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Sino Distillery Group Limited
中國釀酒集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00039)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2014
AND
RETIREMENT AND RE-APPOINTMENT OF DIRECTOR**

The Board is pleased to announce that all resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM held on 26 June 2014.

The Board further announces that Mr. Ho Man Fai has retired as an Independent Non-executive Director at the conclusion of the AGM held on 26 June 2014 pursuant to Article 99 of the Articles of Association. Mr. Ho Man Fai has been re-appointed as an Independent Non-executive Director by the Board after the AGM.

Reference is made to the circular of Sino Distillery Group Limited dated 29 April 2014 (the “**Circular**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM held on 26 June 2014. Tricor Tengis Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the AGM. The results of the voting are as follows:

Ordinary Resolutions		Number of Shares (approximate % of votes cast)	
		For	Against
1.	To receive and adopt the Audited Consolidated Financial Statements and the Reports of the Directors and the Auditor for the year ended 31 December 2013	838,834,742 (100.00%)	0 (0.00%)
2.	To re-elect Mr. Qu Shuncaï as Executive Director	565,229,522 (75.60%)	182,430,220 (24.40%)
3.	To re-elect Mr. Huang Qingxi as Non-executive Director	719,257,522 (85.74%)	119,577,220 (14.26%)
4.	To re-elect Mr. Li Xiaofeng as Independent Non-executive Director	838,834,742 (100.00%)	0 (0.00%)
5.	To re-elect Mr. Li Jianqing as Executive Director	838,834,742 (100.00%)	0 (0.00%)
6.	To re-elect Mr. Jiang Jiancheng as Executive Director	838,834,742 (100.00%)	0 (0.00%)
7.	To authorise the Board of Directors to fix the Directors' remuneration	838,834,742 (100.00%)	0 (0.00%)
8.	To re-appoint Cheng & Cheng Limited as Auditor and to authorise the Board of Directors to fix their remuneration	838,834,742 (100.00%)	0 (0.00%)
9.	To grant a general mandate to the Directors to issue and allot new shares of the Company	838,834,742 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Shares (approximate % of votes cast)	
		For	Against
10.	To grant a general mandate to the Directors to repurchase shares of the Company	838,834,742 (100.00%)	0 (0.00%)
11.	To extend the general mandate to the Directors to issue additional shares repurchased by the Company	838,834,742 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions at the AGM.

As at the date of the AGM, the total number of issued Shares was 1,544,694,876 Shares, which was the total number of Shares entitling the holders thereof to attend and vote for or against all resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting on or voting in favour of the ordinary resolutions at the AGM and no Shareholder or parties had stated their intention in the Circular to vote against or to abstain from voting on the ordinary resolutions at the AGM.

RETIREMENT AND RE-APPOINTMENT OF DIRECTOR

The Board further announces that Mr. Ho Man Fai (“**Mr. Ho**”), who was appointed as an Independent Non-executive Director on 13 June 2014, has retired at the AGM pursuant to Article 99 of the Articles of Association, and accordingly has ceased to be a member of each of the audit committee, remuneration committee and nomination committee under the Board at the conclusion of the AGM.

After the AGM, the Board has approved the re-appointment of Mr. Ho as an Independent Non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee under the Board with effect from 26 June 2014.

Mr. Ho, aged 50. He is currently the chairman of California Restaurant. Mr. Ho has extensive experience in catering and management. He is a director of New Territories General Chamber of Commerce, a director of Hong Kong Food Science and Technology Association Limited, a director of Yuen Long Merchants Education Promotion Limited, a school manager of Yuen Long Merchants Association Primary School and general affairs officer of Hong Kong Love & Care Charity Foundation Limited. Save as disclosed in this announcement, Mr. Ho does not hold any directorship in any listed public companies in the last three years. Mr. Ho does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Listing Rules. As at the date of this announcement, Mr. Ho has a personal interest of 500,000 shares of the Company within the meaning of Part XV of the SFO.

Mr. Ho has entered into a letter of appointment with the Company for a term of 3 years commencing from 26 June 2014 and is subject to retirement by rotation and re-election pursuant to the Articles of Association. He is entitled to an annual emolument of HK\$50,000 as Independent Non-executive Director which is determined by the Board by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the remuneration committee's recommendation.

There is no information required to be disclosed pursuant to the requirements as set out in Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders in relation to the re-appointment of Mr. Ho.

By Order of the Board
Sino Distillery Group Limited
Jiang Jianjun
Chairman

Hong Kong, 26 June 2014

As at the date of this announcement, the Executive Directors are Mr. Jiang Jianjun, Mr. Li Jianqing, Mr. Qu Shuncaï and Mr. Jiang Jiancheng; the Non-executive Director is Mr. Huang Qingxi; and the Independent Non-executive Directors are Dr. Loke Yu alias Loke Hoi Lam, Mr. Li Xiaofeng and Mr. Ho Man Fai.