



C.P. POKPHAND CO. LTD.
(Incorporated in Bermuda with limited liability)
(Stock Code: 43)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF BOTH THE AUDIT COMMITTEE AND THE REMUNERATION COMMITTEE

The board of directors (the “Board”) of C.P. Pokphand Co. Ltd. (the “Company”) announces that Mr. Kowit Wattana (“Mr. Wattana”) has resigned as an independent non-executive director and a member of both the audit committee and remuneration committee of the Company with effect from 29 July 2008 due to his other job commitment in Thailand.

Mr. Wattana has confirmed to the Board that he has no disagreement with the Board and that there are no other matters in relation to his resignation which need to be brought to the attention of the shareholders of the Company.

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

Following the aforesaid resignation, the Company currently has two independent non-executive directors and two audit committee members which fall below the minimum number of three independent non-executive directors and three members in the audit committee as required under Rule 3.10(1) and Rule 3.21 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Listing Rules”). The Company currently has four remuneration committee members, consisting of two executive directors and two independent non-executive directors which fall below the requirement of the majority of the members of the remuneration committee should be independent non-executive directors as required by the Code on Corporate Governance Practices set out in Appendix 14 to the Listing Rules. The Company will use its best endeavours to identify a suitable candidate to fill the above vacancies within three months from the date of this announcement. Further announcement will be made as and when appropriate.

By Order of the Board
Robert Ping-Hsien Ho
Director

Hong Kong, 29 July 2008

As at the date of this announcement, the Board comprises twelve executive directors, namely Mr. Sumet Jiaravanon, Mr. Dhanin Chearavanont, Mr. Thanakorn Seriburi, Mr. Meth Jiaravanont, Mr. Anan Athigapanich, Mr. Damrongdej Chalongphuntarat, Mr. Robert Ping-Hsien Ho, Mr. Bai Shanlin, Mr. Soopakij Chearavanont, Mr. Nopadol Chiaravanont, Mr. Benjamin Jiaravanon and Mr. Narong Chearavanont, and two independent non-executive directors, namely Mr. Sombat Deoisres and Mr. Ma Chiu Cheung, Andrew.