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China Flavors and Fragrances Company Limited 中國香精香料有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3318)

FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2015 IN THE FORM OF SCRIP DIVIDEND CALCULATION OF MARKET VALUE

The market value of a Scrip Share to be allotted pursuant to the Scrip Dividend Scheme has been calculated at HK\$2.6860 per Scrip Share. This announcement is to advise the Shareholders how the scrip entitlements to the 2015 Final Dividend being arrived at.

Reference is made to the circular (the “**Circular**”) of China Flavors and Fragrances Company Limited (the “**Company**”) dated 25 May 2016 in relation to the Scrip Dividend Scheme. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

On 14 March 2016, the Board announced the annual results of the Company for the year ended 31 December 2015 and resolved to recommend the payment of the 2015 Final Dividend of HK\$0.03 per Share by way of cash with an option to elect, on a separate basis, to receive wholly or partly an allotment and issue of Scrip Shares, credited as fully paid, in lieu of cash payment to the Shareholders whose names appear in the register of members of the Company on 24 May 2016 (the “**Record Date**”). At the annual general meeting of the Company held on 13 May 2016, the payment of the 2015 Final Dividend was approved by the Shareholders.

As stated in the Circular, the number of Scrip Shares to be allotted pursuant to the Scrip Dividend Scheme would be calculated with reference to the market value of a Scrip Share based on the average closing price per Share for the 5 consecutive trading days from 26 May 2016 up to and including 1 June 2016 and rounding down such figure to four decimal places. It is now determined that the market value of a Scrip Share is HK\$2.6860 per Scrip Share. Accordingly, the number of the Scrip Shares which the Shareholders will receive in respect of the existing Shares registered in their names as at the Record Date will be calculated as follows:

$$\begin{array}{l} \text{Name of Scrip Shares to} \\ \text{be received} \\ \text{(to be rounded down to} \\ \text{the nearest whole number)} \end{array} = \begin{array}{l} \text{Number of existing Shares} \\ \text{held on the Record Date for} \\ \text{which the election for Scrip} \\ \text{Shares is made} \end{array} \times \frac{\text{HK\$0.03}}{\text{HK\$2.6860}}$$

Scrip Shares will rank pari passu in all respects with the existing issued Shares, and will rank in full for all future dividends and distribution which may be declared, made or paid (except for the 2015 Final Dividend) by the Company.

The number of Scrip Shares to be issued will be rounded down to the nearest whole number. Fractional entitlements to Scrip Shares will be disregarded and the benefit thereof will accrue to the Company.

Application will be made to the Listing Committee of the Stock Exchange for the listing of and permission to deal in Scrip Shares. It is expected that share certificates for Scrip Shares will be posted to the Shareholders at the risk of those entitled thereto on 27 June 2016. Dealings in Scrip Shares on the Stock Exchange are expected to commence on 28 June 2016.

On behalf of the Board
China Flavors and Fragrances Company Limited
Wang Ming Fan
Chairman

Hong Kong, 1 June 2016

As at the date of this announcement, the Board comprises seven Directors, namely Mr. Wang Ming Fan, Mr. Li Qing Long and Mr. Qian Wu as executive Directors, Ms. Sy Wai Shuen as non-executive Director and Mr. Leung Wai Man, Roger, Mr. Ng Kwun Wan and Mr. Zhou Xiao Xiong as independent nonexecutive Directors.