

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.



CHINA MENGNIU DAIRY COMPANY LIMITED

中國蒙牛乳業有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2319)

RESIGNATION OF DIRECTOR, APPOINTMENT OF DIRECTOR,

AND

CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE

The Board announces that with effect from 14 June 2019:

- (a) Ms. Wu Wenting resigned as an executive director of the Company and a member of the Remuneration Committee;
- (b) Mr. Meng Fanjie was appointed as an executive director of the Company; and
- (c) Mr. Zhang Xiaoya, an independent non-executive director of the Company, was appointed as a member of the Remuneration Committee.

RESIGNATION OF DIRECTOR

The board of directors (the “**Board**”) of China Mengniu Dairy Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Wu Wenting (“**Ms. Wu**”) tendered her resignation as an executive director of the Company and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 14 June 2019 due to retirement.

Ms. Wu confirms that she has no disagreement with the Board and there is no matter relating to the resignation of Ms. Wu that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

* *For identification purpose only*

The Board would like to express its gratitude to Ms. Wu for her contribution to the Company during her tenure of service as an executive director of the Company and a member of the Remuneration Committee.

APPOINTMENT OF DIRECTOR

The Board is pleased to announce the appointment of Mr. Meng Fanjie (“**Mr. Meng**”) as an executive director of the Company with effect from 14 June 2019. The biographical details of Mr. Meng are set out below.

Mr. Meng Fanjie

Mr. Meng Fanjie, aged 55, previously worked as the General Manager of Shenyang Xiangxue Flour Co., Ltd., the Assistant to the General Manager and then as the Deputy General Manager of the Wheat Processing Department, the General Manager of COFCO’s Project Management Department, the General Manager of COFCO Chengdu Industrial Park, the Deputy General Manager of China Grain & Logistics Corporation, the Deputy General Manager of COFCO Trading Corporation and the Deputy Director of COFCO Group’s Party-mass Work Department (in charge of the daily work). Mr. Meng graduated from Tsinghua University with a Master’s Degree in electronic magnetics and microwave technology.

As at the date of this announcement, COFCO Corporation, through its wholly-owned subsidiaries, has a 70% interest in COFCO Dairy Holdings Limited. COFCO Dairy Investments Limited is owned by COFCO Dairy Holdings Limited and Colour Spring Limited (an indirect wholly-owned subsidiary of COFCO) as to approximately 56.4% and 12.2%, respectively. COFCO Dairy Investments Limited is directly and indirectly interested in approximately 31.39% of the total issued share capital of the Company. In addition, COFCO Corporation, through its wholly-owned subsidiaries, is indirectly interested in approximately 0.02% of the total issued share capital of the Company. As such, COFCO Corporation is a substantial shareholder of the Company.

Mr. Meng will enter into a letter of appointment with the Company for a term of three years commencing on 14 June 2019. Mr. Meng will be subject to retirement by rotation and re-election in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Company’s articles of association. Mr. Meng is entitled to remuneration to be determined with reference to his duties and responsibilities in the Group, the prevailing market rate and the remuneration policy of the Company and to be reviewed by the Remuneration Committee.

Save as disclosed above, as at the date of this announcement, Mr. Meng does not have any relationship with any director, senior management, substantial or controlling shareholders of the Company or hold any other directorships in any listed companies in the last three years. Save as disclosed in this announcement, Mr. Meng does not hold any other positions in the Company or any of its subsidiaries. As at the date of this announcement, Mr. Meng has no interest in shares of the Company within the meaning of Party XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in respect of the appointment of Mr. Meng that is discloseable pursuant to Rule 13.51(2) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the shareholders of the Company in connection with his appointment.

The Board would like to take this opportunity to welcome Mr. Meng to the Board.

CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE

The Board further announces that with effect from 14 June 2019, Mr. Zhang Xiaoya, an independent non-executive director of the Company, was appointed as a member of the Remuneration Committee.

By order of the Board
China Mengniu Dairy Company Limited
Jeffrey, Minfang Lu
Executive Director and Chief Executive Officer

Hong Kong, 14 June 2019

As at the date of this announcement, the Board comprises Mr. Jeffrey, Minfang Lu and Mr. Meng Fanjie as executive directors; Mr. Chen Lang, Mr. Niu Gensheng, Mr. Tim Ørting Jørgensen and Mr. Pascal De Petrini as non-executive directors; and Mr. Jiao Shuge (alias Jiao Zhen), Mr. Julian Juul Wolhardt, Mr. Zhang Xiaoya and Mr. Yau Ka Chi as independent non-executive directors.