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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
STRATEGIC COOPERATION AGREEMENT WITH
GUANGDONG YINYING**

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 31 May 2019, the Company entered into the strategic cooperation agreement (the “**Cooperation Agreement**”) with 廣東銀瀛農業集團有限公司 (Guangdong Yinying Agricultural Group Co., Ltd.*) (“**Guangdong Yinying**”, together with the Company, the “**Parties**”) in respect of, among other things, business cooperation between the Parties in, among others, operation and cooperation on project development, rural complex, agricultural products market and online mall (the “**Cooperation**”).

THE STRATEGIC COOPERATION WITH GUANGDONG YINYING

The roles and responsibilities of the Parties under the Cooperation Agreement include, among other things, the following:

- the Company is responsible for project negotiation and obtaining available favourable government policies. In the event that the cooperation project is jointly developed between the Parties, the Company will have the right to manage the project and is entitled to profit-sharing depending on the terms of the project; and
- Guangdong Yinying is responsible for the preparatory work for the planning, design and feasibility study of the project. Guangdong Yinying is also responsible for external business development and will be fully engaged in the project, including integrating resources, obtaining financing and human resources.

The Cooperation shall have a term of 5 years commencing from 10 May 2019.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquires, Guangdong Yinying and its ultimate beneficial owners are 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 AND BENEFITS OF THE COOPERATION

The Company is an investment holding company. The Group is principally engaged in sale of green food products; wholesaling and retailing of staple food, cooking oil, alcohol and beverage, frozen and fresh food; construction for municipal public project; flotation selection of non-ferrous metals mines and sales of mineral products; money lending and the rental of logistic warehouse in Hong Kong and office facilities in the PRC.

According to Guangdong Yinying, it has a comprehensive and professional industrial chain for modern agriculture, including agricultural planting technology, agricultural finance, agricultural brand planning, e-commerce operations, physical stores, bulk trade, agricultural tourism projects, farmers market, cold chain, rural revitalisation.

The Company entered into the Cooperation Agreement with the intention of leveraging on the Parties' respective strength, resources and expertise, which in turn could enhance the Group's competitiveness. Furthermore, according to the Cooperation Agreement, it is expected that, the Parties may through the Cooperation promote their respective public image and increase their corporate brand value. It is anticipated that given the Cooperation, the Parties may form a long-term strategic partnership through different forms of resources exchange, optimisation and expansion of communication channels and joint project development. As such, the Directors consider that the terms of the Cooperation Agreement is fair and reasonable and the Cooperation is in the interest of the Company and its Shareholders as a whole.

Shareholders of the Company and potential investors should exercise caution when dealing in securities of the Company.

By Order of the Board
China Beidahuang Industry Group Holdings Limited
Li Jiehong
Chairman

Hong Kong, 31 May 2019

As at the date of this announcement, the executive Directors are Mr. Li Jiehong (Chairman), Mr. Gu Chunyang (Vice Chairman), Mr. Jiang Jianjun, Mr. Ke Xionghan and Mr. Huang Wuguang; the non-executive Director is Ms. Ho Wing Yan; and the independent non-executive Directors are Mr. Chong Cha Hwa, Mr. Ho Man Fai and Mr. Yang Yunguang.