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# 康師傅控股

TINGYI (CAYMAN ISLANDS) HOLDING CORP.

康師傅控股有限公司\*

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 0322)

## **VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2017 AND PAYMENT OF FINAL DIVIDENDS**

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 28 June 2017.

### **VOTING RESULTS OF THE AGM**

The board (“Board”) of directors (“Directors”) of Tingyi (Cayman Islands) Holding Corp. (the “Company”) is pleased to announce that at the annual general meeting (the “AGM”) held on 28 June 2017, all the resolutions set out in the Notice of AGM dated 11 April 2017 were duly passed by the shareholders of the Company (the “Shareholders”) as ordinary resolutions by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 5,604,821,360 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. No shareholder of the Company was entitled to attend and vote only against the resolutions proposed at the AGM. None of the shareholders of the Company have stated their intention in the Company’s circular dated 11 April 2017 to abstain from voting for or voting against any of the resolutions at the AGM.

The poll results of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS	NUMBER OF VOTES CAST (PERCENT OF TOTAL NUMBER OF VOTES CAST)		TOTAL NUMBERS OF VOTES CAST
	FOR	AGAINST	
1. To receive and consider the audited accounts and the reports of the directors and auditors for the year ended 31 December 2016	5,037,582,294 (100%)	----- (0%)	5,037,582,294
2. To declare the payment of a final dividend for the year ended 31 December 2016	5,037,738,294 (100%)	---- (0%)	5,037,738,294
3. To re-elect Mr. Junichiro Ida as an executive Director and to authorize the Directors to fix his remuneration	5,021,875,043 (99.69%)	15,457,081 (0.31%)	5,037,332,124
4. To re-elect Mr. Wu Chung-Yi as an executive Director and to authorize the Directors to fix his remuneration	5,021,875,043 (99.69%)	15,457,081 (0.31%)	5,037,332,124
5. To re-elect Mr. Hiromu Fukada as an independent non-executive Director and to authorize the Directors to fix his remuneration	5,033,979,511 (99.93%)	3,758,783 (0.07%)	5,037,738,294
6. To re-appoint auditors of the Company and authorize the directors to fix their remuneration	5,037,193,946 (99.99%)	544,348 (0.01%)	5,037,738,294
7. To consider and approve the general mandate to issue shares	4,149,771,744 (82.37%)	887,966,550 (17.63%)	5,037,738,294
8. To consider and approve the general mandate to buy back shares of the Company	5,037,640,011 (100%)	---- (0%)	5,037,640,011
9. To consider and approve that the total number of shares which are bought back by the Company shall be added to the total number of shares which may be allotted pursuant to the general mandate for issue of shares	4,158,247,141 (82.54%)	879,491,153 (17.46%)	5,037,738,294

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

The Company's auditor, Mazars CPA Limited, was appointed the scrutineer for vote-taking at the AGM.

#### **PAYMENT OF FINAL DIVIDENDS**

In relation to the ordinary resolution No. 2 above, the final dividends will be paid on or before Wednesday, 19 July 2017 to shareholders whose names appear on the register of members of the Company as at Friday, 7 July 2017. In order to ascertain shareholders' entitlement to the final dividends, the register of members of the Company will be closed from Wednesday, 5 July 2017 to Friday, 7 July 2017 (both dates inclusive). To qualify for the final dividends, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Tuesday, 4 July 2017. Shareholders registered under the Hong Kong branch register of members will receive their dividends in Hong Kong dollars ("HK\$"). The HK\$ equivalent of the final dividend is HK\$0.12325 per share which is based on today's exchange rate of US\$ against HK\$ at US\$1.00 to HK\$7.8005.

By order of the Board  
**Tingyi (Cayman Islands) Holding Corp.**  
**Ip Pui Sum**  
Company Secretary

Shanghai, the PRC, 28 June 2017

As at the date of this announcement, Mr. Wei Ing-Chou, Mr. Junichiro Ida, Mr. Wu Chung-Yi, Mr. Nagano Teruo, Mr. Wei Hong-Ming and Koji Shinohara are executive Directors of the Company. Mr. Hsu Shin-Chun, Mr. Lee Tiong-Hock and Mr. Hiromu Fukada are independent non-executive Directors of the Company.

\* For identification purposes only

website: <http://www.masterkong.com.cn>  
<http://www.irasia.com/listco/hk/tingyi>