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CHINA SHENGMU ORGANIC MILK LIMITED

中國聖牧有機奶業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1432)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 29 SEPTEMBER 2023

Reference is made to the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) and the circular (the “**Circular**”) of China Shengmu Organic Milk Limited (the “**Company**”) both dated 14 September 2023. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM held on 29 September 2023.

As at the date of the EGM, the total number of Shares was 8,381,295,229. Nong You, which held 1,301,651,000 Shares as at the date of the EGM, was required to abstain from voting on the 2023 Dabeinong Group Materials Supply Framework Agreement in accordance with the Listing Rules given it is the associate of Mr. Shao who is the de facto controller of Dabeinong Group and thereby is regarded as having material interest in the relevant resolution. BOCI Trustee (Hong Kong) Limited, the trustee appointed in connection with the share award scheme of the Company, which held 153,842,244 Shares that had not been vested under the share award scheme as at the date of the EGM, abstained from voting on the 2023 Dabeinong Group Materials Supply Framework Agreement pursuant to Rule 17.05A of the Listing Rules. No person had indicated in the Circular that it/he/she intends to vote against or to abstain from voting on the resolution at the EGM. Save as disclosed above, none of the Shareholders were required to abstain from voting at the EGM and there was no Share entitling the holders to attend and abstain from voting in favour at the EGM as set out in Rule 13.40 of the Listing Rules. Accordingly, the total number of Shares entitling the holders to attend and vote at the EGM was 6,925,801,985.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Save for Mr. Lu Minfang who was unable to attend the EGM due to other business arrangement, all other Directors attended the EGM, either in person or online.

Details of the poll results in respect of the resolution proposed at the EGM are set out as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve, ratify and confirm the 2023 Dabeinong Group Materials Supply Framework Agreement, the transactions contemplated under such agreement and the revised/proposed annual caps for such transactions for the three years ending 31 December 2023, 2024 and 2025	2,445,539,984 (100%)	0 (0%)

Note: A total of 3,747,190,984 Shares were voted at the EGM, of which 1,301,651,000 Shares were held by Nong You, which inadvertently voted despite being required to abstain from voting under the Listing Rules. As the mistake was only discovered after the latest time for giving voting instructions through CCASS, Nong You's votes could not be withdrawn prior to the EGM.

Pursuant to the articles of association of the Company, where any member is required to abstain from voting under the Listing Rules, any votes cast by or on behalf of such member in contravention of such requirement shall not be counted. Accordingly, the votes cast by Nong You in respect of its 1,301,651,000 Shares were not counted and had been excluded from the poll results mentioned above. Save as the aforesaid, there were no Shares which were actually voted but excluded from calculating the poll results.

As more than 50% of the votes from the Shareholders (including their proxies) present and voting at the EGM were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution of the Company at the EGM.

By Order of the Board
China Shengmu Organic Milk Limited
Li Kwok Fat
Company Secretary

Hong Kong, 29 September 2023

As at the date of this announcement, the executive Director of the Company is Mr. Zhang Jiawang; the non-executive Directors of the Company are Mr. Lu Minfang (Chairman), Mr. Sun Qian, Mr. Zhang Ping, Mr. Zhao Jiejun and Ms. Shao Lijun; and the independent non-executive Directors of the Company are Mr. Wang Liyan, Mr. Wu Liang and Mr. Sun Yansheng.