

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.



Yashili International Holdings Ltd

雅士利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1230)

CHANGE OF AUDITOR

CHANGE OF AUDITOR

The board of directors (the “**Board**”) of Yashili International Holdings Ltd (the “**Company**”) announces that KPMG tendered its resignation on 5 December 2013 as auditor of the Company with effect from 5 December 2013. On 6 December 2013, the Board resolved to appoint Ernst & Young as the new auditor of the Company with effect from 6 December 2013 to fill the casual vacancy following the resignation of KPMG, and to hold office until the conclusion of the next annual general meeting of the Company.

CHANGE OF AUDITOR

The Board announces that KPMG tendered its resignation on 5 December 2013 as auditor of the Company with effect from 5 December 2013. On 6 December 2013, the Board resolved to appoint Ernst & Young as the new auditor of the Company with effect from 6 December 2013 to fill the casual vacancy following the resignation of KPMG, and to hold office until the conclusion of the next annual general meeting of the Company.

The reasons for the change of the auditor of the Company were that (i) the Company wished to streamline the entire audit process and make it more efficient by appointing the same auditor as the controlling shareholder of the Company, and (ii) KPMG and the Company were unable to reach an agreement on the level of the proposed audit fee in relation to 2013 annual audit.

Following the completion of acquisition of 89.82% share capital of the Company by China Mengniu International Company Limited (“**China Mengniu International**”) earlier this year, China Mengniu International became the controlling shareholder of the Company. The controlling shareholder of China Mengniu International is China Mengniu Dairy Company Limited (“**China Mengniu Dairy**”), a

company listed on The Stock Exchange of Hong Kong Limited (stock code: 2319). Given that Ernst & Young is the auditor of China Mengniu Dairy, for efficiency of the audit process, the Board resolved to appoint Ernst & Young as the new auditor of the Company following the resignation of KPMG.

The Company has received a confirmation from KPMG stating that other than that KPMG could not reach an agreement with the Company on the audit fee in relation to 2013 annual audit, there were no circumstances connected with their resignation which they considered should be brought to the attention of the shareholders of the Company.

The Board and the audit committee of the Company confirmed that there was no other disagreement between the Company and KPMG and there were no circumstances in respect of the change of auditor which the Board and the audit committee of the Company considered should be brought to the attention of the shareholders of the Company.

The Board would like to thank KPMG for their professional services during their period of appointment.

By order of the board of directors of
Yashili International Holdings Ltd
Sun Yiping
Chairman

Hong Kong, 6 December 2013

As at the date of this announcement, the board of directors of the Company comprises: Ms. Sun Yiping (Chairman), Mr. Ding Sheng and Mr. Wu Jingshui as non-executive directors; Mr. Li Dongming, Mr. Zhang Lidian and Mr. Zhang Yanpeng as executive directors; and Mr. Cheng Shoutai, Mr. Mok Wai Bun Ben and Mr. Lee Kong Wai Conway as independent non-executive directors.