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**Lanzhou Zhuangyuan Pasture Co., Ltd.\***  
**蘭州莊園牧場股份有限公司**

*(a joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 1533)**

**SPECIAL REPORT IN RELATION TO THE USE OF PROCEEDS  
RAISED BY PREVIOUS H SHARE OFFERING AS OF 30 JUNE 2016**

Reference is made to the announcement dated 1 August 2016 and the circular dated 12 August 2016, containing the Company's proposal on the application to the CSRC and other relevant regulatory authorities for the A Share Offering and the details of the resolutions to be put forward at the, among others, EGM for the Shareholders' approval. The announcement is to provide further information in relation to the additional EGM resolution.

**SPECIAL REPORT IN RELATION TO THE USE OF PROCEEDS RAISED BY  
PREVIOUS H SHARE OFFERING AS OF 30 JUNE 2016**

In connection with the A Share Offering and according to the "Provisions on the Report on Use of the Proceeds Raised in the Previous Time" (《關於前次募集資金使用情況報告的規定》) issued by CSRC, the Company has conducted an inspection on the use of proceeds raised by H Share offering as of 30 June 2016. Based on the result of the inspection, the Company has prepared a Special Report in relation to the Use of Proceeds Raised by previous H Share Offering as of 30 June 2016 (the "**Special Report**").

The Board has approved the Special Report and the resolution in relation to the Special Report is subject to the shareholders' approval at the EGM by ordinary resolution.

A circular containing details of the above resolution will be despatched to the Shareholders in due course.

\* For identification purposes only

## DEFINITIONS

“A Share(s)”	ordinary share(s) of the Company with nominal value of RMB1.00 per Share that are proposed to be issued under the A Share Offering, which will be listed on the Shenzhen Stock Exchange and traded in RMB
“A Share Offering”	the Company’s proposed initial public offering of not more than 46,840,000 A Shares to be listed on the Shenzhen Stock Exchange
“Board” or “Board of Directors”	the board of directors of the Company
“Company” or “the Company”	Lanzhou Zhuangyuan Pasture Co., Ltd.* (蘭州莊園牧場股份有限公司), a joint stock limited company established in the PRC on 19 April 2011
“CSRC”	China Securities Regulatory Commission
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting or any adjourned meeting to be held at 9:00 a.m. on 30 September 2016 at the Meeting Room, 3/F, Block 4, Mingyuan Hotel (Foot of East Peak of Xinglongshan), Yuzhong County, Lanzhou City, Gansu Province, the PRC
“H Share(s)”	overseas listed foreign share(s) with par value of RMB1.00 per Share of the Company, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars

By order of the Board of Directors  
**Lanzhou Zhuangyuan Pasture Co., Ltd.\***  
Chairman  
**Ma Hongfu**

Lanzhou, PRC  
26 August 2016

*As at the date of this announcement, the executive directors of the Company are Mr. Ma Hongfu, Mr. Wang Guofu, Mr. Chen Yuhai and Mr. Yan Bin; the non-executive directors of the Company are Mr. Yap Kean Chong and Mr. Song Xiaopeng; and the independent non-executive directors of the Company are Ms. Liu Zhijun, Ms. Xin Shihua and Mr. Wong Cho Hang Stanley.*

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