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CHINA CULIANGWANG BEVERAGES HOLDINGS LIMITED

中國粗糧王飲品控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 904)

**POLL RESULTS OF ANNUAL GENERAL MEETING AND SPECIAL
GENERAL MEETING HELD ON 14 SEPTEMBER 2015**

The Board is pleased to announce that all resolutions proposed at the AGM and the SGM, both held on 14 September 2015, were duly passed.

Reference is made to (i) the notice of annual general meeting (the “**AGM**”) of China Culiangwang Beverages Holdings Limited (the “**Company**”) dated 13 August 2015 (the “**Notice of AGM**”); and (ii) the notice of special general meeting (the “**SGM**”) of the Company dated 21 August 2015 (the “**Notice of SGM**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the AGM and the SGM, both held on 14 September 2015, all resolutions proposed were duly passed by way of poll voting.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM and the SGM.

The poll results of the AGM are as follows:

Ordinary Resolutions		Number of Shares (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 30 April 2015.	1,870,364,044 (89.00%)	231,072,000 (11.00%)
2.	(a) To re-elect Mr. Chen Changgai as an executive Director.	2,080,433,044 (99.00%)	21,003,000 (1.00%)
	(b) To re-elect Mr. Wei Xiongwen as an independent non-executive Director.	2,080,433,044 (99.00%)	21,003,000 (1.00%)
	(c) To re-elect Ms. Yu Xiao Min as an independent non-executive Director.	2,080,433,044 (99.00%)	21,003,000 (1.00%)
	(d) To authorise the Board to fix the Directors' remuneration.	2,080,436,044 (99.00%)	21,000,000 (1.00%)
3.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorize the Board to fix their remuneration.	2,080,436,044 (99.00%)	21,000,000 (1.00%)
4.	To grant a general mandate to the Directors to issue, allot and deal with new shares of the Company not exceeding 20% of issued share capital of the Company.	2,054,642,444 (97.77%)	46,793,600 (2.23%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of issued share capital of the Company.	2,080,436,044 (99.00%)	21,000,000 (1.00%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with new shares of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	2,059,203,944 (97.99%)	42,232,100 (2.01%)
7.	To approve the refreshment of the scheme mandate limit under the share option scheme adopted by the Company on 18 October 2013.	2,054,651,444 (97.77%)	46,784,600 (2.23%)

Note : Please refer to the Notice of AGM for the full text of the above resolutions.

As a majority of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 5,961,425,388 shares, which was the total number of shares entitling the shareholders of the Company to attend and vote on the resolutions at the AGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

The poll results of the SGM are as follows:

Ordinary Resolution		Number of Shares (%)	
		For	Against
1.	To approve, ratify and confirm the Equity Transfer Agreement and the Restructuring Agreement (as respectively defined in the circular of the Company dated 21 August 2015) and the transactions contemplated thereunder.	2,087,632,044 (99.00%)	21,000,000 (1.00%)
Special Resolution		For	Against
2.	To approve the change of English name of the Company and the adoption of a new secondary name of the Company.	2,087,632,044 (99.00%)	21,000,000 (1.00%)

Note : Please refer to the Notice of SGM for the full text of the above resolutions.

As a majority of the votes were cast in favour of the above resolution 1 and not less than three-fourths of the votes were cast in favour of the above resolution 2, the above resolution 1 was duly passed as ordinary resolution of the Company and the above resolution 2 was duly passed as special resolution of the Company.

As at the date of the SGM, the total number of issued shares of the Company was 5,961,425,388 shares, which was the total number of shares entitling the shareholders of the Company to attend and vote on the resolutions at the SGM. There were no restrictions on any shareholders of the Company to cast votes on the proposed resolutions at the SGM.

By Order of the Board
China Culiangwang Beverages Holdings Limited
Sun Shao Feng
Chairman

Hong Kong, 14 September 2015

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Sun Shao Feng (Chairman and Chief Executive Officer) and Mr. Chen Changgai; and four independent non-executive Directors, namely Mr. Wei Xiongwen, Mr. Hu Ji Rong, Mr. Zeng Shaoxiao and Ms. Yu Xiao Min.