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UNI-PRESIDENT CHINA HOLDINGS LTD.
統一企業中國控股有限公司

(a company incorporated in the Cayman Islands with limited liability)
(Stock Code: 220)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING;
RETIREMENT OF DIRECTORS;
AND
CHANGE OF COMMITTEE MEMBERS**

Reference is made to the circular (“**Circular**”) of Uni-President China Holdings Ltd. (“**Company**”) dated 24 March 2015. Unless the context requires otherwise, terms used herein shall have the same meanings as defined in the Circular.

(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING

The poll results in respect of the resolutions (“**Resolutions**”) proposed at the Annual General Meeting held on Friday, 15 May 2015 were as follows:

Ordinary Resolutions		Number of Votes <i>(Approximate %) (Note)</i>	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (“ Directors ”) and the auditors of the Company for the year ended 31 December 2014.	3,687,737,728 (100.000000%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To declare a final dividend for the year ended 31 December 2014.	3,687,737,728 (100.000000%)	0 (0.000000%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary Resolutions		Number of Votes (Approximate %) (Note)	
		For	Against
3.	To re-elect Mr. Hou Jung-Lung as an executive Director.	3,686,835,360 (99.975531%)	902,368 (0.024469%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
4.	To authorise the board of Directors to fix the remuneration of the Directors.	3,683,603,875 (99.975425%)	905,453 (0.024575%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
5.	To re-appoint PricewaterhouseCoopers as the auditors of the Company and authorise the board of Directors to fix their remuneration.	3,669,102,010 (99.565650%)	16,006,265 (0.434350%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
6.	To grant a general mandate to the Directors to allot, issue and deal with the unissued shares of HK\$0.01 each in the share capital of the Company, the aggregate nominal amount of which shall not exceed 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	3,230,890,739 (90.046702%)	357,125,990 (9.953298%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
7.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10% of the issued share capital of the Company as at the date of passing of this resolution.	3,687,736,442 (99.999965%)	1,286 (0.000035%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
8.	To add the nominal amount of the shares in the Company repurchased by the Company to the general mandate granted to the Directors under resolution no. 6 above.	3,350,753,409 (93.387341%)	237,263,320 (6.612659%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Note:

The number and percentage of votes are based on the total number of the Shares held by the Shareholders who voted at the Annual General Meeting in person, by authorised corporate representative(s) or by proxy(ies).

As at the date of the Annual General Meeting:

- (i) to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, there was no restriction on any Shareholders to cast votes on any of the Resolutions and no Shareholder was required to abstain from voting on the same. Accordingly, the total number of Shares entitling the holder to attend and vote for or against the Resolutions was 4,319,334,000 Shares, representing 100% of the issued share capital of the Company;
- (ii) there was no Share entitling the holder to attend and abstain from voting in favour of any of the Resolutions according to Rule 13.40 of the Listing Rules;
- (iii) there was no Share entitling the holder to attend and vote only against any of the Resolutions; and
- (iv) none of the Shareholders has stated his/her/its intention in the Circular to vote against any of the Resolutions or to abstain from voting at the Annual General Meeting.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

(II) RETIREMENT OF DIRECTORS

The Board wishes to announce that at the conclusion of the Annual General Meeting, Mr. Lin Lung-Yi (“**Mr. Lin**”) retired as a non-executive Director and Mr. Yang Ing-Wuu (“**Mr. Yang**”) retired as an independent non-executive Director. Following their retirement, Mr. Lin ceased to act as a member of the audit committee of the Board (“**Audit Committee**”) and Mr. Yang ceased to act as a member of the remuneration committee of the Board (“**Remuneration Committee**”) and a member of the investment, strategy and development committee of the Board (“**Investment, Strategy and Development Committee**”). Both of Mr. Lin and Mr. Yang have confirmed that they have no disagreement with the Board and that there is no other matter in relation to their retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Lin and Mr. Yang for their contribution to the Company during their respective tenures of office.

(III) CHANGE OF COMMITTEE MEMBERS

The Board approved the following appointments in replacement of Mr. Lin and Mr. Yang, having reviewed the qualification and experience of the respective Directors:

- (a) Mr. Su Tsung-Ming, a non-executive Director, has been appointed as a member of the Audit Committee with effect from the conclusion of the Annual General Meeting;
- (b) Mr. Lo Peter, an independent non-executive Director, has been appointed as a member of the Remuneration Committee with effect from the conclusion of the Annual General Meeting; and

- (c) Mr. Fan Ren-Da, Anthony, an independent non-executive Director, has been appointed as a member of the Investment, Strategy and Development Committee with effect from the conclusion of the Annual General Meeting.

On behalf of the Board
Uni-President China Holdings Ltd.
Lo Chih-Hsien
Chairman

Hong Kong, 15 May 2015

As at the date of this announcement, the board of Directors comprised Mr. Lo Chih-Hsien, Mr. Hou Jung-Lung and Mr. Chen Kuo-Hui as executive Directors; Mr. Su Tsung-Ming as non-executive Director; and Mr. Chen Sun-Te, Mr. Fan Ren-Da, Anthony and Mr. Lo Peter as independent non-executive Directors.