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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: 8259)

#### POLL RESULTS OF SPECIAL GENERAL MEETING

The board of directors (the “**Board**”) of Yantai North Andre Juice Co., Ltd.\* (the “**Company**”) is pleased to announce that at the special general meeting (“**SGM**”) of the Company held at 10:00 a.m. on Monday, 10 August 2009 at 2nd Floor, No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the People’s Republic of China (“**PRC**”), the following ordinary resolution as set out in the notice of SGM of the Company dated 25 June 2009 was duly approved by the shareholders of the Company. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the announcement and the circular of the Company dated 11 June 2009 and 25 June 2009, respectively.

#### POLL RESULTS OF THE SGM

	No. of Votes (%)		Total Votes
	For	Against	
1. “ <b>THAT</b> (a) the terms and conditions of the Joint Venture Agreement (a copy of which has been produced to the meeting marked “A” and initialed by the Chairman of the meeting) be and hereby approved, ratified and confirmed; and (b) that the Directors (or any one of them) be and are hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete all matters in connection with the transactions contemplated under the Joint Venture Agreement, and to sign and execute such further documents or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the Joint Venture Agreement and the supplemental agreement thereto as the Directors (or any one of them) may in their absolute discretion deem fit.”	2,438,006,518	Nil (0)	2,438,006,518

Shareholders of the Company and proxies attended the SGM represented 2,438,006,518 shares carrying voting rights or 67.28% of the total issued share capital of the Company carrying voting rights.

As at the date of the SGM, the number of issued shares of the Company was 4,265,536,000 shares, comprising 2,505,360,000 domestic shares and 1,760,176,000 H shares, of which 637,460,401 domestic shares and 2,370,000 H shares (representing approximately 15.00% of the total issued share capital of the Company) and 1,954,000 H shares (representing approximately 0.045% of the total issued share capital of the Company) were held by Uni-President and Mr. Liu Tsung-Yi, respectively. As explained in the circular of the Company dated 25 June 2009, Uni-President and Mr. Liu Tsung-Yi and their respective associates were required to abstain, and did abstain from voting on the above ordinary resolution.

There were no shares of the Company entitling the holder to attend and vote only against any of the resolutions at the SGM. The SGM was legally and validly convened in accordance with the requirements of the Company Law of the PRC and the Articles of Association of the Company.

### **Scope of work of KPMG**

The poll results were subject to scrutiny by KPMG, Certified Public Accountants, 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. The work performed by KPMG 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, 10 August 2009

As at the date hereof, the Board comprises:

Mr. Wang An (Executive Director)  
Mr. Zhang Hui (Executive Director)  
Mr. Jiang Hong Qi (Executive Director)  
Mr. Lin Wu-Chung (Non-executive Director)  
Mr. Liu Tsung-Yi (Non-executive Director)  
Mr. Wu Jian Hui (Independent non-executive Director)  
Ms. Yu Shou Neng (Independent non-executive Director)  
Ms. Qu Wen (Independent non-executive Director)

*The announcement, for which the directors of the Company (the “**Directors**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for seven days from the date of its posting and on the Company’s website at [www.andre.com.cn](http://www.andre.com.cn).*

*\* For identification purpose only*