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CHINA FOODS LIMITED
中國食品有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 506)

WITHDRAWAL OF ORDINARY RESOLUTION NO. 7 AT THE ANNUAL GENERAL MEETING TO BE HELD ON 11 JUNE 2024

Reference is made to (i) the circular of China Foods Limited (the “**Company**”) dated 9 May 2024, (ii) the notice of the annual general meeting dated 9 May 2024 (the “**Notice**”), and (iii) the accompanying form of proxy (the “**Proxy Form**”) in relation to the forthcoming annual general meeting of the Company (the “**Annual General Meeting**”) to be held on 11 June 2024.

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of the Company pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Only in view of the recent regulatory matters relating to the auditing industry, after discussion with PricewaterhouseCoopers (“**PwC**”), the Company has decided to withdraw the ordinary resolution no. 7 from the Annual General Meeting. PwC will retire as the auditor of the Company upon expiration of its term of office at the conclusion of the Annual General Meeting.

The Company is incorporated under the laws of Bermuda and to the knowledge of the Board there is no statutory requirement under the laws of Bermuda for the retiring auditor to confirm whether or not there is any circumstance connected with their retirement which they consider should be brought to the attention of the Company’s shareholders (the “**Shareholders**”) and creditors. PwC has therefore not issued such confirmation.

The Board also confirm that to their best information, knowledge and belief having made reasonable enquiry, there was no disagreement between PwC and the Company, and there is no other matter in relation to the retirement of PwC that needs to be brought to the attention of the Shareholders.

The Board will identify a suitable replacement to fill the vacancy as soon as possible following the retirement of PwC. Further announcement will be made by the Company as and when the appointment of the Company’s new auditor can be fixed.

The ordinary resolution no. 7 in respect of the re-appointment of PwC as the auditor and to authorise the Directors to fix its remuneration as set out in the Notice and the Proxy Form will not be put forward for consideration and approval by the Shareholders at the Annual General Meeting. Save as the aforesaid, all resolutions as set out in the Notice and the Proxy Form remain valid for consideration and approval by the Shareholders at the Annual General Meeting. Proxy Form lodged by Shareholders will remain valid except that no poll will be taken and counted for ordinary resolution 7.

By Order of the Board
China Foods Limited
Qing Lijun
Chairman

Beijing, 4 June 2024

As at the date of this announcement, the Board comprises: Mr. Qing Lijun as the chairman of the Board and an executive director; Mr. Shen Xinwen as an executive director; Mr. Cao Gaofeng and Mr. Chen Gang as non-executive directors; and Mr. Li Hung Kwan, Alfred, Mr. Mok Wai Bun, Ben and Ms. Leung Ka Lai, Ada, SBS as independent non-executive directors.