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**烟台北方安德利果汁股份有限公司**

**Yantai North Andre Juice Co., Ltd.\***

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock code : 02218)**

**ANNOUNCEMENT  
POLL RESULTS OF**

**(I) THE ANNUAL GENERAL MEETING;  
(II) CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES AND NON-  
LISTED FOREIGN SHARES; AND  
(III) CLASS MEETING FOR HOLDERS OF H SHARES**

The Board is pleased to announce that all the resolutions as set out in the notice of the AGM, the notice of the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares and the notice of the Class Meeting for Holders of H Shares were duly passed at the AGM, Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares and Class Meeting for Holders of H Shares held on Tuesday, 26 May 2020, respectively.

The board (the “**Board**”) of Yantai North Andre Juice Co., Ltd.\* (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**AGM**”), the class meeting for holders of domestic shares and holders of non-listed foreign shares of the Company (the “**Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares**”) and the class meeting for holders of H shares of the Company (the “**Class Meeting for Holders of H Shares**”) held at 2nd Floor, No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the People’s Republic of China (the “**PRC**”) on Tuesday, 26 May 2020.

Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 8 April 2020 (the “**Circular**”).

**POLL RESULTS OF THE AGM**

The total number of issued shares of the Company as at the date of the AGM was 358,000,000 Shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no shares entitling the shareholders to attend and abstain from voting in favor of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No shareholder was required to abstain from voting on any of the proposed resolutions at the AGM.

\* *For identification purpose only*

The Shareholders, holding an aggregate of 308,080,880 shares with voting rights, representing 86.06% of the total shares with voting rights of the Company, were present (either in person or by proxies) at the AGM.

The AGM was convened and conducted in compliance with the requirements of the Company Law and the Articles.

The Shareholders present at the AGM considered and approved the following resolutions by way of poll (on site voting):

Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
<b>ORDINARY RESOLUTIONS</b>				
1.	To consider and approve the annual report of the Company for the year ended 31 December 2019.	308,080,880 100%	0	0
2.	To consider and approve the report of the Board for the year ended 31 December 2019.	308,080,880 100%	0	0
3.	To consider and approve the report of the Supervisory Committee for the year ended 31 December 2019.	308,080,880 100%	0	0
4.	To consider and approve the profit distribution plan for the year ended 31 December 2019.	308,080,880 100%	0	0
5.	To consider and approve (if appropriate) the resolution in relation to the remuneration of Directors and Supervisors for the year ending 31 December 2020.	308,080,880 100%	0	0
6.	To consider and approve the resolution in relation to reappointment of KPMG Huazhen LLP as the external auditors of the Company for the year ending 31 December 2020 and authorization to the Board to determine their remuneration.	308,080,880 100%	0	0

Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
<b>SPECIAL RESOLUTIONS</b>				
7.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the extension of validity period of resolutions in respect of the proposed issue of not more than 20,000,000 A shares of the Company with a nominal value of RMB1.00 each (the “<b>Proposed Issue of A Shares</b>”) and related matters (the resolution was approved as a resolution by Shareholders, the holders of domestic shares of the Company (the “<b>Domestic Shareholders</b>”) and the holders of H shares of the Company (the “<b>H Shares</b>”) at the special general meeting, the class meeting for Domestic Shareholders and the class meeting for holders of H Shares of the Company held on 1 November 2017, respectively) be and are hereby approved, including the extension of validity period of the authorization to the Board to deal with matters relating to the Proposed Issue of A Shares. The above validity period shall be extended for a period of 12 months from the date on which this resolution is approved by the Shareholders at the AGM and approved by the class shareholders of the Company at the class meetings of the Company.</p>	<p>308,080,880 100%</p>	0	0
8.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the amendments to the Articles be approved.</p>	<p>308,080,880 100%</p>	0	0

Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
9.	To consider and pass the following resolution:  <b>THAT</b> the amendments to the Articles (Draft) be approved.	308,080,880 100%	0	0

As more than half of the votes were cast in favor of each of resolutions 1 to 6, such resolutions were passed as ordinary resolutions at the AGM. As more than two-thirds of the votes were cast in favor of resolutions 7 to 9, such resolutions were passed as special resolutions at the AGM.

For details of the aforesaid resolutions, the Shareholders may refer to the notice of the AGM of the Company dated 8 April 2020 and the Circular.

#### **POLL RESULTS OF THE CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES AND NON-LISTED FOREIGN SHARES**

The total number of issued Domestic Shares and Non-listed Foreign Shares as at the date of the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares were 138,404,580 Shares and 112,131,420 Shares, respectively, which was the total number of shares entitling holders of Domestic Shareholders and Non-listed Foreign Shareholders to attend and vote on the resolutions proposed at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares. There were no shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required to abstain from voting on the proposed resolutions at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares.

Domestic Shareholders, holding an aggregate of 138,404,580 Domestic Shares with voting rights, representing 100% of the total Domestic Shares with voting rights of the Company, and Non-listed Foreign Shareholders, holding an aggregate of 112,131,420 Non-listed Foreign Shares with voting rights, representing 100% of the total Non-listed Foreign Shares with voting rights of the Company, were present (either in person or by proxies) at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares.

