

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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Yashili or the Offeror nor shall there be any sale, purchase or subscription for securities of Yashili or the Offeror in any jurisdiction in which such offer, solicitation or sale would be unlawful absent the filing of a registration statement or the availability of an applicable exemption from registration or other waiver. This announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.



CHINA MENGNIU DAIRY COMPANY LIMITED

中國蒙牛乳業有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2319)

EXTRAORDINARY GENERAL MEETING HELD ON 16 JULY 2013 – POLL RESULTS

At the Extraordinary General Meeting (the **EGM**) of China Mengniu Dairy Company Limited (the **Company**) held on 16 July 2013, the ordinary resolution as set out in the Notice of Extraordinary General Meeting dated 28 June 2013 (the **Notice of EGM**) was voted on by poll. The Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the number of issued share capital of the Company was 1,826,074,854 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution at the EGM. There were no restrictions on any shareholders casting votes on the resolution at the EGM.

The poll result in respect of the resolution was as follows:

ORDINARY RESOLUTION	No. of Votes Cast (%)	
	FOR	AGAINST
To approve, ratify and confirm the acquisition of all the outstanding shares in the issued share capital (the “Share Offer”) of Yashili International Holdings Ltd (“Yashili”) and the cancellation of the outstanding options of Yashili by way of a voluntary general offer (collectively, the “Offers”) by UBS AG on behalf of China Mengniu International Company Limited (the “Offeror”) and all transactions contemplated thereunder, including the irrevocable undertakings given by Zhang International Investment Ltd. and CA Dairy Holdings in favour of the Company and the Offeror; and to authorize any one	1,275,825,026 (99.54%)	5,853,492 (0.46%)

director of the Company, for and on behalf of the Company, to execute all such documents, instruments, agreements and deeds and do all such acts, matters and things as he/she may in his/her absolute discretion consider necessary or desirable for the purpose of and in connection with the implementation of the Offers or any revisions thereof and the transactions contemplated thereunder and to agree to such variations, amendments or revisions of/to any of the terms or the structure of the Offers and the transactions and transaction documents contemplated thereunder and such waivers of conditions to the Offers (where applicable) as he/she may in his/her absolute discretion consider necessary or desirable.		
--	--	--

Note: for full text of the resolution, please refer to the Notice of EGM .

As the required majority of votes were cast in favour of the resolution, this resolution was duly passed as an ordinary resolution and therefore, condition (i) to the Share Offer as referred to in the joint announcement published by the Company, the Offeror and Yashili dated 18 June 2013 has been satisfied.

By order of the Board
China Mengniu Dairy Company Limited
Kwok Wai Cheong, Chris
Company Secretary

Hong Kong, 16 July 2013

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the board of the Company comprises: Ms. Sun Yiping, Mr. Bai Ying, Mr. Wu Jingshui and Mr. Ding Sheng as executive directors, Mr. Ning Gaoning, Mr. Yu Xubo, Mr. Niu Gensheng, Mr. Ma Jianping, Mr. Tim Ørting Jørgensen, Mr. Finn S. Hansen and Ms. Liu Ding as non-executive directors, Mr. Jiao Shuge (alias Jiao Zhen), Mr. Julian Juul Wolhardt, Mr. Liu Fuchun, Mr. Zhang Xiaoya, Mr. Andrew Y. Yan and Mr. Wu Kwok Keung Andrew as independent non-executive directors.

As at the date of this announcement, the board of directors of the Offeror comprises: Mr. Wu Jingshui and Mr. Kwok Wai Cheong.

** For identification purpose only*