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POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 1 JUNE 2012

China Foods Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) held on 1 June 2012, all the proposed resolutions as set out in the notice of the AGM dated 26 April 2012 (the “**Notice**”) were duly passed by shareholders by way of poll.

As at the date of the AGM, the Company had 2,794,737,156 issued shares, being the total number of issued shares entitling the shareholders to attend and vote on the resolutions proposed at the AGM. There was no share in the Company entitling the shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and none of the shareholders of the Company were required under the Listing Rules to abstain from voting at the AGM.

The vote-taking at the AGM was scrutinised by the Company’s branch share registrar and transfer office in Hong Kong, Tricor Progressive Limited.

The poll results are set out as follows:-

Ordinary Resolutions		Numbers of Votes (%)	
		For	Against
1.	To consider and adopt the audited financial statements and the reports of directors and auditors of the Company for the year ended 31 December 2011.	2,369,970,723 (100.00%)	0 (0.00 %)
2.	To declare a final dividend of HK4.25 cents per share for the year ended 31 December 2011.	2,369,970,723 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Mak Chi Wing, William as executive director.	2,224,909,299 (95.80%)	97,551,264 (4.20%)
4.	To re-elect Mr. Yuen Tin Fan, Francis as independent non-executive director.	2,366,994,432 (99.89%)	2,592,291 (0.11%)
5.	To authorise the board of directors to fix the directors’ remuneration.	2,367,402,723 (100.00%)	0 (0.00%)
6.	To re-appoint Ernst & Young as auditors for the year ending 31 December 2012 and to authorise the board of directors to fix their remuneration.	2,369,970,723 (100.00%)	0 (0.00%)

Ordinary Resolutions		Numbers of Votes (%)	
		For	Against
7.	To give a general mandate to the directors to allot, issue and deal with additional shares of the Company.*	2,120,955,641 (89.49%)	249,015,082 (10.51%)
8.	To give a general mandate to the directors to repurchase shares in the capital of the Company.*	2,369,970,723 (100.00%)	0 (0.00%)
9.	Subject to the passing of Resolutions 7 and 8, to authorise the directors to issue additional shares representing the nominal value of the shares repurchased by the Company.*	2,173,389,641 (91.71%)	196,581,082 (8.29%)

* The full text of these resolutions are set out in the Notice.

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

By order of the Board
China Foods Limited
Chi Jingtao
Chairman

Hong Kong, 1 June 2012

As at the date of this announcement, our executive directors are Mr. Chi Jingtao, Ms. Luan Xiuju, Mr. Ning Gaoning, Mr. Mak Chi Wing, William and Mr. Zhang Zhentao; our non-executive directors are Ms. Liu Ding, Mr. Ma Jianping and Ms. Wu Wenting; and our independent non-executive directors are Messrs. Stephen Edward Clark, Li Hung Kwan, Alfred and Yuen Tin Fan, Francis.