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福記食品服務控股有限公司
FU JI Food and Catering Services Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 1175)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 SEPTEMBER 2014;**
(2) APPOINTMENT OF EXECUTIVE DIRECTOR;
(3) RETIREMENT OF DIRECTOR; AND
**(4) APPOINTMENT OF CHAIRMAN AND
RESIGNATION OF CHIEF EXECUTIVE OFFICER**

Reference is made to the circular (the “**Circular**”) of FU JI Food and Catering Services Holdings Limited (the “**Company**”) and the notice of AGM (the “**Notice**”) both dated 25 August 2014. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The Board announces that all the resolutions set out in the Notice were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

The poll results in respect of the resolutions were as follows:

ORDINARY RESOLUTIONS		Number of Votes <i>(Approx. %)</i>	
		FOR	AGAINST
1.	To consider and adopt the audited financial statements of the Company, the report of the directors and the independent auditor’s report for the year ended 31 March 2014.	202,622,161 97.70%	4,776,737 2.30%

ORDINARY RESOLUTIONS		Number of Votes (Approx. %)	
		FOR	AGAINST
2.	(a) To re-elect Mr. Huang Shourong as an executive director of the Company.	207,398,898 100%	0 0%
	(b) To re-elect Dr. Leung Hoi Ming as an independent non-executive director of the Company.	207,398,898 100%	0 0%
	(c) To re-elect Mr. Mak Ka Wing, Patrick as an independent non-executive director of the Company.	207,398,898 100%	0 0%
	(d) To re-elect Mr. Sung Wing Sum as an independent non-executive director of the Company.	207,398,898 100%	0 0%
	(e) To appoint Mr. Pan Junfeng as an executive director of the Company.	200,948,898 100%	0 0%
	(f) To authorise the Board to fix the remuneration of the Directors.	200,948,898 100%	0 0%
3.	To re-appoint ZHONGHUI ANDA CPA Limited as the auditor of the Company and to authorise the board of directors to fix their remuneration.	207,398,898 100%	0 0%
4.	To grant a general mandate to the Directors to issue additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of this resolution.*	177,301,761 85.49%	30,097,137 14.51%
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of this resolution.*	207,398,898 100%	0 0%
6.	To add the nominal amount of the shares repurchased by the Company under resolution no. 5 to the mandate granted to the Directors under resolution no. 4.*	177,301,761 85.49%	30,097,137 14.51%

* Please refer to the Notice for the full text of the resolutions.

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions were duly passed as ordinary resolutions at the AGM.

As the date of the AGM, the number of issued share capital of the Company was 334,342,053 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There was no Share entitling the Shareholders to attend and vote only against any resolutions proposed at the AGM.

Computershare Hong Kong Investor Services Limited, the Share Registrar, acted as scrutineer for the poll at the AGM.

APPOINTMENT OF EXECUTIVE DIRECTOR

Since the resolution to appoint Mr. Pan Junfeng (“**Mr. Pan**”) as an executive Director was passed as ordinary resolution at the AGM, Mr. Pan was appointed as an executive Director effective after close of the AGM.

Mr. Pan aged 57 is currently the deputy general manager of a shipping company that principally engaged in oil and bulk goods trading business in Yangtze region, the PRC. He was an executive director of Yuan Heng Gas Holdings Limited (stock code: 332) from 14 December 2010 to 23 September 2014.

Save as disclosed, Mr. Pan does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Pan does not have any relationship with other Directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, he does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Currently, there is no service contract between the Company and Mr. Pan. Mr. Pan will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles. The remuneration for Mr. Pan’s serving as an executive Director will be determined by the remuneration committee of the Company according to the authorisation by the Shareholders and based on the Company’s remuneration policies regarding executive Directors. The Company will make further announcement in relation to Mr. Pan’s remuneration once it is determined by the Company’s remuneration committee.

Save as disclosed above, there is no information relating to the appointment of Mr. Pan as an executive Director that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters needed to be brought to the attention to the Shareholders in relation to the appointment of Mr. Pan.

RETIREMENT OF DIRECTOR

As stated in the Circular, Mr. Wang Jianqing (“**Mr. Wang**”), the chairman and an executive Director of the Company, did not offer himself for re-election at the AGM because he wishes to devote more time to look after his other business commitments, and had retired as the chairman and an executive Director of the Company with effect from the conclusion of the AGM.

Mr. Wang confirmed that he has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise and there is no disagreement with the Board and there are not any matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere thanks to Mr. Wang for his valuable contribution to the Company during his tenure of service.

APPOINTMENT OF CHAIRMAN AND RESIGNATION OF CHIEF EXECUTIVE OFFICER

The Board is pleased to announce that Mr. Huang Shourong (“**Mr. Huang**”) has been appointed as the chairman of the Board (“**Chairman**”), through election by the Directors in accordance with the Articles of the Company, with effect from the retirement of Mr. Wang.

Mr. Huang, aged 38, holds a bachelor’s degree in hydraulic engineering with 清華大學 (Tsinghua University) and a master’s degree in business administration with 復旦大學 (Fudan University), both of the People’s Republic of China. In 2005, Mr. Huang completed the International MBA Program co-developed by Massachusetts Institute of Technology in the United States of America and 復旦大學 (Fudan University).

Mr. Huang has over 8 years’ experience in business administration and joined the Centaline Group in 2005. Prior to joining the Group, Mr. Huang was the vice-secretary of the executive committee of a former subsidiary of the Group. Mr. Huang currently holds directorships in certain subsidiaries of the Group.

Mr. Huang is currently an executive Director. Mr. Huang was the chief executive officer of the Company (“**CEO**”) from 25 July 2013 to the close of the AGM on 24 September 2014, when Mr. Huang resigned from the office of the CEO with a view to focus on his duties as the Chairman.

Save as disclosed above, Mr. Huang does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Huang does not have any relationship with other Directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, he does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Huang does not have any service contract with the Company in relation to his appointment as an executive Director and the Chairman. As a Director, Mr. Huang is subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Articles. For the year ended 31 March 2014, Mr. Huang was entitled to a remuneration of HK\$172,741.94 (including his remuneration of HK\$21,000 per month under the then existing service contract with the Company).

Save as disclosed above, there is no information relating to the appointment of Mr. Huang as the Chairman that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters needed to be brought to the attention of the Shareholders in relation to the appointment of Mr. Huang as the Chairman.

The Company will recruit appropriate candidate to fill in the vacancy of the CEO.

By Order of the Board
FU JI Food and Catering Services Holdings Limited
Huang Shourong
Chairman and Executive Director

Hong Kong, 24 September 2014

As at the date of this announcement, the Board comprises Mr. Huang Shourong and Mr. Pan Junfeng as executive Directors and Dr. Leung Hoi Ming, Mr. Mak Ka Wing, Patrick and Mr. Sung Wing Sum as independent non-executive Directors.

Please also refer to the published version of this announcement on the Company's website: <http://www.fujicateringhk.com>.