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## CHINA ZHONGDI DAIRY HOLDINGS COMPANY LIMITED

### 中國中地乳業控股有限公司

(A company incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 1492)

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 27 MAY 2020

The board of directors of CHINA ZHONGDI DAIRY HOLDINGS COMPANY LIMITED (the “**Company**”) announces that at the annual general meeting of the Company held on 27 May 2020 (the “**AGM**”), all the proposed resolutions as set out in the notice of the AGM dated 22 April 2020 (the “**Notice**”) were duly passed by the shareholders of the Company by way of poll.

The poll results taken at the AGM are as follows:

Ordinary Resolutions		Number of Votes (approximately %)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor for the year ended 31 December 2019.	1,511,254,000 (100%)	0 (0%)
2(a).	To re-elect Mr. Liu Dai as non-executive director of the Company.	1,511,254,000 (100%)	0 (0%)
2(b).	To re-elect Ms. Yu Tianhua as non-executive director of the Company.	1,511,254,000 (100%)	0 (0%)
2(c).	To re-elect Prof. Li Shengli as independent non-executive director of the Company.	1,511,254,000 (100%)	0 (0%)
2(d).	To re-elect Dr. Zhang Shengli as independent non-executive director of the Company.	1,511,254,000 (100%)	0 (0%)
2(e).	To authorize the board of directors of the Company to fix the respective directors’ remuneration.	1,511,254,000 (100%)	0 (0%)
3.	To re-appoint Ernst & Young as auditors of the Company and to authorize the board of directors of the Company to fix their remuneration.	1,511,254,000 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (approximately %)	
		For	Against
4.	To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	917,704,000 (60.72%)	593,550,000 (39.28%)
5.	To grant a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	917,704,000 (60.72%)	593,550,000 (39.28%)
6.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	917,704,000 (60.72%)	593,550,000 (39.28%)

*Notes:*

- (a) As a majority of the votes were cast in favour of all of the resolutions, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,174,078,000 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 2,174,078,000 shares.
- (d) There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company has stated their intention in the Company’s circular dated 22 April 2020 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) The full texts of resolutions nos. 4 to 6 are set out in the Notice.

On behalf of the board of directors  
**CHINA ZHONGDI DAIRY HOLDINGS COMPANY LIMITED**  
**Zhang Jianshe**  
*Chairman*

Hong Kong, 27 May 2020

*As at the date of this announcement, the board of directors of the Company comprises Mr. Zhang Jianshe and Mr. Zhang Kaizhan as executive directors; Mr. Liu Dai, Mr. Du Yuchen, Mr. Li Jian and Ms. Yu Tianhua as non-executive directors; and Prof. Li Shengli, Dr. Zhang Shengli and Mr. Joseph Chow as independent non-executive directors.*