

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)

CHANGE OF AUDITORS

This announcement is made by the board of directors (the “Board”) of C.P. Pokphand Co. Ltd. (the “Company”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Charoen Pokphand Foods Public Company Limited (“CPF”) is the immediate holding company of the Company and KPMG is currently the auditor of CPF. The Board believes that it would be in the best interest of the Company and its shareholders to appoint the same firm of auditor as CPF so as to ensure efficiency of audit services provided to the Company and CPF. In this regard, the Board sent a letter to Ernst & Young on 7 September 2012 to ask them to consider the Company’s possible change of auditor, and on 14 September 2012, Ernst & Young tendered its resignation from its position as auditor of the Company and confirmed that there are no matters in relation to its resignation that need to be brought to the attention of the shareholders of the Company.

In accordance with bye-law 138 of the Company’s bye-laws, the Board resolved to appoint KPMG as the new auditor of the Company to fill the casual vacancy following the resignation of Ernst & Young and to hold office until the conclusion of the next annual general meeting of the Company.

The Board confirms that there is no disagreement between the Company and Ernst & Young and is not aware of any other matters in relation to the change of auditor that 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 Ernst & Young for its professional services rendered in the past years.

On behalf of the Board
Arunee Watcharananan
Director

Hong Kong, 17 September 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 and Mrs. Arunee Watcharananan; 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.