

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Natural Food International Holding Limited
五谷磨房食品國際控股有限公司

(Registered by way of continuation in the Cayman Islands with limited liability)

(Stock Code: 1837)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 12 JUNE 2023**

Reference is made to the circular (the “**Circular**”) of Natural Food International Holding Limited (the “**Company**”) dated 27 April 2023. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, unless otherwise specified herein.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all the other proposed resolutions were duly passed by the Shareholders at the Annual General Meeting held on 12 June 2023 as ordinary resolutions by way of poll. The poll results in respect of the resolutions passed at the Annual General Meeting were as follows:

ORDINARY RESOLUTIONS <i>(Note)</i>		No. of votes cast and percentage of total number of votes cast	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and independent auditors of the Company for the year ended 31 December 2022.	161,376,200 (99.925385%)	120,500 (0.074615%)
2.	To re-elect the following Directors:		
2a.	Ms. GUI Changqing as an executive Director	160,936,200 (99.652934%)	560,500 (0.347066%)

ORDINARY RESOLUTIONS <i>(Note)</i>		No. of votes cast and percentage of total number of votes cast	
		For	Against
2b.	Mr. ZHANG Zejun as an executive Director	161,496,200 (99.999690%)	500 (0.000310%)
2c.	Mr. ZHANG Senquan as an independent non-executive Director	160,504,200 (99.385436%)	982,500 (0.614564%)
3.	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors for the year ending 31 December 2023.	161,495,700 (99.999381%)	1,000 (0.000619%)
4.	To re-appoint Ernst & Young as the independent auditors of the Company and authorise the Board to fix their remuneration.	161,496,200 (99.999690%)	500 (0.000310%)
5A.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the additional shares not exceeding 20% of the total number of issued shares of the Company.	151,494,500 (93.806561%)	10,002,200 (6.193439%)
5B.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company.	161,496,200 (99.999690%)	500 (0.000310%)
5C.	To extend the general mandate granted to the Directors pursuant to ordinary resolution no. 5(A) to issue additional shares in the capital of the Company by adding to the number of issued shares of the Company repurchased under ordinary resolution no. 5(B).	151,494,000 (93.806251%)	10,002,700 (6.193749%)
As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions at the Annual General Meeting.			
SPECIAL RESOLUTION <i>(Note)</i>		No. of votes cast and percentage of total number of votes cast	
		For	Against
6.	To approve the proposed amendments (the “ Proposed Amendments ”) to the amended and restated memorandum and articles of association of the Company (the “ Existing M&A ”) and to adopt the amended and restated memorandum and articles of association (the “ Amended M&A ”) of the Company incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of, the Existing M&A of the Company.	161,496,200 (99.999690%)	500 (0.000310%)
As more than 75% of the votes cast were in favour of the above resolution, the resolution was duly passed as special resolution at the Annual General Meeting.			

Notes:

- (1) Please refer to the notice of the Annual General Meeting contained in the Circular for the full text of the ordinary resolutions and the special resolution.
- (2) The attendance record of the directors of the Company at the AGM was as follows:
 - Mr. ZHANG Senquan attended in person;
 - Mr. ZHANG Zejun and Mr. HU Peng attended by electronic means; and
 - Ms. GUI Changqing, Ms. TSE Cheung On Anne, Mr. WANG Duo and Mr. OUYANG Liangyi were unable to attend due to other business commitments.

As at the date of the Annual General Meeting, the total number of issued Shares was 2,188,514,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions at the Annual General Meeting. There were no shares entitling the holders to attend and abstain from voting in favour of the any resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rule. No Shareholders were required to abstain from voting on any of the resolutions at the Annual General Meeting. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the above resolutions.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer at the Annual General Meeting for the vote-taking.

By order of the Board
Natural Food International Holding Limited
GUI Changqing
Chairman

Hong Kong, 12 June 2023

As at the date of this announcement, the executive Directors are Ms. GUI Changqing and Mr. ZHANG Zejun; the non-executive Directors are Ms. TSE Cheung On Anne and Mr. WANG Duo; and the independent non-executive Directors are Mr. ZHANG Senquan, Mr. HU Peng and Mr. OUYANG Liangyi.