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C.P. POKPHAND CO. LTD.

(Incorporated in Bermuda with limited liability)

(Stock Code: 43)

CHANGE IN COMPOSITION OF BOARD, CHANGE OF TITLE OF DIRECTORS, FORMATION OF NOMINATION COMMITTEE AND CHANGE IN COMPOSITION OF REMUNERATION COMMITTEE

The Board is pleased to announce that, with effect from 1 April 2012, the following changes have taken place:

(I) Change in Composition of Board and Change of Title of Directors

- (a) Mr. Adirek Sripratak has been appointed as a Vice Chairman of the Company;
- (b) Mrs. Arunee Watcharananan has been appointed as an Executive Director of the Company;
- (c) Mr. Robert Ping-Hsien Ho has resigned as an Executive Director of the Company;
- (d) Mr. Bai Shanlin's title has been changed from the "Chief Executive Officer (Feed Division)" to the "Chief Executive Officer (China Area)"; and
- (e) Mr. Sooksunt Jiumjaiswanglerg has been appointed as the Chief Executive Officer (Vietnam Area) of the Company.

(II) Formation of Nomination Committee

The Board has established the Nomination Committee. Mr. Dhanin Chearavanont has been appointed as the chairman of the Nomination Committee. Mr. Adirek Sripratak, Mr. Ma Chiu Cheung, Andrew, Mr. Sombat Deo-isres and Mr. Sakda Thanitcul have been appointed as members of the Nomination Committee.

(III) Change in Composition of Remuneration Committee

- (a) Mr. Ma Chiu Cheung, Andrew has been appointed as the chairman of the Remuneration Committee;
- (b) Mr. Adirek Sripratak has been appointed as a member of the Remuneration Committee;
- (c) Mr. Thanakorn Seriburi has resigned as the chairman but remains as a member of the Remuneration Committee; and
- (d) Mr. Patrick Thomas Siewert has resigned as a member of the Remuneration Committee.

The board of directors (the "Board") of C.P. POKPHAND CO. LTD. (the "Company") is pleased to announce that the following changes have taken place with effect from 1 April 2012:

(I) Change in Composition of Board and Change of Title of Directors

Appointments of Executive Directors

- (a) Mr. Adirek Sripratak ("Mr. Sripratak"), aged 65, has been appointed as a Vice Chairman of the Company. Mr. Sripratak has been the President and the Chief Executive Office of Charoen Pokphand Foods Public Company Limited ("CPF"), a company listed on the Stock Exchange of Thailand, since 2003. He is also a director of several subsidiaries of CPF and CP ALL Public Company Limited, a company listed on the Stock Exchange of Thailand. He has more than 40 years' experience in the agribusiness and food industry. His valuable

experience is widely recognised and has led to his appointment to a number of public office and positions. His public service experience includes serving as a Senator of the National Assembly of Thailand, the Honorary Chairman of the Thai Broiler Processing Exporters Association and an Honorary Director of Chiang Mai University Council. He received Honorary Doctorates from a number of universities including Maejo University, Chiang Mai University and Rajamangala University of Technology Isan, Thailand. Mr. Sripratak is the elder brother of Mrs. Arunee Watcharananan.

Save as disclosed above, Mr. Sripratak does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. Mr. Sripratak does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Saved as disclosed above, he has not held any other directorships in listed public companies in the last three years and he does not hold any other positions with the Company or any of its subsidiaries.

There is no service contract entered into between the Company and Mr. Sripratak and he will not receive any director's fee with respect to his appointment. He is not appointed for a specific term but shall be subject to rotational retirement and re-election requirements at general meetings in accordance with the bye-laws of the Company.

Save as disclosed above, there is no information relating to Mr. Sripratak that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there are no other matters that need to be brought to the attention of the shareholders of the Company in respect of Mr. Sripratak's appointment.

- (b) Mrs. Arunee Watcharananan ("Mrs. Watcharananan"), aged 63, has been appointed as an Executive Director of the Company. Mrs. Watcharananan has been an Executive Director of CPF since 2000. She is also a director of several subsidiaries of CPF. She graduated from Thammasat University, Thailand with a Bachelor degree in Economics. Mrs. Watcharananan is the younger sister of Mr. Sripratak.

Save as disclosed above, Mrs. Watcharananan does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. Mrs. Watcharananan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Saved as disclosed above, she has not held any other directorships in listed public companies in the last three years and she does not hold any other positions with the Company or any of its subsidiaries.

There is no service contract entered into between the Company and Mrs. Watcharananan and she will not receive any director's fee with respect to her appointment. She is not appointed for a specific term but shall be subject to rotational retirement and re-election requirements at general meetings in accordance with the bye-laws of the Company.

Save as disclosed above, there is no information relating to Mrs. Watcharananan that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there are no other matters that need to be brought to the attention of the shareholders of the Company in respect of Mrs. Watcharananan's appointment.

Resignation of Director

Mr. Robert Ping-Hsien Ho ("Mr. Ho") has resigned as an Executive Director of the Company as he needs to devote more of his time and attention to his other duties as the chief financial officer, international of the Charoen Pokphand Group. Mr. Ho has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that needs 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. Ho for his valuable contribution to the Company during his tenure of office, and also to extend its warmest welcome to Mr. Sripratak and Mrs. Watcharananan on their appointments.

Change of Title of Directors

- (a) Mr. Bai Shanlin, an Executive Director and the Chief Executive Officer (Feed Division) of the Company, continues to be an Executive Director of the Company but his title of “Chief Executive Officer (Feed Division)” has changed to “Chief Executive Officer (China Area)”.
- (b) Mr. Sooksunt Jiumjaiswanglerg, an Executive Director of the Company, continues to be an Executive Director of the Company and he has also been appointed as the Chief Executive Officer (Vietnam Area) of the Company.

(II) Formation of Nomination Committee

The Board further announces that it has established a nomination committee (the “Nomination Committee”) with written terms of reference with effect from 1 April 2012 (a copy of such terms of reference is available on the website of each of the Stock Exchange and the Company). The Board has appointed Mr. Dhanin Chearavanont as the chairman of the Nomination Committee and Mr. Sripratak, Mr. Ma Chiu Cheung, Andrew, Mr. Sombat Deo-isres and Mr. Sakda Thanitcul as members of the Nomination Committee.

(III) Change in Composition of Remuneration Committee

- (a) Mr. Ma Chiu Cheung, Andrew, an Independent Non-executive Director of the Company, has been appointed as the chairman of the Remuneration Committee of the Board (the “Remuneration Committee”);
- (b) Mr. Sripratak has been appointed as a member of the Remuneration Committee;
- (c) Mr. Thanakorn Seriburi has resigned as the chairman but remains as a member of the Remuneration Committee; and
- (d) Mr. Patrick Thomas Siewert has resigned as a member of the Remuneration Committee.

By Order of the Board
Arunee Watcharananan
Director

Hong Kong, 1 April 2012

As at the date of this announcement, the Board comprises nine executive directors, namely, Mr. Dhanin Chearavanont, Mr. Adirek Sripratak, Mr. Thanakorn Seriburi, Mr. Soopakij Chearavanont, Mr. Bai Shanlin, Mr. Sooksunt Jiumjaiswanglerg, Mr. Anan Athigapanich, Mr. Suphachai Chearavanont, Mrs. Arunee Watcharananan and two non-executive directors, namely Mr. Meth Jiaravanont and Mr. Patrick Thomas Siewert (Mr. Poon Yee Man Alwin as alternate director), and three independent non-executive directors, namely, Mr. Ma Chiu Cheung, Andrew, Mr. Sombat Deo-isres and Mr. Sakda Thanitcul.