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烟台北方安德利果汁股份有限公司

**Yantai North Andre Juice Co., Ltd.\***

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

**(Stock code : 02218)**

## **ANNOUNCEMENT**

### **POLL RESULTS OF SPECIAL GENERAL MEETING**

The Board is pleased to announce that the resolution as set out in the notice of the SGM was duly passed at the SGM held on 25 October 2013.

The board (the “**Board**”) of Yantai North Andre Juice Co., Ltd. \* (the “**Company**”) is pleased to announce the poll results of the special general meeting of the Company (the “**SGM**”) held at 2nd Floor, No.18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the People’s Republic of China (the “**PRC**”) on Friday, 25 October 2013.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 10 September 2013 (the “**Circular**”).

### **POLL RESULTS OF THE SGM**

The total number of issued shares of the Company as at the date of the SGM was 408,988,000 Shares, which was the total number of shares entitling the holders to attend and vote on the resolution proposed at the SGM. There were no restrictions on any Shareholders casting votes on the proposed resolution at the SGM. None of the Shareholders, who was entitled to attend, was required to abstain from voting in favour of any resolution at the SGM.

The Shareholders, holding an aggregate of 298,564,298 shares with voting rights, representing 73% of the total shares with voting rights of the Company, were present (either in person or by proxies) at the SGM.

The SGM was convened and conducted in compliance with the requirements of the Company Law of the People’s Republic of China and the articles of association of the Company.

The Shareholders present at the SGM considered and approved the following resolution by way of poll (on site voting):

Ordinary Resolution		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	To approve the appointment of KPMG Huazhen as the external auditor of the Company for the year ending 31 December 2013 and to authorize the Board to determine their remuneration.	298,564,298 (100%)	0 (0%)	0 (0%)

As more than half of the votes were cast in favour of resolution, such resolution was passed as ordinary resolution at the SGM.

For details of the aforesaid resolution, Shareholders may refer to the notice of the SGM dated 10 September 2013 and the Circular.

### **SCOPE OF WORK OF KPMG HUAZHEN (SPECIAL GENERAL PARTNERSHIP)**

The poll results were subject to scrutiny by KPMG Huazhen (Special General Partnership) whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG Huazhen (Special General Partnership). The work performed by KPMG Huazhen (Special General Partnership) in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board  
**Yantai North Andre Juice Co., Ltd.\***  
**Wang An**  
*Chairman*

Yantai, the PRC, 25 October 2013

As at the date hereof, the Board comprises:

Mr. Wang An (*Executive Director*)  
 Mr. Zhang Hui (*Executive Director*)  
 Mr. Wang Yan Hui (*Executive Director*)  
 Mr. Liu Tsung-Yi (*Non-executive Director*)  
 Mr. Gong Fan (*Independent non-executive Director*)  
 Mr. Chow Kam Hung (*Independent non-executive Director*)  
 Mr. Li Tong Ning (*Independent non-executive Director*)

\* For identification purpose only