



China Modern Dairy Holdings Ltd. (the “*Company*”)
中國現代牧業控股有限公司
(Incorporated in the Cayman Islands with limited liability)

Shareholder Communication Policy

(Adopted by the Board on 30 March 2012 and effective from 1 April 2012)

1. Purpose

- 1.1. The Company, and together with its subsidiaries, the “**Group**”) recognises the value of and is committed to keeping shareholders of the Company, both individual and institutional (collectively, “**Shareholders**”) well informed of important news and all major developments affecting the state of affairs of the Group.
- 1.2. This Policy aims to set out the provisions with the objective of ensuring Shareholders and, in appropriate circumstances, the investment community at large, are provided with ready, equal and timely access to balanced and understandable information about the Group (including its financial performance, strategic goals and plans, material developments, governance and risk profile) in order to enable Shareholders to exercise their rights in an informed manner and to allow Shareholders and the investment community to engage actively with the Company.
- 1.3. For the purpose of this Policy, references to the investment community are intended to include the Company’s potential investors as well as analysts reporting and analysing the Group’s performance.

2. General Policy

- 2.1. The Board shall maintain an on-going dialogue with Shareholders and the investment community, and will regularly review this Policy to ensure its effectiveness.

2.2. Information shall be communicated to Shareholders and the investment community mainly through:

- a) disclosures to the market submitted to The Stock Exchange of Hong Kong Limited (“SEHK”) which are posted on the Hong Kong Exchanges and Clearing Limited news website (www.hkexnews.hk/)(“**HKEx News website**”);
- b) the Company’s website (www.moderndairyir.com);
- c) interim reports and annual reports; and
- d) annual general meetings and other general meetings.

2.3. Corporate communication made by the Company will be provided to Shareholders in plain language and generally in both English and Chinese versions to facilitate Shareholders’ understanding. Shareholders have the right to choose the language (either English or Chinese) or means of receipt of the corporate communication (in hard copy or through electronic means).

2.4. Any question regarding this Policy shall be directed to the Investor Relations officers.

3. HKEx News website

3.1. The Company releases information to SEHK via the HKEx News website from time to time in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Codes on Takeovers and Mergers and Share Repurchases. Such information includes financial statements, results announcements, circulars and notice of general meetings and associated explanatory documents.

3.2. All disclosures made on the HKEx News website are also available to Shareholders in the Company’s website.

4. Company's Website

4.1. The Company believes that communicating with Shareholders through its website (www.moderndairyir.com) is an efficient way of distributing information in a timely and convenient manner.

4.2. The Company's website includes the following relevant information for easy access by Shareholders and the investment community:

- a) market price of the Company;
- b) announcements, circulars and other disclosures made by the Company at the HKEx News website;
- c) interim and annual reports of the Company;
- d) press releases made by the Company;
- e) investors presentations made by the Company;
- f) details relating to the Company's directors;
- g) policies in relation to corporate governance, including terms of references of the Board and its committees;
- h) list of main analysts of the Company and their contact information; and
- i) a chronological list of key milestones of the Group.

4.3. Information on the Company's website will be continuously reviewed and updated to ensure that information is current, or appropriately dated and archived.

5. Financial reports

The publication of the Company's interim and annual reports is a central means of communication to Shareholders. The financial reports include information in relation to the Group's activities, operations and performance over the past financial year. Shareholders will also be provided with a detailed review and analysis of the Group's objective and performances in the financial reports. The financial reports will be placed on the HKEx News website as well as the Company's website.

6. Shareholders' Meetings

- 6.1. The Company recognises the rights of Shareholders and encourages Shareholders to participate in general meetings or to appoint proxies to attend and vote at meetings for and on their behalf if they are unable to attend the meeting. The general meeting provides an important opportunity for Shareholders to express their view to the Board and management and to exercise Shareholders' rights.
- 6.2. The date, time, location and voting information of the general meetings will be provided in the notice of general meeting. The notice of general meetings and the proxy forms will be distributed to Shareholders prior to the meeting in compliance with the articles of associations of the Company and the Listing Rules.
- 6.3. Any one or more Shareholders holding not less than one-tenth of the issued share capital of the Company carrying the right of voting at general meetings may require an extraordinary general meeting by a written requisition to the Board or the Company Secretary either via personal delivery or mail (Attn: Board of Directors/ Company Secretary, at Unit 2402, 24/F, Alliance Building, 130-136 Connaught Road Central, Sheung Wan, Hong Kong) or via email (info@moderndairyir.com). The Board shall proceed duly within 21 days from the date of deposit of the requisition to convene a general meeting to be held within a further 21 days.
- 6.4. Shareholders are encouraged to ask questions about or comment on the results, operations, strategy and/or management of the Group at general meetings. Either the chairman or the deputy chairman of the Board committees, appropriate management executive and external auditors shall be available at general meetings to answer questions from Shareholders. Time is set aside in each general meeting for such question and answer session.
- 6.5. Shareholders are welcomed to suggest proposals relating to the operations, strategy and/or management of the Group to be discussed at general meetings. Proposals shall be sent to the Board pursuant to paragraph 8 and the Board may, in its sole discretion, consider if such proposals are appropriate and shall be put forward to the Shareholders for approval at next annual general meeting or at an extraordinary general meeting to be convened by the Board, as appropriate.

7. Investors Relation Staff

The investor relations team ensures the Company communicates its progress and goals clearly on an ongoing basis. The team is available to handle queries from investors via personal delivery or mail (Attn: Investor Relations, at Unit 2402, 24/F, Alliance Building, 130-136 Connaught Road Central, Sheung Wan, Hong Kong), via telephone (+852-2851-0525) or via email (info@moderndairyir.com). The Investor Relation officers shall reply to relevant queries as soon as practicable.

8. Correspondences to the Board

8.1. The Board provides to every Shareholder the ability to communicate with the Board through an established process for Shareholder communication.

8.2. Shareholders may send such correspondences to the following address via personal delivery, mail or courier to:

Attention:

Shareholder Communication
Board of Directors
Unit 2402, 24/F, Alliance Building,
130-136 Connaught Road Central,
Sheung Wan,
Hong Kong

Email correspondences should be sent to info@moderndairyir.com.

8.3. All correspondences so marked and received by the Company shall be delivered to the Group's Investor Relations officers whom shall initially review all correspondences. The Investor Relations officers shall maintain a log of the correspondence and forward either a summary of the correspondences or a copy of the correspondences to the Board for consideration at its next meeting.

8.4. The Company's acceptance and forwarding of a communication to the Board, or any member or members of the Board, does not imply that the directors owe or assume any fiduciary duty to the person submitting the correspondence.

This Policy shall be placed on the Company's website and is subject to regular review by the Board and may be modified from time to time (as appropriate) to ensure its effectiveness and reflect current best practice in communications with Shareholders.