

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.



C.P. POKPHAND CO. LTD.

(Incorporated in Bermuda with limited liability)

(Stock Code: 43)

PROFIT WARNING

This announcement is made by C.P. Pokphand Co. Ltd. (the “Company”, and together with its subsidiaries, the “Group”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Future Ordinance (Chapter 571, Law of Hong Kong).

The board of directors of the Company (the “Board”) wishes to inform shareholders of the Company (the “Shareholders”) and potential investors that, based on the unaudited management accounts prepared for the nine months period ended 30 September 2021, the Group is expected to record a consolidated loss attributable to Shareholders in the range of US\$15 million to US\$20 million for the period, as compared to a profit of US\$496 million for the corresponding period in 2020.

The Board refers to the previous profit warning announcement of the Company published on 30 September 2021 (the “30 Sep Announcement”), in which the Company disclosed that, based on the unaudited management accounts prepared for the eight months ended 31 August 2021, the Group had recorded a consolidated unaudited profit attributable to Shareholders of approximately US\$112 million, a decrease of 75% as compared to that of US\$441 million for the corresponding period in 2020. The Board also stated in the 30 Sep Announcement that the Board was anticipating that, for the month of September 2021, (1) poultry and swine prices in China and swine prices in Vietnam would have fallen further (from their already lower prices before September 2021), and (2) a significant negative net change in fair value of biological assets would accordingly have to be recorded, so that the consolidated profit attributable to Shareholders for the nine month period ended 30 September 2021 would be significantly lower than that of US\$496 million recorded for the corresponding period in 2020. Based on the unaudited management accounts prepared for the nine months ended 30 September 2021 now available to the Board, mainly due to the lower swine and poultry prices prevailing in the month of September 2021 and the negative net change in fair value of biological assets for the nine month period now estimated to be in the range of US\$125 million to US\$130 million, the Board now expects the Group to record a small consolidated unaudited loss attributable to Shareholders for the nine months ended 30 September 2021 in the range of US\$15 million to US\$20 million.

The Board expects the Group’s business operations for the rest of the year to continue to be negatively impacted by the low poultry and swine prices in China and low swine prices in Vietnam, which may or may not fall further.

The Company is in the process of finalising the results of the Group for the nine months ended 30 September 2021. The information contained in this announcement is only based on the preliminary assessment by the Board with reference to the unaudited management accounts of the Group for the nine months ended 30 September 2021 and the information currently available to the Board,

which have not been reviewed or audited by the Company's auditors. Shareholders and potential investors are advised to refer to details in the Group's results announcement for the nine months ended 30 September 2021 which is expected to be published in mid-November 2021.

Reference is also made to the announcement (the "Rule 3.5 Announcement") jointly issued by the Company and CPF Investment Limited on 30 September 2021 in relation to, among other things, the proposed privatisation of the Company. The profit warning included in this announcement (the "Profit Warning") constitutes a profit forecast under Rule 10 of The Codes on Takeovers and Mergers (the "Takeovers Code") issued by the Securities and Futures Commission of Hong Kong and is required under Rule 10.3 of the Takeovers Code to be reported on by the Company's financial adviser and auditors or accountants.

In view of the requirement for timely disclosure of inside information under Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions, the Company is required to issue this announcement as soon as practicable, and given the time constraints, the Company has encountered genuine practical difficulties (timewise or otherwise) in meeting the reporting requirements set out in Rule 10.3 of the Takeovers Code.

Under Rule 10.4 of the Takeovers Code, if a profit forecast is published first in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors or accountants on the said profit forecast, in the next document to be sent to the Shareholders. As the Company expects to publish the unaudited results of the Group for the nine months ended 30 September 2021 (the "Quarterly Results") prior to the despatch of the Scheme Document, the reports from the Company's financial advisers and auditors or accountants on the profit estimate as set forth in the Quarterly Results (the "Reports") will be included in the Quarterly Results and the requirement under Rule 10 of the Takeovers Code to report on the Profit Warning will be superseded by the publication of the Quarterly Results. The Quarterly Results and the Reports will be repeated in the Scheme Document to be sent to the Shareholders.

Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company and also when placing reliance on the Profit Warning in assessing the merits and demerits of the proposed privatisation of the Company.

By Order of the Board
Arunee Watcharananan
Director

Hong Kong, 19 October 2021

As at the date of this announcement, the Board comprises Mr. Soopakij Chearavanont (Chairman and Executive Director), Mr. Adirek Sripratak, Mr. Suphachai Chearavanont, Mr. Narong Chearavanont, Mr. Bai Shanlin, Mr. Sooksunt Jiumjaiswanglerg, Mrs. Arunee Watcharananan and Mr. Yu Jianping (each an Executive Director), and Mr. Meth Jiaravanont and Mr. Yoichi Ikezoe (each a Non-executive Director), and Mr. Vinai Vittavasgarnvej, Mrs. Vatchari Vimooktayon, Mr. Cheng Yuk Wo, Professor Dr. Pongsak Angkasith and General Udomdej Sitabutr (each an Independent Non-executive Director).

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in the announcement misleading.