

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中糧肉食控股有限公司
COFCO Meat Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock code: 01610)

**CHANGE OF NON-EXECUTIVE DIRECTOR
AND
CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE**

The Board announces that, with effect from 9 December 2016:

- (1) Mr. Wang Zhiying has resigned as a non-executive director of the Company, and ceased to be a member of the Remuneration Committee;
- (2) Ms. Yang Hong has been appointed as a non-executive director of the Company; and
- (3) Mr. Ma Jianping has been appointed as a member of the Remuneration Committee.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of COFCO Meat Holdings Limited (the “**Company**”) announces that Mr. Wang Zhiying (“**Mr. Wang**”) has resigned as a non-executive director of the Company due to work arrangement with effect from 9 December 2016. Upon the resignation becomes effective, Mr. Wang would also cease to be a member of the remuneration committee of the Board of the Company (“**Remuneration Committee**”).

Mr. Wang has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Wang for his valuable contributions to the Board and the Company during his tenure of services.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Yang Hong (“**Ms. Yang**”) has been appointed as a non-executive director of the Company with effect from 9 December 2016.

PARTICULARS OF MS. YANG HONG

Ms. Yang Hong, aged 50, joined COFCO Corporation in 1989 and currently serves as a director of COFCO Sugar Limited (中糧糖業有限公司), a director of China Foods Trading Limited (中國食品貿易有限公司) and Chairman of Tully Sugar Limited (塔裡糖業有限公司). Ms. Yang held positions as a director and vice president at COFCO Tunhe Co., Ltd. (中糧屯河股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 600737). Ms. Yang also worked as the general manager of sugar division in COFCO Tunhe Co., Ltd. She has over 25 years’ experience in sugar business and has extensive experience in enterprise management.

Ms. Yang graduated from University of International Business and Economics in Beijing and obtained a master degree of arts. She is also a senior international business engineer.

As at the date of this announcement, save as disclosed above, Ms. Yang does not have any other relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company, and has not held any other positions in the Company or any of its subsidiaries. Ms. Yang has not held in the last three years any directorship in other listed companies in Hong Kong or overseas and does not have any other major appointments and professional qualifications.

According to an engagement letter entered into between Ms. Yang and the Company, Ms. Yang is appointed for a term of one year commencing from 9 December 2016 and subject to termination by Ms. Yang giving to the Company three months’ prior written notice. Ms. Yang is not entitled to any emolument as a non-executive director of the Company unless otherwise determined by the Board according to the recommendation of the Remuneration Committee with reference to her job complexity, workload and responsibilities in the Company and the remuneration policy of the Company from time to time. Ms. Yang shall hold office until the next general meeting of the Company following her appointment and shall then be eligible for re-election at that meeting in accordance with the memorandum and articles of association of the Company (the “**Articles**”). Ms. Yang is also subject to the provisions on retirement by rotation and re-election of directors in accordance with the Articles.

As at the date of this announcement, Ms. Yang does not have interest in shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter relating to the appointment of Ms. Yang that needs to be brought to the attention of the shareholders of the Company, nor is there any other information which is required to be disclosed pursuant to requirements of Rule 13.51(2)(h) to (v) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to express its warm welcome to Ms. Yang for joining the Board.

APPOINTMENT OF MEMBER OF THE REMUNERATION COMMITTEE

The Board is pleased to announce that Mr. Ma Jianping, the chairman of the Board and the non-executive director, has been appointed as a member of the Remuneration Committee with effect from 9 December 2016.

By order of the Board
COFCO Meat Holdings Limited
MA Jianping
Chairman

Beijing, 9 December 2016

As at the date of this announcement, the Board comprises Mr. Ma Jianping as the chairman of the Board and the non-executive director, Mr. Xu Jianong as the executive director, Ms. Yang Hong, Mr. Xu Yang, Mr. WOLHARDT Julian Juul, Dr. Cui Guiyong, Dr. Wu Hai and Mr. Zhou Qi as non-executive directors, and Dr. Chen Huanchun, Mr. Fu Tingmei, Mr. Li Michael Hankin and Mr. Wu Chi Keung as independent non-executive directors.