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YIHAI INTERNATIONAL HOLDING LTD.

颐海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1579)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 6 NOVEMBER 2017**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of extraordinary general meeting (“**EGM**”) of Yihai International Holding Ltd. (the “**Company**”) both dated 18 October 2017. The EGM was held at 2:00 p.m. on Monday, 6 November 2017 at Conference Room 1, 2nd Floor, Building 6, Songlei Office Building, Heng Song Yuan, Middle Road of South 3rd Ring Road, Fengtai District, Beijing, PRC. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The EGM was conducted by way of voting by poll. As at the date of convening the EGM, the issued Shares and the total number of Shares entitling the holders to attend the EGM and vote on any resolutions proposed at the EGM was 1,046,900,000 Shares. Shareholders or their proxies who represent a total of 371,702,324 voting Shares of the Company, representing approximately 35.51% of the total issued share capital of the Company as at the date of the EGM, attended the EGM.

As stated in the Circular, the Joint Venture, of which Ms. Dang Chunxiang is the chairman, is owned as to 40% by Xinpai Shanghai, which is controlled as to approximately 62.70% by the controlling shareholders of the Company, Mr. Zhang Yong and Ms. Shu Ping, and 29.7% by Mr. Shi Yonghong (a non-executive Director) and his wife, and 2% by Mr. Gou Yiqun (a non-executive Director), Ms. Dang Chunxiang, Mr. Zhang Yong, Ms. Shu Ping, Mr. Shi Yonghong and Mr. Gou Yiqun and their respective associates were required to, and did, abstain from voting in relation to the ordinary resolution to approve the JV Transactions (including the JV Transactions Annual Caps), that is, resolution number 1 below, at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on resolution number 1 at the EGM was 471,135,487 Shares

representing approximately 45.00% of the total number of Shares in issue. Independent Shareholders or their proxies who represent a total of 371,702,324 voting Shares of the Company, representing approximately 78.89% of the total number of Shares entitling the Independent Shareholders to attend and vote on resolution number 1 as at the date of the EGM, attended the EGM.

Furthermore, as stated in the Circular, Mr. Zhang Yong, together with his wife Ms. Shu Ping, directly or indirectly hold approximately 67.5% of Sichuan Haidilao and approximately 62.7% of Singapore Haidilao, Mr. Shi Yonghong, directly or indirectly, holds approximately 8% of Sichuan Haidilao and approximately 14.9% of Singapore Haidilao, and Mr. Gou Yiqun, directly or indirectly, holds approximately 0.1% of Sichuan Haidilao and approximately 2% of Singapore Haidilao, Mr. Zhang Yong, Ms. Shu Ping, Mr. Shi Yonghong, Mr. Gou Yiqun, and their respective associates were required to, and did, abstain from voting in relation to the ordinary resolution to approve the sale of Small Hotpot Products to the Haidilao Group and the Revised Annual Caps of the Haidilao Continuing Connected Transactions, that is, resolution numbers 2 and 3 below, at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 2 and 3 at the EGM was 471,135,487 Shares representing approximately 45.00% of the total number of Shares in issue. Independent Shareholders or their proxies who represent a total of 371,702,324 voting Shares of the Company, representing approximately 78.89% of the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 2 and 3 as at the date of the EGM, attended the EGM.

To the best knowledge, information and belief of the Board after having made all reasonable enquiries, saved as disclosed above, there were no restrictions on any Shareholders to cast votes on any of the resolutions at the EGM, none of the Shareholders has any material interest in the matters considered at the EGM and is required to abstain from voting at the EGM. There were no Shares of the Company entitling the holders to attend the EGM but abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, none of the Shareholders is required to abstain from voting on resolutions proposed at the EGM in accordance with the Listing Rules. None of the Shareholders have stated their intention in the circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

The Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the poll at the EGM. The following are the poll results of the resolutions passed at the EGM:

Ordinary Resolutions		For (%)	Against (%)
(1)	To approve, ratify and confirm the hotpot soup flavouring products sales agreement (the “ Hotpot Soup Flavouring Products Sales Agreement ”) dated 18 September 2017 entered into between Yihai (Shanghai) Food Co., Ltd. (“ Yihai Shanghai ”) and Fuhai (Shanghai) Food Technology Co., Ltd. (the “ Joint Venture ”) in relation to the sale of hotpot soup flavouring products by Yihai Shanghai and its subsidiaries to the Joint Venture, and the self-serving small hotpot products sales agreement (the “ Small Hotpot Products Sales Agreement ”) dated 18 September 2017 entered into between the Joint Venture and Yihai Shanghai in relation to the sales of self-serving small hotpot products (the “ Small Hotpot Products ”) by the Joint Venture to Yihai Shanghai and its subsidiaries (the Hotpot Soup Flavouring Products Sales Agreement and the Small Hotpot Products Sales Agreement are collectively referred to as the “ Framework Sales and Purchase Agreements ”) and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 1 as set out in the notice of EGM)	371,702,324 (100.00%)	0 (0.00%)
(2)	To approve, ratify and confirm the supplemental master sales agreement (the “ Supplemental Master Sales Agreement ”) dated 18 September 2017 entered into between Sichuan Haidilao Catering Corporation Ltd. (“ Sichuan Haidilao ”), HAI DI LAO HOLDINGS PTE. LTD. (“ Singapore Haidilao ”) and, together with Sichuan Haidilao and their respective subsidiaries, the “ Haidilao Group ”) and Yihai Shanghai to regulate the sale of Small Hotpot Products by Yihai Shanghai and its subsidiaries to the Haidilao Group, and the transactions contemplated thereunder (Ordinary resolution 2 as set out in the notice of EGM)	371,702,324 (100.00%)	0 (0.00%)

Ordinary Resolutions		For (%)	Against (%)
(3)	To approve, ratify and confirm the proposed annual caps for the sale of the Small Hotpot Products to the Haidilao Group and the proposed revised annual caps for the sale of hotpot soup flavouring and Chinese-style compound condiment products manufactured using formulas owned by the Haidilao Group for use in its hot pot restaurants (the “ Haidilao Customized Products ”), and the proposed revised annual caps (the “ Revised Annual Caps ”) for the transactions contemplated under the master sales agreement dated 24 June 2016 entered into between Sichuan Haidilao, Singapore Haidilao and Yihai Shanghai (as supplemented by the Supplemental Master Sales Agreement) (Ordinary resolution 3 as set out in the notice of EGM).	371,702,324 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of the above ordinary resolution numbers 1 to 3, these ordinary resolutions were duly passed.

By Order of the Board
Yihai International Holding Ltd.
Mr. Gou Yiqun
Chairman

Beijing, 6 November 2017

As at the date of this announcement, the executive directors of the Company are Ms. Dang Chunxiang and Mr. Sun Shengfeng; the non-executive directors of the Company are Mr. Gou Yiqun, Mr. Zhang Yong, Mr. Shi Yonghong and Mr. Pan Di; and the independent non-executive directors of the Company are Mr. Yau Ka Chi, Mr. Qian Mingxing and Ms. Ye Shujun.