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CHINA FOODS LIMITED
中國食品有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 506)

POLL RESULT OF THE SPECIAL GENERAL MEETING HELD ON 4 JULY 2017

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of China Foods Limited (the “**Company**”), both dated 16 June 2017. Unless the context requires otherwise, terms used herein shall bear the same meanings as those defined in the Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the proposed resolution, as set out in the Notice, was duly passed by Independent Shareholders by way of poll at the SGM held on 4 July 2017. The number of Shares represented by votes for or against the resolution at the SGM was as follows:–

Ordinary Resolution	Numbers of Votes (%)	
	For	Against
“ THAT (1) the Agreement (as defined in the circular of the Company dated 16 June 2017) (the “ Circular ”) entered into between COFCO Food Sales & Distribution Co., Ltd. (中糧食品營銷有限公司) and COFCO Fortune Holdings Limited dated 25 May 2017 (a copy of which has been produced to the SGM and marked “A” and signed by a Director for the purpose of identification) (details of which are set out in the Circular) and the transactions contemplated thereunder including, without limitation, the Transaction (as defined in the Circular, including the information and non-competition undertakings) be and are hereby approved, confirmed and ratified; and (2) any one or more directors of the Company be and are hereby authorized to do all such things and execute all such documents as they in their absolute discretion deem fit or appropriate to give effect to the Agreement and the implementation of all the transactions contemplated thereunder including, without limitation, the Transaction.”	199,291,478 (99.9950%)	10,000 (0.0050%)

As more than 50% of the eligible votes were cast in favor of the resolution, the resolution was passed as ordinary resolution.

As at the date of the SGM, the total number of Shares in issue was 2,797,223,396.

As disclosed in the Circular, COFCO and its associates, who collectively held 2,072,688,331 Shares as at the time of the SGM, have abstained from voting on the resolution at the SGM. Accordingly, there were in aggregate 724,535,065 Shares entitling the holders to attend and vote for or against the resolution at the SGM. None of the shareholders were entitled to attend and vote only against the resolution at the SGM. Save as disclosed herein, there were no restrictions on any shareholders casting any votes on the resolution at the SGM.

Tricor Progressive Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the SGM for vote-taking.

By order of the Board
China Foods Limited
Ma Jianping
Chairman

4 July 2017

As at the date of this announcement, the Board comprises: Mr. Ma Jianping as the chairman of the Board and a non-executive director; Mr. Jiang Guojin, Ms. Luan Xiuju and Mr. Zhou Chenguang as executive directors; Mr. Qin Yelong and Ms. Xiao Jianping as non-executive directors; and Messrs. Stephen Edward Clark, Li Hung Kwan, Alfred and Yuen Tin Fan, Francis as independent non-executive directors.