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凤祥食品

SHANDONG FENGXIANG CO., LTD.

山東鳳祥股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 9977)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 31 MAY 2022
AND
APPOINTMENT OF EXECUTIVE DIRECTORS**

Shandong Fengxiang Co., Ltd. (the “**Company**”) is pleased to announce that the annual general meeting of the Company (the “**AGM**”) was held at 3rd Floor, GMK Building, Xiangguang ECO-Industrial Park, Yanggu County, Liaocheng City, Shandong Province, the PRC on Tuesday, 31 May 2022 at 9:00 a.m..

Reference is made to the circular of the Company dated 29 April 2022 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Circular.

As at the date of the AGM, the total number of issued Shares of the Company was 1,400,000,000, comprising 1,045,000,000 Domestic Shares and 355,000,000 H Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against any of the resolutions proposed at the AGM.

Shareholders and authorised proxies who attended the AGM held an aggregate of 1,046,260,000 Shares with voting rights, representing approximately 74.73% of the entire issued Shares of the Company as at the date of AGM. There was no restriction on any Shareholders casting votes on any of the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions proposed at the AGM pursuant to Rule 13.40 of the Listing Rules. No party has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolutions or that he/she/it would abstain from voting on any of the resolutions at the AGM.

The holding of the AGM is in compliance with the requirements of the Company Law of the People's Republic of China and the Articles of Association. Mr. Liu Xuejing, the non-executive Director, presided over the AGM, all Directors attended the AGM in person or by electronic means. Two Shareholder representatives and a Supervisor representative of the Company, lawyer from Junhe LLP and a representative from Computershare Hong Kong Investor Services Limited (the H Share Registrar of the Company) jointly acted as the vote counters and scrutineers for the vote-taking and vote-calculating at the AGM.

The poll results of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
1	To consider and approve the report of the Board of Directors for the year ended 31 December 2021.	1,046,260,000 100.000000%	0 0.000000%	0 0.000000%
2	To consider and approve the report of the Board of Supervisors for the year ended 31 December 2021.	1,046,056,000 99.980502%	204,000 0.019498%	0 0.000000%
3	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and independent auditor's report for the year ended 31 December 2021.	1,046,056,000 99.980502%	204,000 0.019498%	0 0.000000%
4	To consider and approve the profit distribution plan for the year 2021.	1,046,260,000 100.000000%	0 0.000000%	0 0.000000%
5	To re-appoint BDO China SHU LUN PAN Certified Public Accountants LLP as the domestic and overseas auditors of the Company, and to authorise the Board of Directors to fix its remuneration.	1,046,260,000 100.000000%	0 0.000000%	0 0.000000%
6	To consider and approve the appointment of Ms. Zhou Jinying as an executive Director.	1,046,260,000 100.000000%	0 0.000000%	0 0.000000%
7	To consider and approve the appointment of Mr. Shi Lei as an executive Director.	1,046,260,000 100.000000%	0 0.000000%	0 0.000000%
Special Resolution		Number of votes (%)		
		For	Against	Abstain
8	To consider and approve the grant of general mandate to the Board of Directors to issue Shares of the Company.	1,046,056,000 99.980502%	204,000 0.019498%	0 0.000000%

As more than half of the votes were cast in favour of resolutions (1) to (7), the above ordinary resolutions (1) to (7) were duly passed at the AGM, and as more than two thirds of the votes were cast in favour of resolution (8), the above special resolution (8) was duly passed at the AGM.

Save as the above resolutions, the Company has not received any proposal put forward by any Shareholders holding more than 3% of the total issued Shares of the Company.

UPDATE ON THE PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 30 March 2022 in relation to, among other things, the proposed appointment of executive Directors.

The Board of Directors is pleased to announce that Ms. Zhou Jinying (“**Ms. Zhou**”) and Mr. Shi Lei (“**Mr. Shi**”) have been appointed as executive Directors as approved by the Shareholders at the AGM by way of ordinary resolutions.

The term of office of Ms. Zhou and Mr. Shi as executive Directors shall be not more than three years commencing from the date of approval of their appointment by the Shareholders until the expiry of the fourth session of the Board of Directors. The Company will enter into service agreements with Ms. Zhou and Mr. Shi, they will not receive any director’s fee during their tenure as executive Directors.

Please refer to the appendix to the Circular for the biographical details of Ms. Zhou and Mr. Shi. The Company confirmed that there is no change in the biographical details of Ms. Zhou and Mr. Shi between the publication date of the Circular and the date of this announcement.

Each of Ms. Zhou and Mr. Shi has confirmed that, save as disclosed in their biographical details, as at the date of this announcement, (i) they neither held any directorship in any listed company other than the Company nor held any positions in the group members of the Company in the past three years; (ii) they have no relationship with any other Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) they have no interest in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information relating to her/his appointment that needs to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board of Directors would like to welcome Ms. Zhou and Mr. Shi as members of the Board of Directors.

By Order of the Board of Directors
Shandong Fengxiang Co., Ltd.
Liu Zhiguang
Chairman

Shandong, the PRC, 31 May 2022

As at the date of this announcement, the Board of Directors comprises Mr. Liu Zhiguang, Mr. Xiao Dongsheng, Ms. Zhou Jinying and Mr. Shi Lei as executive Directors; Mr. Liu Xuejing and Mr. Zhang Chuanli as non-executive Directors; and Mr. Guo Tianyong, Ms. Zhao Yinglin and Mr. Chung Wai Man as independent non-executive Directors.