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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: 01230)

APPOINTMENT OF JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of Yashili International Holdings Ltd (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. LI Yuejin (“**Mr. Li**”) has been appointed as a joint company secretary of the Company with effect from 11 October 2016, to jointly provide professional advice and services in respect of the Company’s operations and management with Ms. HO Siu Pik (“**Ms. Ho**”), the other joint company secretary of the Company.

The biography of Mr. Li is set out as follows:

Mr. LI Yuejin, aged 30, graduated from Norges Teknisk-naturvitenskapelige Universitet with a Master of Science degree. Prior to joining the Company, Mr. Li had worked in the Norwegian Academy of Science (*Det Kongelige Norske Videnskabers Selskab*), Alliance PKU Management Consultants Ltd. (北大縱橫管理諮詢集團), and had held various positions including junior researcher, senior advisory consultant and project manager. Mr. Li joined the Group in 2014 and has served as strategic manager and deputy investment director of Yashili International Baby Nourishment Co., Ltd. (雅士利國際嬰幼兒營養品有限公司), an indirect wholly-owned subsidiary of the Company. Mr. Li is currently the secretary of the Board and is the person-in-charge of the Company’s Department of Investment Management, responsible for matters such as Board affairs, investor relations management, information disclosure, convening of shareholders’ meeting, governance framework and asset restructuring as well as equity investment. Over the years, Mr. Li has been closely involved in various transactions of the Company, including but not limited to, (i) the allotment and issue of shares by the Company to Danone Asia Baby Nutrition Pte. Ltd., (ii) the acquisition of Oushi Mengniu (Inner Mongolia) Dairy Products Co., Ltd. (內蒙古歐世蒙牛乳製品有限責任公司) by Yashili International Group Limited (雅士利國際集團有限公司) (“**Yashili (Guangdong)**”), (iii) the disposal of certain non-current assets by Yashili (Guangdong) to Guangdong Yashili Investment Co., Ltd. (廣東雅士利投資有限公司), (iv) the acquisition of Dumex Baby Food Co., Ltd. (多美滋嬰幼兒食品有限公司) by Yashili (Guangdong), (v) the proposed disposal of Scient (China) Baby Nourishment Co., Ltd. (施恩(中國)嬰幼兒營養品有限公司) by Scient International Group Limited, and (vi) the entering into of a purchase contract in respect

of base powder products between Yashili New Zealand Dairy Co., Ltd. and Danone Asia Pacific Holdings Pte. Ltd., thereby acquiring a sound understanding of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and other laws and regulations applicable to the Company and also gaining rich experience in project management, information disclosure, convening of shareholders’ meetings as well as investment matters.

Mr. Li currently does not possess the qualifications of a company secretary as required under Note 1 to Rule 3.28 of the Listing Rules. The Company has applied for, and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) with respect to the appointment of Mr. Li as a joint company secretary of the Company for a period of three years from the date of his appointment (the “**Waiver Period**”) on the conditions that: (i) Mr. Li will be assisted by Ms. Ho during the Waiver Period; (ii) the Company will notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Li can satisfy Rule 3.28 of the Listing Rules after having the benefit of Ms. Ho’s assistance such that a further waiver will not be necessary; and (iii) the Company will announce the details of the Waiver by way of an announcement. The Waiver applies to this case only and will be revoked if Ms. Ho ceases to be a joint company secretary of the Company. The Stock Exchange may change or withdraw the Waiver if the Company’s situation changes.

Other than as stated above, there are no other matters that need to be brought to the attention to the shareholders of the Company or the Stock Exchange in relation to the appointment of Mr. Li.

By Order of the Board
Yashili International Holdings Ltd
Jeffrey, Minfang Lu
Chairman

Hong Kong, 11 October 2016

As at the date of this announcement, the Board of the Company comprises: Mr. Jeffrey, Minfang Lu (Chairman), Mr. Qin Peng, Mr. Zhang Ping and Mr. Huang Xiaojun as non-executive directors; Mr. Hua Li as executive director; and Mr. Mok Wai Bun Ben, Mr. Cheng Shoutai and Mr. Lee Kong Wai Conway as independent non-executive directors.