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Lanzhou Zhuangyuan Pasture Co., Ltd.*
蘭州莊園牧場股份有限公司

(a joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 1533)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING,
DOMESTIC SHAREHOLDERS' CLASS MEETING
AND
H SHAREHOLDERS' CLASS MEETING
HELD ON 30 SEPTEMBER 2016**

The board of directors (the “**Board**”) of Lanzhou Zhuangyuan Pasture Co., Ltd.* (the “**Company**”) is pleased to announce the poll results of the extraordinary general meeting of the Company (the “**EGM**”), the class meeting of domestic Shareholders (the “**Domestic Shareholders' Class Meeting**”), the class meeting of H Shareholders (the “**H Shareholders' Class Meeting**”), together with the EGM and the Domestic Shareholders' Class Meeting, collectively referred to as the “**Meetings**”) held by the Company at the Meeting Room, 3/F, Block 4, Mingyuan Hotel (Foot of East Peak of Xinglongshan), Yuzhong County, Lanzhou City, Gansu Province, the People's Republic of China (the “**PRC**”) on 30 September 2016. The convening of the Meetings were in accordance with the Company Law of the PRC and the Articles of Association.

Reference is made to the notices of the Meetings and the circular (the “**Original Circular**”) of the Company dated 12 August 2016, the 1st supplemental notice and 1st supplemental circular (the “**1st Supplemental Circular**”) of the Company dated 26 August 2016, and the 2nd supplemental notice and 2nd supplemental circular (the “**2nd Supplemental Circular**”, together with the Original Circular and the 1st Supplemental Circular, collectively referred to as the “**Circulars**”) of the Company dated 14 September 2016. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circulars.

As at the date of the Meetings, the total number of issued shares of the Company (the “**Shares**”) is 140,500,000 Shares (of which 105,370,000 are Domestic Shares and 35,130,000 are H Shares). No shareholder was required under the Listing Rules to abstain from voting on the resolutions. There was no Share entitling the holder to attend and abstain from voting in favour of the resolutions under Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the notices to vote against or to abstain from voting on any of the resolutions. All the resolutions at the Meetings were put to vote by way of poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for vote-taking at the Meetings.

1. CONVENING OF THE MEETINGS

(1) EGM

The total number of Shares entitling the holders to attend and vote on each of the resolutions at the EGM was 140,500,000 Shares. The total number of Shares with voting rights represented by the Shareholders attending the EGM in person or by proxy was 122,263,750 Shares, representing approximately 87.02% of the total number of Shares.

(2) Domestic Shareholders’ Class Meeting

The total number of Domestic Shares entitling the holders to attend and vote for or against the resolutions at the Domestic Shareholders’ Class Meeting was 105,370,000 Domestic Shares. The total number of Domestic Shares with voting rights represented by the Shareholders attending the Domestic Shareholders’ Class Meeting was 101,150,250 Domestic Shares, representing 96.00% of the total number of Domestic Shares.

(3) H Shareholders’ Class Meeting

The total number of H Shares entitling the holders to attend and vote for or against the resolutions at the H Shareholders’ Class Meeting was 35,130,000 H Shares. The total number of H Shares with voting rights represented by the Shareholders attending the H Shareholders’ Class Meeting was 21,113,500 H Shares, representing 60.10% of the total number of H Shares.

2. POLL RESULTS OF THE MEETINGS

(1) Poll Results of EGM

The poll results in respect of the respective resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal on the confirmation of connected transactions of the Company in 2013, 2014, 2015 and six months ended 30 June 2016	122,263,750 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposal on the approval of the Administrative Measures Regarding the Special Deposit and Saving Mechanism and the Use for the Funds Raised by the A Share Offering	122,263,750 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the proposal on the amendments to the Independent Directors Rules of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposal on the amendments to the Connected Transaction Mechanism of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposal on the amendments to Policy of External Guarantee of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the proposal on the adoption of the Information Disclosure Policy of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the proposal on the appointment of intermediaries for the offering and listing of A Shares	122,263,750 (100%)	0 (0%)	0 (0%)
7A.	To consider and approve the special report in relation to the use of proceeds raised by previous H Share offering as of 30 June 2016	122,263,750 (100%)	0 (0%)	0 (0%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
8.	To consider and approve the proposal on the application for initial public offering and listing of A Shares of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
	(1) Type of the securities to be issued;	122,263,750 (100%)	0 (0%)	0 (0%)
	(2) Par value;	122,263,750 (100%)	0 (0%)	0 (0%)
	(3) Issuance size;	122,263,750 (100%)	0 (0%)	0 (0%)
	(4) Target subscribers;	122,263,750 (100%)	0 (0%)	0 (0%)
	(5) Method of issuance;	122,263,750 (100%)	0 (0%)	0 (0%)
	(6) Method of price determination;	122,263,750 (100%)	0 (0%)	0 (0%)
	(7) Method of underwriting;	122,263,750 (100%)	0 (0%)	0 (0%)
	(8) Place of listing;	122,263,750 (100%)	0 (0%)	0 (0%)
	(9) Conversion of the form of the Company; and	122,263,750 (100%)	0 (0%)	0 (0%)
	(10) Valid period of the resolution.	122,263,750 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the proposal on the use of funds to be raised through the A Share Offering and the feasibility analysis report of the investment projects	122,263,750 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the proposal on the distribution of the accumulated undistributed profits before the A Share Offering	122,263,750 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the proposal on the approval of the Dividend Distribution Plan for Shareholders within the next three years (2017-2019)	122,263,750 (100%)	0 (0%)	0 (0%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
12.	To consider and approve the proposal on the approval of the Articles of Association (applicable upon the initial public offering and listing of A Shares)	122,263,750 (100%)	0 (0%)	0 (0%)
13.	To consider and approve the proposal on the stabilization of share price for three years following the A Share Offering	122,263,750 (100%)	0 (0%)	0 (0%)
14.	To consider and approve the proposal on the dilution of immediate return and its recovery after the A Share Offering	122,263,750 (100%)	0 (0%)	0 (0%)
15.	To consider and approve the proposal on the amendments to the Articles of Association of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
16.	To consider and approve the proposal on the amendments to the General Meeting's Rules of Procedure of the Company	122,263,750 (100%)	0 (0%)	0 (0%)
17.	To consider and approve the proposal on the authorization by the Shareholders to the Board to deal with all matters in relation to the A Share Offering	122,263,750 (100%)	0 (0%)	0 (0%)
18.	To consider and approve the proposal on establishment of the Rules for Dividend Distribution (being effective upon the initial public offering of A Shares and its listing)	122,263,750 (100%)	0 (0%)	0 (0%)

