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**China Beidahuang Industry Group Holdings Limited**  
**中國北大荒產業集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 00039)**

**VOLUNTARY ANNOUNCEMENT**  
**PURCHASE COOPERATION FRAMEWORK AGREEMENT**  
**WITH HUILIN**

This is a voluntary announcement made by China Beidahuang Industry Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) to provide shareholders of the Company and potential investors on the Group’s latest business development. The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, on 11 October 2022, the Company and its wholly owned subsidiary, Shenzhen Meiming Wenshi Trading Ltd.\* (深圳市美名問世商貿有限公司) (“**Meiming Wenshi**”), entered into a purchase cooperation framework agreement (the “**Framework Agreement**”) with Shenzhen City Huilin Soybean Technology Co., Ltd.\* (深圳市匯林大豆技術有限公司), (“**Huilin**”, together with the Company and Meiming Wenshi, the “**Parties**”) in respect of the proposed cooperation in the purchase of commodities, including but not limited to, oil, soybean, sugar, etc. by the Huilin from the Group (the “**Cooperation**”).

## THE FRAMEWORK AGREEMENT

According to the Framework Agreement, the Parties shall utilise their respective advantages and cooperate based on the concept of industry and capital integrated development. Details of the major terms of the Framework Agreement are as follows:

- Date : 11 October 2022
- Parties : (1) the Company;  
(2) Meiming Wenshi; and  
(3) Huilin
- Term : One year from the date of the Framework Agreement
- Scope of the Cooperation : Purchase of commodities, including but not limited to, oil, soybean, sugar, etc. from the Group by Huilin
- Estimated purchase amount : RMB300 million per annum  
under the Cooperation

The Framework Agreement is a purchase framework agreement, with an intention to create a strategic relationship between the Parties. Each of the Parties shall designate a specific entity to enter into a separate formal cooperation or supply project contract (the “**Specific Cooperation Agreement(s)**”) in respect of the implementation of each cooperation matter.

## **INFORMATION OF THE PARTIES**

The Company is an investment holding company. The Group is principally engaged in the sale and distribution of wine and liquor; wholesaling and retailing of staple food, cooking oil, alcohol and beverage, frozen and fresh food, commodity hog; construction and land development; the leasing of logistic facilities in Hong Kong and office facilities in the PRC; the provision of financial leasing services; and the flotation selection of non-ferrous metals mines and sales of mineral products.

Meiming Wenshi is an indirect wholly-owned subsidiary of the Company which is principally engaged in the distribution of wine and liquor.

According to Huilin, it is a private limited liability company established in the PRC with a registered and paid-in capital of approximately RMB43.0 million and RMB5.0 million, respectively, and it is based in Shenzhen, Guangdong Province, the PRC. It is primarily engaged in wholesale and retail sales of agricultural products, including fresh vegetables, beans, potatoes, grain, etc..

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquires, each of Huilin and its ultimate beneficial owner(s) is independent of, and not connected with, the Company and any of its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules")).

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE FRAMEWORK AGREEMENT**

The entering into of the Framework Agreement is in line with the business strategies of the Group to explore new business opportunities in relevant industries, and the Directors believe that the purchase of commodities by Huilin from the Group will be a new profit growth point to the Group.

The Board considers the Framework Agreement and the Cooperation will be beneficial to the future growth and business development of the Group as a whole; and will also be in the interests of the Company and its shareholders as a whole.

## GENERAL

Shareholders of the Company and potential investors are reminded that the Framework Agreement only sets out the cooperation intention of the Parties to the agreement and does not constitute the substantive rights and obligations of any party. The transactions contemplated under the Framework Agreement and the terms thereof are subject to further negotiation between the Parties and are still subject to the entering into of the Specific Cooperation Agreement(s). Therefore, the transactions contemplated thereunder may not be implemented or may not proceed. In the event that a Specific Cooperation Agreement is reached in respect of any of the transactions contemplated under the Framework Agreement, the Company will comply with the relevant and applicable requirements under the Listing Rules and will make further announcements in accordance with the Listing Rules as and when necessary or appropriate in a timely manner. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board

**China Beidahuang Industry Group Holdings Limited**

**Jiang Jianjun**

*Chairman*

Hong Kong, 11 October 2022

*As at the date of this announcement, the Executive Directors are Mr. Jiang Jianjun (Chairman), Mr. Ke Xionghan and Mr. Chen Chen; the Non-executive Directors are Mr. Zhao Wanjiang (Vice-chairman), Ms. Ho Wing Yan and Mr. Li Dawei; and the Independent Non-executive Directors are Mr. Chong Cha Hwa, Mr. Yang Yunguang and Mr. Chen Zhifeng.*

\* *The English translation of the Chinese names in this Announcement is for reference only, and should not be regarded as the official English names of such Chinese names*