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CPMC HOLDINGS LIMITED

中糧包裝控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 906)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING IN RELATION TO CPMC OFFICIAL INVESTMENT IN JDB HELD ON 20 DECEMBER 2017

The Company is pleased to announce that the Resolution as set out in the Notice dated 30 November 2017 was duly passed by the Shareholders by way of poll at the EGM.

We refer to the circular (the “**Circular**”) and the notice of the EGM (the “**Notice**”) both dated 30 November 2017 issued by the Company in respect of the Capital Increase Agreement entered into among CPMC Investment, JDB Trademarks Owner, Qingyuan JDB Herbal and Wisdom Kingdom on 30 October 2017. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce the poll results in respect of the EGM held at 10:30 a.m. on 20 December 2017 (Wednesday) at President Suite, World Trade Centre Club Hong Kong, 38th Floor, World Trade Centre, 280 Gloucester Road, Causeway, Hong Kong. The proposed ordinary resolution (the “**Resolution**”) as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM.

As at the date of the EGM, the issued share capital of the Company was 1,174,560,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all the Resolutions. There were no Shares entitling the holder to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting on the Resolutions at the EGM. There were no restrictions on any Shareholders casting votes on any of the Resolutions at the EGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM. The number of Shares represented by votes for and against the Resolutions at the EGM was as follows: –

Ordinary Resolution		Number of Votes (Approximate %)	
		For	Against
1.	<p>(i) the capital increase agreement (the “Capital Increase Agreement”) entered into among CPMC Investment Co., Ltd. (“CPMC Investment”), Wong Lo Kat Company Limited (“Wong Lo Kat”), Wisdom Kingdom Limited and Qingyuan JDB Herbal Plant Technology Co., Ltd. (the “Target Company”) on 30 October 2017 in relation to the investment by CPMC Investment and Wong Lo Kat in the Target Company in exchange for the equity interest therein, a copy of which has been produced to the EGM marked “A” and initialled by the chairman of the EGM for identification purposes, as set out in the Company’s circular dated 30 November 2017 be and are hereby confirmed, ratified and approved;</p> <p>(ii) any one or more of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the Capital Increase Agreement and the transactions contemplated thereunder.</p>	840,086,240 (99.9989%)	9,000 (0.0011%)
As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution.			

Notes:

- (a) Please refer to the Notice for the full version of the Resolution.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolution at the EGM: Nil
- (c) The total number of Shares entitling the holders to attend and vote for or against Resolution at the EGM: 1,174,560,000 Shares

By order of the Board
CPMC Holdings Limited
ZHANG Xin
Chairman and Executive Director

Hong Kong, 20 December 2017

As at the date of this announcement, the chairman of the Board and executive Director is Mr. Zhang Xin, the executive Director is Mr. Zhang Ye, the non-executive Directors are Ms. Yu Youzhi, Messrs. Chen Qianzheng, Zhou Yuan and Shen Tao, and the independent non-executive Directors are Messrs. Cheng Yuk Wo, Fu Tingmei and Pun Tit Shan.