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**康師傅控股有限公司\***  
**TINGYI (CAYMAN ISLANDS) HOLDING CORP.**  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 0322)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that all of the ordinary resolutions proposed at the EGM held on 29 December 2016 were duly passed.

Reference is made to the notice of an extraordinary general meeting (the “**EGM**”) of the Company (the “**Notice**”) and the circular of the Company (the “**Circular**”) both dated 8 December 2016. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS**

The Board is pleased to announce that all the ordinary resolutions set out in the Notice were duly passed by way of poll at the EGM.

As at the date of the EGM, the Company had 5,604,501,360 Shares in issue. Mr. Wei Ing-Chou, Mr. Wei Hong-Ming and their respective associates were interested in an aggregate of 1,896,169,866 Shares representing approximately 33.83% of the issued share capital of the Company, as at the date of the EGM. Mr. Wei Ing-Chou, Mr. Wei Hong-Ming and their respective associates have abstained from voting on the resolutions approving the Supply Agreements at the EGM.

Except as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions at the EGM and there were no Shares of Shareholders that were required under the Listing Rules to abstain from voting at the EGM. No Shareholder had indicated in the Circular that they intended to vote against or to abstain from voting on any of the ordinary resolutions at the EGM. Accordingly, there were 3,708,331,494 Shares entitling the Shareholders to attend and vote at the EGM.

Details of the poll result in respect of the ordinary resolutions proposed at the EGM were as follows:

Ordinary resolutions		Number of votes cast (Percent of total number of votes cast)		Total numbers of votes cast
		For	Against	
1	To approve the TZCI Supply Agreement, the transactions contemplated thereunder and the annual caps thereunder.	2,894,597,120 (98.76%)	36,470,195 (1.24%)	2,931,067,315
2	To approve the TFS Supply Agreement, the transactions contemplated thereunder and the annual caps thereunder.	2,894,596,120 (98.76%)	36,470,195 (1.24%)	2,931,067,315

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all the ordinary resolutions were duly passed by way of poll as ordinary resolutions of the Company.

The company's auditor, Mazars CPA Limited, acted as the scrutineer for vote-taking at the EGM.

By Order of the Board  
**Tingyi (Cayman Islands) Holding Corp.**  
**Ip Pui-Sum**  
*Company Secretary*

Shanghai, the PRC, 29 December 2016

*\* For identification purposes only*

*As at the date of this announcement, Mr. Wei Ing-Chou, Mr. Junichiro Ida, Mr. Wu Chung-Yi, Mr. Teruo Nagano, Mr. Wei Hong-Ming and Mr. Koji Shinohara are executive Directors of the Company. Mr. Hsu Shin-Chun, Mr. Lee Tiong-Hock and Mr. Hiromu Fukada are independent non-executive Directors of the Company.*