As more than half of the votes from the shareholders (including their proxies) attending the EGM were cast in favour of the resolutions numbered 1 to 7A, these resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes from the shareholders (including their proxies) attending the EGM were cast in favour of the resolutions numbered 8 to 18, these resolutions were duly passed as special resolutions.

(2) Poll Results of Domestic Shareholders' Class Meeting

The poll results in respect of the respective resolutions at the Domestic Shareholders' Class Meeting were as follows:

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal on the application for initial public offering and listing of A Shares of the Company	101,150,250 (100%)	0 (0%)	0 (0%)
	(1) Type of the securities to be issued;	101,150,250 (100%)	0 (0%)	0 (0%)
	(2) Par value;	101,150,250 (100%)	0 (0%)	0 (0%)
	(3) Issuance size;	101,150,250 (100%)	0 (0%)	0 (0%)
	(4) Target subscribers;	101,150,250 (100%)	0 (0%)	0 (0%)
	(5) Method of issuance;	101,150,250 (100%)	0 (0%)	0 (0%)
	(6) Method of price determination;	101,150,250 (100%)	0 (0%)	0 (0%)
	(7) Method of underwriting;	101,150,250 (100%)	0 (0%)	0 (0%)
	(8) Place of listing;	101,150,250 (100%)	0 (0%)	0 (0%)
	(9) Conversion of the form of the Company; and	101,150,250 (100%)	0 (0%)	0 (0%)
	(10) Valid period of the resolution.	101,150,250 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the proposal on the use of funds to be raised through the A Share Offering and the feasibility analysis report on the investment projects	101,150,250 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the proposal on the distribution of the accumulated undistributed profits before the A Share Offering	101,150,250 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposal on the stabilization of share price for three years following the A Share Offering	101,150,250 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposal on the dilution of immediate return and its recovery after the A Share Offering	101,150,250 (100%)	0 (0%)	0 (0%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
6.	To consider and approve the proposal on the authorization by the Shareholders to the Board to deal with all matters in relation to the A Share Offering	101,150,250 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the votes from the shareholders (including their proxies) attending the Domestic Shareholders' Class Meeting were cast in favour of the resolutions numbered 1 to 6, these resolutions were duly passed as special resolutions.

(3) Poll Results of H Shareholders' Class Meeting

The poll results in respect of the respective resolutions at the H Shareholders' Class Meeting were as follows:

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposal on the application for initial public offering and listing of A Shares of the Company	21,113,500 (100%)	0 (0%)	0 (0%)
	(1) Type of the securities to be issued;	21,113,500 (100%)	0 (0%)	0 (0%)
	(2) Par value;	21,113,500 (100%)	0 (0%)	0 (0%)
	(3) Issuance size;	21,113,500 (100%)	0 (0%)	0 (0%)
	(4) Target subscribers;	21,113,500 (100%)	0 (0%)	0 (0%)
	(5) Method of issuance;	21,113,500 (100%)	0 (0%)	0 (0%)
	(6) Method of price determination;	21,113,500 (100%)	0 (0%)	0 (0%)
	(7) Method of underwriting;	21,113,500 (100%)	0 (0%)	0 (0%)
	(8) Place of listing;	21,113,500 (100%)	0 (0%)	0 (0%)
	(9) Conversion of the form of the Company; and	21,113,500 (100%)	0 (0%)	0 (0%)
	(10) Valid period of the resolution.	21,113,500 (100%)	0 (0%)	0 (0%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
2.	To consider and approve the proposal on the use of funds to be raised through the A Share Offering and the feasibility analysis report of the investment projects	21,113,500 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the proposal on the distribution of the accumulated undistributed profits before the A Share Offering	21,113,500 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposal on the stabilization of share price for three years following the A Share Offering	21,113,500 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposal on the dilution of immediate return and its recovery after the A Share Offering	21,113,500 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the proposal on the authorization by the Shareholders to the Board to deal with all matters in relation to the A Share Offering	21,113,500 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the votes from the shareholders (including their proxies) attending the H Shareholders' Class Meeting were cast in favour of the resolutions numbered 1 to 6, these resolutions were duly passed as special resolutions.

By order of the Board
Lanzhou Zhuangyuan Pasture Co., Ltd.*
Ma Hongfu
Chairman

Lanzhou, the PRC, 30 September 2016

As at the date of this announcement, the executive Directors are Mr. Ma Hongfu, Mr. Wang Guofu, Mr. Chen Yuhai and Mr. Yan Bin; the non-executive Directors are Mr. Yap Kean Chong and Mr. Song Xiaopeng; and the independent non-executive Directors are Ms. Liu Zhijun, Ms. Xin Shihua and Mr. Wong Cho Hang Stanley.

* For identification purpose only