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CHINA FOODS LIMITED
中國食品有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 506)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 1 JUNE 2021**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of China Foods Limited (the “**Company**”), both dated 11 May 2021, in relation to, among other things, the 2021 Financial Services Agreement, the transactions contemplate thereunder and the Proposed Daily Deposit Cap. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

The board of directors of the Company (the “**Board**”) announces that the proposed resolution as set out in the Notice was not passed by the Independent Shareholders by way of poll at the SGM held on 1 June 2021. The number of Shares represented by votes for or against the resolution at the SGM was as follows:

ORDINARY RESOLUTION	NUMBERS OF VOTES (%)	
	FOR	AGAINST
“ THAT (1) the 2021 Financial Services Agreement (as defined in the circular of the Company dated 11 May 2021 (the “ Circular ”)) entered into between the Company, COFCO Coca-Cola Supply Chain (Tianjin) Limited (中糧可口可樂供應鏈(天津)有限公司) and COFCO Finance Corporation Limited (中糧財務有限責任公司) (“ COFCO Finance ”) dated 21 April 2021 (a copy of which has been produced to the SGM and marked “A” and initialled by a Director for the purpose of identification) (details of which are set out in the	186,735,755 (38.89%)	293,466,552 (61.11%)

<p>Circular) relating to the provision of Deposit Services, Fund Transfer Services, Entrustment Loan Services and Other Financial Services such as settlement, sale and purchase of foreign exchange and relevant advisory services by COFCO Finance to the Company and its subsidiaries (the “Group”), and all the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and (2) the proposed maximum daily outstanding balance of deposit (including the corresponding interest accrued thereon) (the “Proposed Daily Deposit Cap”) placed by the Group with COFCO Finance in the amount RMB800 million or its equivalent (including the corresponding interest accrued therein) be and are hereby approved and confirmed, and THAT any one or more directors of the Company be and are hereby authorized to do all such things and execute all such documents as they in their absolute discretion deem fit or appropriate to give effect to the 2021 Financial Services Agreement and the implementation of all the transactions contemplated thereunder.”</p>		
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As less than 50% of the eligible votes were cast in favor of the ordinary resolution above, the above ordinary resolution was not passed at the SGM.

As at the date of the SGM, the total number of Shares in issue were 2,797,223,396 Shares. As disclosed in the Circular, China Foods (Holdings), an indirectly wholly-owned subsidiary of COFCO, was interested in 2,072,688,331 Shares (representing approximately 74.1% of the total issued share capital of the Company as at the date of the SGM) and was required to abstain and had abstained from voting in respect of the resolution at the SGM. Save as disclosed above, no other Shareholder was required to abstain from voting on the resolution at the SGM. Accordingly, there were in aggregate 724,535,065 Shares entitling the holders to attend and vote for or against the resolution at the SGM. Save as disclosed above, to the best knowledge, information and belief of the Directors, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution at the SGM as set out in Rule 13.40 of the Listing Rules.

Tricor Progressive Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the SGM for vote-taking.

As disclosed in the Circular, the 2021 Financial Services Agreement is effective conditional upon, among others, the passing by the Independent Shareholders at the SGM of the above

resolution to approve the 2021 Financial Services Agreement, the transactions contemplated thereunder and the Proposed Daily Deposit Cap. As the resolution was not approved by the Independent Shareholders at the SGM, the 2021 Financial Services Agreement will not become effective and the transactions contemplated thereunder will not proceed. The 2018 Financial Services Agreement remains valid until its expiration on 13 December 2021.

By order of the Board
China Foods Limited
Chen Lang
Chairman

Hong Kong, 1 June 2021

As at the date of this announcement, the Board comprises: Mr. Chen Lang as the chairman of the Board and a non-executive director; Mr. Qing Lijun and Mr. Shen Peng as executive directors; Mr. Chen Zhigang and Ms. Xiao Jianping as non-executive directors; and Messrs. Stephen Edward Clark, Li Hung Kwan, Alfred and Mok Wai Bun, Ben as independent non-executive directors.