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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: 01069)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of China Agroforestry Low-Carbon Holdings Limited (the “**Company**”) will be held at Rooms 1002–1003, 10/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Monday, 13 January 2020 at 11:00 a.m. to consider and, if thought fit, pass with or without modification the following resolution of the Company:

**SPECIAL RESOLUTION**

1. “**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the name of the Company be and is hereby changed from “China Agroforestry Low-Carbon Holdings Limited” to “China Bozza Development Holdings Limited” and the dual foreign name in Chinese of the Company be and is hereby changed from “中國農林低碳控股有限公司” to “中國寶沙發展控股有限公司” with effect from the date of issue of a certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands, and that any one of the directors of the Company be and is hereby authorized to do all such acts and things and execute all such documents and make such arrangements as he/she may, in his/her absolute discretion, consider necessary or expedient in connection with the implementation of or to give effect to the aforesaid and the transactions contemplated thereunder.”

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

Hong Kong, 20 December 2019

*Registered office:*  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman KY1-1108  
Cayman Islands

*Principal place of business in Hong Kong:*  
Rooms 1002–1003  
10/F Great Eagle Centre  
23 Harbour Road  
Wanchai, Hong Kong

*Notes:*

1. A member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and on a poll vote instead of him. A proxy need not be a member of the Company.
2. The resolution at the EGM will be taken by way of poll.
3. Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. In order to be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than forty-eight (48) hours before the time fixed for holding the EGM or any adjournment thereof.
5. Delivery of an instrument appointing a proxy will not preclude a member from attending and voting in person at the EGM or adjourned meeting.
6. The register of members of the Company will be closed from 8 January 2020 to 13 January 2020 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to qualify for attending and voting at the meeting, all transfers of shares of the Company accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on 7 January 2020.
7. Members are advised to read the circular of the Company dated 20 December 2019 which contains information concerning the resolution to be prepared in the EGM.
8. References to time and dates in this notice are to Hong Kong time and dates.
9. In the event of inconsistency between any translation and the English text hereof, the English text will prevail.

*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.*