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## **YIHAI INTERNATIONAL HOLDING LTD.**

**頤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 31 DECEMBER 2020**

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 15 December 2020. The EGM was held at 10:00 a.m. on Thursday, 31 December 2020 at Room 609, No. 5 Building of Jiuting Center, No. 65 Huting North Road, Songjiang District, Shanghai, 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 308,949,633 voting Shares of the Company, representing approximately 29.51% of the total issued Shares of the Company as at the date of the EGM, attended the EGM.

As stated in the Circular, Mr. Zhang Yong, Ms. Shu Ping and Mr. Shi Yonghong directly or indirectly hold shares and/or equity interests in Haidilao, Shuhai Supply Chain and the Joint Venture, they and their respective associates (which in aggregate hold 550,710,513 Shares, representing approximately 52.60% of the issued Shares) were required to, and did, abstain from voting on the ordinary resolutions to approve the Haidilao Master Sales Agreement, Shuhai Sales Agreement, Shuhai Purchase Agreement and Joint Venture Framework Sales and Purchase Agreements (including their respective proposed annual caps), that is, resolution numbers 1 to 4 below, at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 1 to 4 at the EGM was 496,189,487 Shares, representing approximately 47.40% of the issued Shares. Independent Shareholders or their proxies who represent a total of 308,949,633 voting Shares of the Company, representing approximately 62.26% of the total number of Shares entitling the Independent Shareholders to attend and vote on resolution numbers 1 to 4 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 master sales agreement (the “ <b>Haidilao Master Sales Agreement</b> ”) dated 7 December 2020 entered into between the Company and Haidilao International Holding Ltd. (“ <b>Haidilao</b> ” and together with its subsidiaries, the “ <b>Haidilao Group</b> ”) in relation to (a) 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; (b) the sale of retail hotpot soup flavouring, hotpot dipping sauce and Chinese-style compound condiment products manufactured using formulas owned by the Company for display and sale to consumers on the online platforms of the Haidilao Group and in hot pot restaurants of the Haidilao Group; and (c) the sale of the convenient ready-to-eat food products to the Haidilao Group, and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 1 as set out in the notice of EGM)	308,949,633 (100%)	0 (0%)
(2)	To approve, ratify and confirm the sales agreement (the “ <b>Shuhai Sales Agreement</b> ”) dated 7 December 2020 entered into between the Company and Shuhai (Beijing) Supply Chain Management Co., Ltd. (“ <b>Shuhai Supply Chain</b> ”, and together with its subsidiaries, the “ <b>Shuhai Supply Chain Group</b> ”) in relation to the sale of products customized for Shuhai Supply Chain Group’s customers who are catering service clients and products targeting at the retail market, and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 2 as set out in the notice of EGM)	308,913,633 (100%)	0 (0%)
(3)	To approve, ratify and confirm the purchase agreement (the “ <b>Shuhai Purchase Agreement</b> ”) dated 7 December 2020 entered into between the Company and Shuhai Supply Chain in relation to the purchase of ingredients, and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 3 as set out in the notice of EGM)	308,778,733 (100%)	0 (0%)

Ordinary Resolutions		For (%)	Against (%)
(4)	To approve, ratify and confirm the condiment products sales agreement (the “ <b>JV Condiment Products Sales Agreement</b> ”) dated 7 December 2020 entered into between the Company and Fuhai (Shanghai) Food Technology Co., Ltd. (the “ <b>Joint Venture</b> ”) in relation to the sale of condiment products by the Company and its subsidiaries to the Joint Venture, and the convenient ready-to-eat food products sales agreement (the “ <b>JV Convenient Ready-to-eat Food Products Sales Agreement</b> ”) dated 7 December 2020 entered into between the Joint Venture and the Company in relation to the sales of convenient ready-to-eat food products by the Joint Venture to the Company and its subsidiaries (the JV Condiment Products Sales Agreement and the JV Convenient Ready-to-eat Food Products Sales Agreement are collectively referred to as the “ <b>Joint Venture Framework Sales and Purchase Agreements</b> ”), and to approve the relevant annual caps and the transactions contemplated thereunder (Ordinary resolution 4 as set out in the notice of EGM)	308,949,633 (100%)	0 (0%)
(5)	To re-elect Mr. Zhao Xiaokai as an executive director of the Company (Ordinary resolution 5 as set out in the notice of EGM)	305,991,071 (99.042380%)	2,958,562 (0.957620%)

As more than 50% of the votes were cast in favour of the above ordinary resolution numbers 1 to 5, these ordinary resolutions were duly passed.

By Order of the Board  
**Yihai International Holding Ltd.**  
**Mr. Shi Yonghong**  
*Chairman*

Shanghai, 31 December 2020

*As of the date of this announcement, the executive directors of the Company are Mr. Shi Yonghong, Mr. Guo Qiang, Mr. Sun Shengfeng, Ms. Shu Ping and Mr. Zhao Xiaokai; the non-executive director of the Company is Mr. Zhang Yong; and the independent non-executive directors of the Company are Mr. Yau Ka Chi, Mr. Qian Mingxing and Ms. Ye Shujun.*