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现代牧业

**CHINA MODERN DAIRY HOLDINGS LTD.**

中國現代牧業控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1117)**

## **RESIGNATION AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

### **Resignation of Independent Non-Executive Director**

The board (the “**Board**”) of directors (the “**Directors**”) of China Modern Dairy Holdings Ltd. (the “**Company**”) announces that Mr. Liu Fu Chun (劉福春) (“**Mr. Liu**”) tendered to the Board his resignation as an independent non-executive Director of the Company, a member of the audit committee and the remuneration committee of the Company with effect from each of 25 August 2014 in order to focus on his other business engagements. Mr. Liu’s resignation was considered and approved at a meeting of the Board on 25 August and was effective from 25 August 2014.

Mr. Liu has confirmed that he has no disagreement with the Board and is not aware of any matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Liu for his contributions to the Board, the Company and its shareholders during his tenure of services.

### **Appointment of Independent Non-Executive Director**

The Board is pleased to announce that Mr. Zou Fei has been appointed as an independent non-executive Director of the Company and also a member of each of the audit committee and remuneration committee of the Company with effect from 25 August 2014.

**Mr. Zou Fei (鄒飛)** (“**Mr. Zou**”), aged 41, holds a master’s degree in economics and a doctor’s degree in finance from University of Texas of the United States of America. He is also a chartered financial analyst, a member of Chinese Finance Association of America and one of the experts listed in “Thousand Talents Program” launched by the People’s Republic of China.

Mr. Zou previously served in various positions such as a fund manager of American Century Investments, a managing director of special investment department of China Investment Corporation, the former chairman of the board of Chinese Finance Association of America and the board observer of Noble Group in Singapore. He is currently serving in positions such as the president of Synergy Capital and is an independent director of Delta Dunia Makmur TBK PT in Indonesia, senior consultant of Louis Dreyfus Commodities in France.

In connection with his appointment as Director, Mr. Zou will enter into a letter of appointment with the Company for a term of three years commencing from 25 August 2014 and is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Company’s articles of association. Mr. Zou will be entitled to an annual remuneration of RMB200,000.

Save as disclosed above, Mr. Zou does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company. He has not held any other directorships in any public companies the securities of which are listed on the Stock Exchange or overseas in the last three years or any other positions in the Company or any of its subsidiaries, and he does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter that needs to be brought to the attention of the shareholders of the Company in connection with the appointment of Mr. Zou, and there is no other information relating to Mr. Zou that is required to be disclosed pursuant to any of the requirements under rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Zou in joining the Board. The Board believes that the Company will benefit from Mr. Zou's professional knowledge in China.

For and on behalf of the Board  
**China Modern Dairy Holdings Ltd.**  
**Ms. GAO Lina**  
*Deputy Chairman, Chief Executive Officer  
and Executive Director*

Hong Kong, 25 August 2014

*As of the date of this announcement, the executive Directors are Ms. GAO Lina, Mr. HAN Chunlin and Mr. SUN Yugang; the non-executive Directors are Mr. YU Xubo, Mr. WOLHARDT Julian Juul, Mr. HUI Chi Kin Max and Mr. WU Jingshui; and the independent non-executive Directors are Mr. LI Shengli, Mr. LEE Kong Wai Conway, Mr. ZOU Fei and Mr. KANG Yan.*