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中國農林低碳控股有限公司

**CHINA AGROFORESTRY LOW-CARBON HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1069)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 4 JUNE 2019**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting of China Agroforestry Low-Carbon Holdings Limited (the “**Company**”) both dated 26 April 2019. Terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice unless the context requires otherwise.

**POLL RESULTS OF AGM**

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that all of the following ordinary resolutions as set out in the Notice (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the AGM held on 4 June 2019. The poll results are as follows:

Ordinary Resolutions		Number of votes cast (% of votes cast)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited financial statements, and the reports of the directors and of the auditors of the Company for the year ended 31 December 2018	4,596,510,648 100%	0 0%
2A.	To re-elect Mr. Wang Yue as an executive Director	4,596,510,648 100%	0 0%
2B.	To re-elect Professor Fei Phillip as an executive Director	4,596,510,648 100%	0 0%
3.	To authorise the board of directors of the Company to fix the Directors’ remuneration	4,596,510,648 100%	0 0%

Ordinary Resolutions		Number of votes cast (% of votes cast)	
		FOR	AGAINST
4.	To re-appoint CCTH CPA Limited, the Company's auditors, and to authorise the board of directors of the Company to fix their remuneration	4,596,510,648 100%	0 0%
5.	To give a general mandate to the directors of the Company to allot, issue or otherwise deal with additional shares not exceeding 20% of the aggregate nominal value of the issued share capital of the Company as at the date of this resolution	4,596,510,643 99.99%	5 0.01%
6.	To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the aggregate nominal value of the issued share capital of the Company as at the date of this resolution	4,596,510,648 100%	0 0%
7.	To extend the general mandate granted to the directors of the Company to issue shares by the number of shares repurchased	4,596,510,643 99.99%	5 0.01%

As at the date of the AGM, the total number of shares of the Company in issue were 11,024,220,415 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against any of the Resolutions at the AGM. No Shareholder was required to abstain from voting on the Resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against any of the Resolutions at the AGM.

For the above Resolutions, the Shareholders, authorised proxies or authorised representatives, holding in aggregate of 4,596,510,648 Shares representing approximately 41.69% of the total voting shares of the Company were present at the AGM. As more than 50% of the votes were cast in favour of the above Resolutions, all the above Resolutions were duly passed as ordinary resolutions of the Company.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**China Agroforestry Low-Carbon Holdings Limited**  
**Wang Yue**  
*Chairman and Executive Director*

Hong Kong, 4 June 2019

*As at the date of this announcement, the Board comprises two executive Directors, namely Professor Fei Phillip and Mr. Wang Yue; one non-executive Directors, namely Professor Liu Zhikun; and three independent non-executive Directors, namely Ms. Tian Guangmei, Mr. Liu Zhaoxiang and Mr. Liang Guoxin.*