

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): May 25, 2023**

**Yum China Holdings, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**001-37762**  
(Commission  
File Number)

**81-2421743**  
(IRS Employer  
Identification No.)

**101 East Park Boulevard, Suite 805  
Plano, Texas 75074  
United States of America**

**Yum China Building  
20 Tian Yao Qiao Road  
Shanghai 200030  
People's Republic of China**

(Address, including zip code, of principal executive offices)

**(469) 980-2898**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, par value \$0.01 per share	YUMC	New York Stock Exchange
	9987	The Stock Exchange of Hong Kong Limited

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Yum China Holdings, Inc. (the “Company”) held its 2023 annual meeting of stockholders on Thursday, May 25, 2023, at 8:00 a.m. local time, at Mandarin Oriental Hong Kong, 5 Connaught Road, Central, Hong Kong (the “Annual Meeting”). A total of 357,869,167 shares, or 85.56% of the Company’s outstanding common stock, were present in person or represented by proxy at the Annual Meeting, constituting a quorum. At the Annual Meeting, the Company’s stockholders: (i) elected the nine director nominees listed below to serve until the 2024 annual meeting of the Company’s stockholders; (ii) approved and ratified the appointment of KPMG Huazhen LLP and KPMG as the Company’s independent auditors for 2023; (iii) approved, on an advisory basis, the Company’s named executive officer compensation; (iv) approved, on an advisory basis, a frequency of every one year for the advisory vote to approve the Company’s named executive officer compensation; (v) approved the Board of Directors’ continuing authority to approve issuances of shares of common stock or securities convertible into common stock in an amount not to exceed 20% of the Company’s total number of outstanding shares of common stock as of the date of the Annual Meeting, effective from date of the Annual Meeting until the earlier of the date the next annual meeting is held or June 25, 2024; and (vi) approved the Board of Directors’ continuing authority to approve the repurchases of shares of common stock in an amount not to exceed 10% of the Company’s total number of outstanding shares of common stock as of the date of the Annual Meeting, effective from date of the Annual Meeting until the earlier of the date the next annual meeting is held or June 25, 2024.

Set forth below are the voting results for each of the proposals presented at the Annual Meeting:

*Proposal 1: The election of nine director nominees to serve until the 2024 annual meeting of the Company’s stockholders:*

<b>Director Name</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Fred Hu	330,974,429	3,064,876	363,044	23,466,818
Joey Wat	333,664,566	378,414	359,369	23,466,818
Peter A. Bassi	333,027,815	1,007,603	366,931	23,466,818
Edouard Ettedgui	326,085,416	7,955,452	361,481	23,466,818
Ruby Lu	295,760,608	38,298,505	343,236	23,466,818
Zili Shao	333,495,155	547,154	360,040	23,466,818
William Wang	325,925,183	8,110,515	366,651	23,466,818
Min (Jenny) Zhang	326,129,537	7,933,934	338,878	23,466,818
Christina Xiaojing Zhu	328,305,316	5,752,105	344,928	23,466,818

*Proposal 2: The approval and ratification of the appointment of KPMG Huazhen LLP and KPMG as the Company’s independent auditors for 2023:*

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
356,746,322	694,510	428,335	0

*Proposal 3: An advisory vote to approve the Company’s named executive officer compensation:*

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
223,437,850	109,004,681	1,959,818	23,466,818

*Proposal 4: Advisory vote to approve the frequency of the advisory vote to approve the Company’s named executive officer compensation:*

<b>1 Year</b>	<b>2 Years</b>	<b>3 Years</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
330,295,260	289,210	3,493,989	323,890	23,466,818

Consistent with the voting results for Proposal 4, the Company decided to conduct future advisory votes on the Company’s named executive officer compensation once every year until the next required advisory vote on the frequency of the advisory vote on the Company’s named executive officer compensation.

*Proposal 5: To approve the Board of Directors' continuing authority to approve issuances of shares of common stock or securities convertible into common stock in an amount not to exceed 20% of the Company's total number of outstanding shares of common stock as of the date of the Annual Meeting, effective from date of the Annual Meeting until the earlier of the date the next annual meeting is held or June 25, 2024 .*

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
314,941,218	18,874,669	586,462	23,466,818

*Proposal 6: To approve the Board of Directors' continuing authority to approve the repurchases of shares of common stock in an amount not to exceed 10% of the Company's total number of outstanding shares of common stock as of the date of the Annual Meeting, effective from date of the Annual Meeting until the earlier of the date the next annual meeting is held or June 25, 2024.*

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
332,905,407	627,971	868,971	23,466,818

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

YUM CHINA HOLDINGS, INC.

By: /s/ Joseph Chan

Name: Joseph Chan

Title: Chief Legal Officer

Date: May 30, 2023

