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## CPMC HOLDINGS LIMITED

中糧包裝控股有限公司

*(incorporated in Hong Kong with limited liability)*

**(Stock code: 906)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 24 OCTOBER 2016**

The Company is pleased to announce that the Resolutions as set out in the Notice dated 5 October 2016 was duly passed by the Independent Shareholders and Shareholders respectively by way of poll at the EGM.

We refer to the circular (the “**Circular**”) and the notice of the EGM (the “**Notice**”) both dated 5 October 2016 issued by the Company in respect of, inter alia, (i) the 2016 Financial Services Agreement in relation to the Deposit Services, the Loan Services, the Entrustment Loan Services and the Other Financial Services entered into among the Company, CPMC Investment and COFCO Finance on 15 September 2016, and (ii) the re-election of Mr. Pun Tit Shan as an independent non-executive Director. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce the poll results in respect of the EGM held at 10:30 a.m. on 24 October 2016 at President Suite, World Trade Centre Club Hong Kong, 38th Floor, World Trade Centre, 280 Gloucester Road, Causeway Bay, Hong Kong. The proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice was duly passed by the Independent Shareholders and Shareholders respectively by way of poll at the EGM.

As at the date of the EGM, the issued share capital of the Company was 1,174,560,000 Shares. As explained in the Circular, COFCO, a substantial shareholder of the Company, and its associates which altogether hold 355,658,800 Shares, representing approximately 30.28% of the issued share capital of the Company as at the date of the EGM, are required to and did abstain from voting on the ordinary resolution in relation to the 2016 Financial Services Agreement due to having material interests therein (“**Resolution 1**”). Accordingly, there were in aggregate 818,901,200 Shares entitling the holders of which to attend and vote for or against Resolution 1 at the EGM.

None of the Shareholders is required to abstain from voting on the ordinary resolution in relation to the re-election of Mr. Pun Tit Shan as an independent non-executive Director (“**Resolution 2**”). Accordingly, there were in aggregate 1,174,560,000 Shares entitling the holders of which to attend and vote for or against Resolution 2 at the EGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM. The number of Shares represented by votes for and against the Resolutions at the EGM was as follows: -

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	<p>(i) the conditional deposit services to be provided by COFCO Finance Company Limited (“<b>COFCO Finance</b>”) pursuant to the financial services agreement dated 15 September 2016 between COFCO Finance, CPMC Investment Co., Ltd. and the Company (the “<b>2016 Financial Services Agreement</b>”), a copy of which has been produced to the EGM marked “A” and initialled by the chairman of the EGM for identification purposes, and the relevant deposit cap on a daily basis in the amount equivalent of RMB900,000,000 set out in the Company's circular dated 5 October 2016 be and are hereby confirmed, ratified and approved; and</p> <p>(ii) any one or more of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the 2016 Financial Services Agreement and the transactions contemplated thereunder.</p>	560,942,865 (81.81%)	124,738,465 (18.19%)
As more than 50% of the votes were cast in favour of Resolution 1, Resolution 1 was duly passed as an ordinary resolution.			
2.	Mr. Pun Tit Shan be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his remuneration.	1,041,329,130 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of Resolution 2, Resolution 2 was duly passed as an ordinary resolution.			

*Notes:*

- (a) Please refer to the Notice for the full version of the Resolutions.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the EGM: Nil
- (c) The total number of Shares entitling the holders to attend and vote for or against Resolution 1 at the EGM: 818,901,200 Shares
- (d) The total number of Shares entitling the holders to attend and vote for or against Resolution 2 at the EGM: 1,174,560,000 Shares

By order of the Board  
**CPMC Holdings Limited**  
**ZHANG Xin**  
*Chairman and Executive Director*

Hong Kong, 24 October 2016

*As at the date of this announcement, the chairman of the Board and executive Director is Mr. Zhang Xin, the non-executive Directors are Messrs. Wan Zaotian, Hu Yonglei, Zhou Yuan and Shen Tao, and the independent non-executive Directors are Messrs. Cheng Yuk Wo, Fu Tingmei and Pun Tit Shan.*