

*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.*



*Huishan*

## CHINA HUIZHAN DAIRY HOLDINGS COMPANY LIMITED

中國輝山乳業控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 06863)**

### RESIGNATION OF EXECUTIVE DIRECTORS

- Mr. SO Wing Hoi and Mr. KWOK Hok Yin resigned as executive directors of the Company with effect from 17 April 2017 and 18 April 2017, respectively.
- After their resignation, the remaining directors of the Company are Mr. YANG Kai and Ms. GE Kun. Ms. GE Kun remains uncontactable as of the date of this announcement.
- Until such time when new directors are appointed to the Board, the current Board cannot generally act for and on behalf of the Company as it does not meet the minimum director requirement as stipulated in the Articles of Association of the Company.

### RESIGNATION OF EXECUTIVE DIRECTORS

The board of directors (the “**Board**”) of China Huishan Dairy Holdings Company Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) announces the following resignation:

- Mr. KWOK Hok Yin (“**Mr. Kwok**”) resigned as an executive director of the Company with effect from 18 April 2017 as he would like to focus on the Group’s business-to-business segment. Following such resignation, Mr. Kwok also ceased to be a member of the Food Quality and Safety Advisory Committee of the Company with effect from the same date. Despite his resignation from the Board, Mr. Kwok also remains in employment with the Group as vice president, principally responsible for the dairy ingredient business of our Group;
- Mr. SO Wing Hoi (“**Mr. So**”) resigned as an executive director of the Company with effect from 17 April 2017 for health reasons as he is still recovering from a recent scheduled heart surgery. Following such resignation, Mr. So has also ceased to be the chief finance officer, a member of

each of the Remuneration Committee, the Nomination Committee and the Food Quality and Safety Advisory Committee of the Company with effect from the same date and all other directorships and positions held by Mr. So within the Group or with associated companies in Hong Kong, Mainland China and elsewhere has ceased accordingly.

Each of Mr. So and Mr. Kwok has confirmed that he has no disagreement with the Board and there are no other matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. So and Mr. Kwok for their contributions to the Board during their respective term of office.

Following the resignation of Mr. So and Mr. Kwok, the composition of the following Board committees is set out as below:

	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>	<b>Food Quality and Safety Advisory Committee</b>
YANG Kai	—	—	Member	Chairman
GE Kun*	—	Member	Member	Member

\* *cannot be contacted at this time*

#### **INSUFFICIENT NUMBER OF DIRECTORS ON THE BOARD**

As of the date of this announcement, the remaining directors of the Company are Mr. YANG Kai and Ms. GE Kun (who remains uncontactable) and the number of directors in the Board has fallen below the minimum requirement of three directors as stipulated in the Articles of Association of the Company. As a result, save for the appointment of additional directors to the Company and the convening of general meetings, the Board ceases to be able to act for and on behalf of the Company until the minimum requirement for the number of directors has been met. Mr. YANG Kai is taking such steps as practicable to identify suitable candidates to fill such vacancies on the Board but given recent events, he may not be able to find suitable candidates soon.

By Order of the Board  
**China Huishan Dairy Holdings Company Limited**  
**Yang Kai**  
*Chairman*

Shenyang, 18 April 2017

*As at the date of this announcement, the board of directors of the Company comprises Mr. Yang Kai and Ms. Ge Kun as executive Directors.*