association at the AGM and retired as an independent non-executive director of the Company after the conclusion of the AGM. Following Mr. Lui’s retirement at the AGM, he also ceased to be a member of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company. Mr. Lui would like to devote more time on his personal matters and other business commitments.

Mr. Lui has confirmed that he had no disagreement with the Board and that there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Lui for his valuable contributions to the Company during his tenure of office and his services on the Board for more than 11 years.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to further announce that Mr. Cheung Wing Choi (“Mr. Cheung”) has been appointed as an independent non-executive director, a member of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company with effect from 25 August 2016 after the conclusion of the AGM.

Mr. Cheung, aged 61, holds a Bachelor of Commerce degree and a Postgraduate Diploma in Information Processing from University of Queensland in Australia. He is a member of the Hong Kong Institute of Certified Public Accountants, an associate member of the Chartered Institute of Management Accountants in the United Kingdom and a Chartered Global Management Accountant. He has over 30 years of professional and commercial experience both in Hong Kong and Australia. Save as disclosed above and as at the date of this announcement, Mr. Cheung has not held any directorship in the last three years in public companies, the securities of which are listed on any securities markets in Hong Kong or overseas.

As at the date hereof, Mr. Cheung does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company, nor does he have any interest in any shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Mr. Cheung has entered into an appointment letter with the Company and is not appointed for a specific term of service. He will retire at the next annual general meeting of the Company in 2017, at which time he will be eligible for re-election pursuant to Article 96 of the Company’s Articles of Association. Thereafter, he will be subject to retirement by rotation and re-election at least once every three years at the Company’s annual general meetings in accordance with Article 105(A) of the Company’s Articles of Association.

Mr. Cheung is entitled to receive a director's fee of HK\$60,000 per annum, which has been determined by the Board based on the prevailing market level of similar positions. He is not entitled to any discretionary management bonus.

Mr. Cheung also confirmed that he meets all independence criteria as set out in rule 3.13 of the Listing Rules.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Cheung as an independent non-executive director of the Company that need to be brought to the attention of the shareholders of the Company and there is no other information which is discloseable pursuant to the requirements of rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to extend a warm welcome to Mr. Cheung for joining as a member of the Board.

On behalf of the Board
Hong Kong Food Investment Holdings Limited
TAI Tak Fung, Stephen, GBS, SBS, JP
Chairman

Hong Kong, 25 August 2016

As at the date of this announcement, the executive directors of the Company are Mr. TAI Tak Fung, Stephen, Mr. MAN Wing Cheung, Ellis, Mr. TAI Chun Kit and Mr. TSE Siu Wan, and the independent non-executive directors of the Company are Mr. CHAN Kay Cheung, Mr. LAN Yee Fong, Steve John and Mr. CHEUNG Wing Choi.