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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)**

## **POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING**

The Board is pleased to announce that all resolutions proposed at the AGM held on 10 May 2019 were duly passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular of the Company (the “**Circular**”) and the notice of annual general meeting both dated 8 April 2019. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise specified.

The Board of the Company is pleased to announce that all the proposed resolutions as set out in the notice of annual general meeting of the Company dated 8 April 2019 were duly passed by the Shareholders by way of poll at the AGM of the Company held on 10 May 2019.

As at the date of the AGM, the total number of shares in the issued share capital of the Company was 883,982,745 Shares. None of the Shareholders were required to abstain from voting at the AGM in respect of the resolutions no. 1 to no. 5(C) proposed at the AGM. Accordingly, there was a total of 883,982,745 Shares, representing the entire issued share capital of the Company, entitling the Shareholders to attend and vote for or against the resolutions no. 1 to no. 5(C) proposed at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of all the resolutions at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2018	675,534,584 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Ng Kwun Wan as an independent non-executive director of the Company	675,316,584 (99.97%)	218,000 (0.03%)
	(b) To re-elect Mr. Zhou Xiao Xiong as an independent non-executive director of the Company	675,440,584 (99.99%)	94,000 (0.01%)
	(c) To authorize the board of directors to fix the directors' remuneration	675,534,584 (100.00%)	0 (0.00%)
3.	To re-appoint the Company's auditors and to authorize the board of directors to fix the remuneration of the auditors	675,534,584 (100.00%)	0 (0.00%)
4.	To declare and approve a final dividend of HK\$0.034 per share of HK\$0.1 each in the capital of the Company (each a "Share") for the year ended 31 December 2018 by way of cash with an option to elect, on a separate basis, to receive wholly or partly an allotment and issue of Shares credited as fully paid in lieu of cash payment in respect of the final dividend	675,534,584 (100.00%)	0 (0.00%)
5.	(A) To grant a general mandate to the directors to issue, allot and otherwise deal with the Company's shares	667,443,470 (98.80%)	8,091,114 (1.20%)
	(B) To grant a general mandate to the directors to repurchase the Company's shares	675,534,584 (100.00%)	0 (0.00%)
	(C) To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution no. 5(A)	667,443,470 (98.80%)	8,091,114 (1.20%)

As more than 50% of the votes were cast in favour of each of the above resolutions no. 1 to no. 5(C), all such resolutions were duly passed as ordinary resolutions of the Company.

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

Hong Kong, 10 May 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Wang Ming Fan, Mr. Li Qing Long and Mr. Yang Ying Chun and the independent non-executive directors of the Company are Mr. Leung Wai Man, Roger, Mr. Ng Kwun Wan and Mr. Zhou Xiao Xiong.*