

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933 (the “U.S. Securities Act”) or any state securities laws of the United States. The securities may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws. There will be no public offer of securities in the United States.

The Company makes this announcement pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) (the “Stabilizing Rules”). This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated 30 September 2015 (the “Prospectus”) issued by Lanzhou Zhuangyuan Pasture Co., Ltd. 蘭州莊園牧場股份有限公司 (the “Company”) for detailed information about the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered. The Company has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended.*

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) 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.

Unless otherwise defined in this announcement, terms defined in the Prospectus have the same meanings when used in this announcement.



Lanzhou Zhuangyuan Pasture Co., Ltd.*
蘭州莊園牧場股份有限公司

(a joint stock limited liability company incorporated in the People’s Republic of China)
(Stock Code: 1533)

**STABILIZING ACTIONS, END OF STABILIZATION PERIOD
AND LAPSE OF OVER-ALLOTMENT OPTION**

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The Company announces that the stabilization period in connection with the Global Offering ended on 7 November 2015, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. The stabilizing actions undertaken by the Stabilising Manager during the stabilization period were:

- (1) over-allocations of an aggregate of 5,269,500 H Shares in the International Offering;
and

- (2) the purchase of an aggregate of 5,269,500 H Shares in the price range of HK\$5.0 to HK\$5.30 per H Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%) on the market during the stabilization period.

The last purchase made by the Stabilising Manager in the course of the stabilization period on the market was on 28 October 2015 at the price of HK\$5.29 per H Share.

LAPSE OF OVER-ALLOTMENT OPTION

The Sole Global Coordinator has not exercised the Over-allotment Option during the stabilization period and the Over-allotment Option has lapsed on 7 November 2015.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The announcement is made pursuant to section 9(2) of the Stabilizing Rules. The Company announces that the stabilization period in connection with the Global Offering ended on 7 November 2015, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering.

The stabilizing actions that have been taken by the Stabilising Manager during the stabilization period were:

- (1) over-allocations of an aggregate of 5,269,500 H Shares in the International Offering, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option); and
- (2) the purchase of an aggregate of 5,269,500 H Shares in the price range of HK\$5.0 to HK\$5.30 per H Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%) on the market during the stabilization period.

The last purchase made by the Stabilising Manager in the course of the stabilization period on the market was on 28 October 2015 at the price of HK\$5.29 per H Share.

LAPSE OF OVER-ALLOTMENT OPTION

The Sole Global Coordinator has not exercised the Over-allotment Option during the stabilization period and the Over-allotment Option has lapsed on 7 November 2015.

The Directors confirm that the number of H Shares in public hands continues to comply with the public float requirement under Rule 8.08 of the Listing Rules. No new Shares, or securities, convertible into equity securities of the Company may be issued within 6 months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

By order of the Board
Lanzhou Zhuangyuan Pasture Co., Ltd.*
Ma Hongfu
馬紅富
Chairman

Hong Kong, 8 November 2015

As at the date of this announcement, the executive Directors are Mr. Ma Hongfu, Mr. Wang Guofu, Mr. Chen Yuhai and Mr. Yan Bin; the non-executive Directors are Mr. Yap Kean Chong and Mr. Song Xiaopeng; and the independent non-executive Directors are Mr. Bai Yongzhi, Ms. Xin Shihua and Mr. Wong Cho Hang Stanley.

* *For identification purposes only*