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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 EXTRAORDINARY GENERAL MEETING
HELD ON 27 SEPTEMBER 2019
AND
TERMINATION OF THE PROPOSED SHARE CONSOLIDATION AND
THE PROPOSED CHANGE IN BOARD LOT SIZE**

Reference is made to the announcements of the China Agroforestry Low-Carbon Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) and the notice (the “**Notice**”) of the Company dated 23 August 2019. Unless otherwise specified, terms defined in the Circular shall have the same meanings when used in this announcement.

The Board announces that at the EGM held on 27 September 2019, the ordinary resolution (the “**Resolution**”) as set out in the notice dated 23 August 2019 was not passed by the Shareholders by way of poll. The poll results of the EGM are as follows:

Ordinary resolution ^(Note 1)	Number of votes (Approximate %) ^(Note 2)		Total number of votes cast
	For	Against	
To approve the Share Consolidation (as defined in the notice of the EGM).	1,040 0.01%	1,657,631,840 99.99%	1,657,632,880 (100%)

Notes:

1. The description of the resolution above is by way of summary only. The full text of the Resolution is set out in the Notice convening the EGM dated 23 August 2019.
2. The number of votes and percentage are based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy or corporate representative.

The ordinary resolution for approving the Share Consolidation was not passed as more than 50% of the votes were cast against the resolution.

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

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

TERMINATION OF THE PROPOSED SHARE CONSOLIDATION AND THE PROPOSED CHANGE IN BOARD LOT SIZE

As disclosed in the Circular, the Share Consolidation is conditional upon, among other things, the passing of the ordinary resolution to approve the Share Consolidation by the Shareholders. Since the ordinary resolution for approving the Share Consolidation was not passed, the Share Consolidation has not become unconditional. As such, the proposed Share Consolidation and Change in Board Lot Size will not proceed. The expected timetable on trading arrangement relating to the proposed Share Consolidation and Change in Board Lot Size as set out in the Circular are terminated with immediate effect.

By order of the Board of
China Agroforestry Low-Carbon Holdings Limited
Li Wenjun
Executive Director and Chief Executive Officer

Hong Kong, 27 September, 2019

As at the date of this announcement, the executive Directors are Professor Fei Phillip, Mr. Li Wenjun, Ms Feng Jiamin, Ms Lu Wei, Mr Wang Yue and Mr Wong Hiu Tung. The independent non-executive Directors are Ms. Tian Guangmei, Mr. Liang Guoxin and Mr. Liu Zhaoxiang.