

The 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.



DACHAN FOOD (ASIA) LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

CHANGES IN THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

The Board announces the following changes in directorship and membership of Board committees:

1. Mr. LIU Fuchun has resigned as an independent non-executive director of the Company with effect from 31 October 2014 and upon his resignation taking effect, he will cease to be the chairman of the remuneration committee and member of the audit committee and nomination committee; and.
2. Mr. WEI Anning has been appointed as an independent non-executive director of the Company and will act as the chairman of the remuneration committee and a member of the audit committee and nomination committee with the effect from 31 October 2014 until the next general meeting of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of DaChan Food (Asia) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), announces that Mr. LIU Fuchun (“**Mr. LIU**”) has resigned as an independent non-executive director of the Company with effect from 31 October 2014 due to his desire to devote more time to his personal endeavours.

Upon Mr. LIU’s resignation taking effect, he will cease to be the the chairman of the remuneration committee and a member of the audit committee and nomination committee.

Mr. LIU confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. LIU for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that it has appointed Mr. WEI Anning as an independent non-executive director of the Company, the chairman of the remuneration committee and member of the audit committee and nomination committee with effect from 31 October 2014 until the next general meeting of the Company.

The biographical details of Mr. WEI are set out below.

Mr. WEI, aged 51, obtained his bachelor's degree in Economics in Nankai University in 1982, his master's degrees in Economics in Peking University in 1986 and in Williams College in the United States in 1991 and his doctorate degree in Agricultural Economics in University of Illinois at Urbana-Champaign in the United States in 1997.

Mr. WEI has served since August 2013 as an independent director of Ningbo Tianbang Joint Stock Limited* (寧波天邦股份有限公司), whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 002124). In addition, he has been the chairman of Shanghai Guwang Investment Management Limited* (上海谷旺投資管理有限公司) since October 2010, a director of Hangzhou United Bank (杭州聯合銀行) since February 2011, an independent director of Bio Vittoria Limited since March 2014, and an independent director of Orient Securities Company Limited (東方證券股份有限公司) since October 2014.

Over the past sixteen years, Mr. WEI has gained substantial experience in various companies in the sectors of banking, financial services and food production. From 1998 to 2002, he worked as a director of Rabobank Group (Northeast Asia Division) and provided consultancy service to several renowned food and agricultural companies. From 2003 to 2006, he was the executive vice president of New Hope Group (新希望集團), one of the largest suppliers of meat, egg, and dairy product in China. From 2003 to 2007, he served as a member of the supervisory board of China Minsheng Banking Corp. From January 2007 to September 2010, he served in China Region of Fortis Bank S.A./N.V. He was the chief business development manager from January 2007 to May 2009 and the chief executive officer of the China Region and the branch president of its Shanghai branch from June 2009 to September 2010. He was also a director of Shenergy Finance Co. Ltd during those years. From 2009 to 2010, Mr. WEI was a director of Forts Leasing (China) Limited (華比租賃(中國)有限公司). From 2010 to 2012, he was the chairman of a health food production company in China, Chinwhiz Agribusiness Co, Ltd (山東亞太中慧集團有限公司).

For the period from 1994 to 1997, Mr. WEI was an agricultural economist under the Department of Agriculture and Natural Resource of the World Bank. Mr. WEI has also been a part-time professor of the Economics and Business Administration School of China Agricultural University since January 2012.

Save as disclosed above, Mr. WEI does not at present, and did not in the past three years, hold any directorship in any other listed public companies or any other position with the Company or any other members of the Group.

There is a letter of appointment for his directorship in the Company pursuant to which Mr. WEI is appointed from 31 October 2014 until the next general meeting of the Company and shall be eligible for re-election by shareholders of the Company at the next general meeting and subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. WEI is entitled to a director’s fee which is of same level as the current director’s fees for other independent non-executive directors of the Company. The current director’s fees for such directors are the same as the amounts as disclosed in annual report 2013 of the Company, and is determined by the Board based on the remuneration policy of the Company.

As at the date of this announcement, Mr. WEI has no interest or short position in the shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance and does not have any relationship with any other directors, senior management or any substantial or controlling shareholders of the Company.

There is no information which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under paragraphs 13.51(2)(h) to 13.51(2)(w) of the Listing Rules, and the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warmest welcome to Mr. WEI.

On behalf of the Board
Han Jia-Hwan
Chairman

Hong Kong, 31 October 2014

As at the date of this notice, Mr. Han Jia-Hwan (Chairman) and Mr. Han Chia-Yin are the executive Directors, Mr. Han Chia-Yau, Mr. Harn Jia-Chen, Mr. Nicholas William Rosa and Mr. Chao Tien-Shin are the non-executive Directors, and Mr. Way Yung-Do, Mr. Chen Chih and Mr. Wei Anning are the independent non-executive Directors.

*The English transliteration of the Chinese name(s) in this announcement, where indicated with *, is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese names.*