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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 RESULT OF THE SPECIAL GENERAL MEETING HELD ON MAY 6, 2016

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 April 19, 2016. Unless the context requires otherwise, terms used herein shall bear the same meanings as those defined in the Circular.

The board of directors of the Company (the “**Board**”) is pleased to announce that the proposed resolution, as set out in the Notice, was duly passed by the independent shareholders by way of poll at the SGM held on May 6, 2016. 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 Agreement entered into between the Company and Tops Properties dated December 31, 2015 and the transactions contemplated thereunder including, without limitation, the Transaction be and are hereby approved, confirmed and ratified; and (2) 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 Agreement and the implementation of all the transactions contemplated thereunder including, without limitation, the Transaction. *	228,194,969 (99.99%)	500 (0.01%)

* Please refer to the Notice for the full text of the resolution.

As more than 50% of the eligible votes were cast in favor of the resolution, the resolution was passed as ordinary resolution.

As at the date of the SGM, the total number of Shares in issue was 2,797,223,396.

As disclosed in the Circular, COFCO and its associates, who collectively held 2,072,688,331 Shares as at the time of the SGM, have abstained 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. None of the shareholders were entitled to attend and vote only against the resolution at the SGM. Save as disclosed herein, there were no restrictions on any shareholders casting any votes on the resolution at the SGM.

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.

By order of the Board
China Foods Limited
Jiang Guojin
Managing Director

Hong Kong, May 6, 2016

As at the date of this announcement, the Board comprises: Mr. Ma Jianping as the chairman of the Board and a non-executive director; Mr. Jiang Guojin and Ms. Wu Wenting as executive directors; Ms. Liu Ding and Mr. Wang Zhiying as non-executive directors; and Messrs. Stephen Edward Clark, Paul Kenneth Etchells, Li Hung Kwan, Alfred and Yuen Tin Fan, Francis as independent non-executive directors.