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MODERN FARMING
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)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by China Modern Dairy Holdings Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

In view of the changes to Appendix 3 of the Listing Rules regarding the core shareholder protection standards (the “**Core Shareholder Protection Standards**”) which became effective on January 1, 2022, the board of directors (the “**Board**”) proposed to amend the existing memorandum and articles of the Company (the “**Memorandum and Articles of Association**”) to, among others, (i) bring the Memorandum and Articles of Association in line with the relevant requirements of the Listing Rules, including the Core Shareholder Protection Standards; (ii) provide greater flexibility in relation to the conduct of general meetings by allowing general meetings to be held as an electronic meeting or a hybrid meeting where shareholders of the Company (the “**Shareholders**”) may attend remotely through telephone, electronic or other communication facilities in addition to as a physical meeting; and (iii) make some other housekeeping improvements (collectively, the “**Proposed Amendments**”).

The Board proposed to adopt a new amended and restated Memorandum and Articles of Association (with the Proposed Amendments embedded) in substitution for, and exclusion of the existing Memorandum and Articles of Association.

The Proposed Amendments and the proposed adoption of new amended and restated Memorandum and Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be held on Wednesday, June 8, 2022 (the “**Annual General Meeting**”), and will become effective upon the approval by the Shareholders at the Annual General Meeting.

A circular containing, among others, particulars of the Proposed Amendments together with a notice convening the Annual General Meeting will be despatched to the Shareholders in due course.

For and on behalf of the Board
China Modern Dairy Holdings Ltd.
Li Kwok Fat
Company Secretary

Hong Kong, May 6, 2022

As of the date of this announcement, the executive directors are Mr. SUN Yugang and Mr. ZHU Xiaohui, the non-executive directors are Mr. LU Minfang (Chairman), Mr. ZHANG Ping, Mr. ZHAO Jiejun and Ms. GAN Lu, the independent non-executive directors are Mr. LI Shengli, Mr. LEE Kong Wai Conway and Mr. CHOW Ming Sang.