The Class Meeting for Holders of Domestic Shares and the Non-listed Foreign Shares was convened and conducted in compliance with the requirements of the Company Law and the Articles.

The Shareholders present at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares considered and approved the following resolutions by way of poll (on site voting):

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the extension of validity period of resolutions in respect of the proposed issue of not more than 20,000,000 A shares of the Company with a nominal value of RMB1.00 each (the “<b>Proposed Issue of A Shares</b>”) and related matters (the resolution was approved as a resolution by Shareholders, the holders of domestic shares of the Company (the “<b>Domestic Shareholders</b>”) and the holders of H shares of the Company (the “<b>H Shares</b>”) at the special general meeting, the class meeting for Domestic Shareholders and the class meeting for holders of H Shares of the Company held on 1 November 2017, respectively) be and are hereby approved, including the extension of validity period of the authorization to the Board to deal with matters relating to the Proposed Issue of A Shares. The above validity period shall be extended for a period of 12 months from the date on which this resolution is approved by the Shareholders at the AGM and approved by the class shareholders of the Company at the class meetings of the Company.</p>	250,536,000 100%	0	0
2.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the amendments to the Articles be approved.</p>	250,536,000 100%	0	0

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
3.	To consider and pass the following resolution:  <b>THAT</b> the amendments to the Articles (Draft) be approved.	250,536,000 100%	0	0

As more than two-thirds of the votes were cast in favor of the above resolutions, they were passed as special resolutions at the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares.

For details of the aforesaid resolutions, the Shareholders may refer to the notice of the Class Meeting for Holders of Domestic Shares and Non-listed Foreign Shares of the Company dated 8 April 2020 and the Circular.

### **POLL RESULTS OF THE CLASS MEETING FOR HOLDERS OF H SHARES**

The total number of issued H Shares as at the date of the Class Meeting for Holders of H Shares was 107,464,000 Shares, which was the total number of shares entitling of H Shareholders to attend and vote on the resolutions proposed at the Class Meeting for Holders of H Shares. No Shareholder was restricted from voting on the proposed resolutions at the Class Meeting for Holders of H Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions at the Class Meeting for Holders of H Shares as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required to abstain from voting on the proposed resolutions at the Class Meeting for Holders of H Shares.

H Shareholders, holding an aggregate of 57,544,880 H Shares with voting rights, representing 53.55% of the total H Shares with voting rights of the Company, were present (either in person or by proxies) at the Class Meeting for Holders of H Shares.

The Class Meeting for Holders of H Shares was convened and conducted in compliance with the requirements of the Company Law and the Articles.

The Shareholders present at the Class Meeting for Holders of H Shares considered and approved the following resolutions by way of poll (on site voting):

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the extension of validity period of resolutions in respect of the proposed issue of not more than 20,000,000 A shares of the Company with a nominal value of RMB1.00 each (the “<b>Proposed Issue of A Shares</b>”) and related matters (the resolution was approved as a resolution by Shareholders, the holders of domestic shares of the Company (the “<b>Domestic Shareholders</b>”) and the holders of H shares of the Company (the “<b>H Shares</b>”) at the special general meeting, the class meeting for Domestic Shareholders and the class meeting for holders of H Shares of the Company held on 1 November 2017, respectively) be and are hereby approved, including the extension of validity period of the authorization to the Board to deal with matters relating to the Proposed Issue of A Shares. The above validity period shall be extended for a period of 12 months from the date on which this resolution is approved by the Shareholders at the AGM and approved by the class shareholders of the Company at the class meetings of the Company.</p>	57,544,880 100%	0	0
2.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the amendments to the Articles be approved.</p>	57,544,880 100%	0	0

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
3.	To consider and pass the following resolution:  <b>THAT</b> the amendments to the Articles (Draft) be approved.	57,544,880 100%	0	0

As more than two-thirds of the votes were cast in favor of the above resolutions, they were passed as special resolutions at the Class Meeting for Holders of H Shares.

For details of the aforesaid resolution, the Shareholders may refer to the notice of the Class Meeting for Holders of H Shares of the Company dated 8 April 2020 and the Circular.

#### **SCOPE OF WORK OF KPMG HUAZHEN LLP**

The poll results were subject to scrutiny by KPMG Huazhen LLP whose work was limited to certain procedures requested by the Company to determine if the poll results summary prepared by the Company aligns with the poll forms collected and provided by the Company to KPMG Huazhen LLP. The work performed by KPMG Huazhen LLP in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board  
**Yantai North Andre Juice Co., Ltd.**  
**Wang An**  
*Chairman*

Yantai, the PRC, 26 May 2020

*As at the date of this announcement, the executive Directors are Mr. Wang An, Mr. Zhang Hui and Mr. Wang Yan Hui, the non-executive Director is Mr. Liu Tsung-Yi, and the independent non-executive Directors are Mr. Jiang Hong Qi, Mr. Li Wei and Mr. Li Yao.*