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AUSNUTRIA DAIRY CORPORATION LTD

澳優乳業股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1717)

POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 DECEMBER 2021

The Board is pleased to announce that the Resolution as set out in the Notice of EGM was duly passed by the Shareholders by way of poll at the EGM held on 31 December 2021.

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of extraordinary general meeting in relation to the connected transaction (the “**EGM**”) of Ausnutria Dairy Corporation Ltd (the “**Company**”) dated 15 December 2021. Capitalised terms used herein shall have the same meanings as defined in the Circular and the Notice unless the content otherwise requires.

POLL RESULT OF THE EGM

The Board is pleased to announce that at the EGM held at 22nd Floor, Block A, Building 1, Ausnutria Building, Suncity, Purui East Road, Yueliangdao Street, Wangcheng District, Changsha City, Hunan Province, the PRC on 31 December 2021 at 9:30 a.m., the resolution (the “**Resolution**”) as set out in the Notice was duly passed by the Independent Shareholders by way of poll.

As at the date of the EGM, there were a total of 1,718,545,841 Shares of HK\$0.10 each in issue. As stated in the Circular, the Vendor Group, the Offeror, their respective associates and parties acting in concert with them were required to abstain from voting on the Resolution at the EGM. As at the date of the EGM, so far as the Directors are aware, the Vendor Group, the Offeror, their respective associates and parties acting in concert with them held 849,164,802 Shares in aggregate. Save as disclosed above, no Shareholder was required to abstain from voting on the Resolution proposed at the EGM. Accordingly, a total of 869,381,039 Shares were held by Independent Shareholders who were entitled to attend and vote for or against the Resolution at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour at the EGM as set out in Rule 13.40 of the Listing Rules.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM. The poll result of the Resolution is as follow:

Ordinary Resolution (note 1)		Number of votes cast and approximate percentage to total number of votes cast	
		For	Against
1.	(a) To approve, confirm and ratify the conditional Subscription Agreement dated 27 October 2021 entered into between the Company and the Offeror in relation to the proposed Share Subscription of a total of 90,000,000 Shares at the Subscription Price of HK\$10.06 per Subscription Share and the transactions contemplated thereunder.	466,492,050 (99.999%)	5,000 (0.001%)
	(b) To authorise any one Director(s) to do all such acts and things, to sign and execute all such documents/agreements/deeds and take all such actions as he/she/they may in his/her/their absolute discretion consider necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Subscription Agreement and the transactions contemplated thereunder and agree to such variation, amendment or waiver as are, in the opinion of such Director, in the interest of the Company and the Shareholders as a whole.		
	(c) Subject to and conditional upon the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in, the Subscription Shares, to grant the Directors the Specific Mandate which shall entitle the Directors to exercise all the powers of the Company to issue, allot and credit as fully paid, the Subscription Shares, on and subject to the terms and conditions of the Subscription Agreement, provided that the Specific Mandate shall be in addition to, and shall not prejudice nor revoke any general or specific mandates(s) which has/have been granted or may from time to time be granted to the Directors prior to the passing of this resolution.		

Note: the full text of the Resolution is set out in the Notice.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed at the EGM.

By Order of the Board
Ausnutria Dairy Corporation Ltd
Yan Weibin
Chairman

The PRC, 31 December 2021

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yan Weibin (Chairman), Mr. Bartle van der Meer (Chief Executive Officer) and Ms. Ng Siu Hung; three non-executive Directors, namely Mr. Shi Liang (Vice-Chairman), Mr. Qiao Baijun and Mr. Tsai Chang-Hai; and three independent non-executive Directors, namely Mr. Lau Chun Fai Douglas, Mr. Jason Wan and Mr. Aidan Maurice Coleman.