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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)

**APPOINTMENT OF EXECUTIVE DIRECTOR AND
CHIEF EXECUTIVE OFFICER
AND
LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS**

The Board is pleased to announce that Mr. Wang has been appointed as an executive Director and the Chief Executive Officer with effect from 1 July 2015.

APPOINTMENT OF EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER

The Board (the “**Board**”) of directors (the “**Directors**”) of China Agroforestry Low-Carbon Holdings Limited (the “**Company**”) is pleased to announce that Mr. Wang Yue (“**Mr. Wang**”) has been appointed as an executive Director and the chief executive officer (the “**Chief Executive Officer**”) of the Company with effect from 1 July 2015.

Mr. Wang, aged 32, obtained a bachelor’s degree in Business and Economics from the University of Leeds in the United Kingdom in 2004. He has been the general manager of Hunan Kai Xuan Real Estate Development Company Limited* (湖南凱軒房地產開發有限公司) since 2005.

Mr. Wang has not held other directorships in the last three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Wang has entered into a service agreement with the Company for a term of three years commencing on 1 July 2015. He is subject to rotation and re-election at annual general meetings of the Company in accordance with the relevant provisions of the articles of association of the Company and the Code on Corporate Governance Practices of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The proposed director’s remuneration of Mr. Wang is HK\$50,000 per month which is determined with reference to his responsibilities, experience and market benchmarks by the Board.

As at the date of this announcement, Mr. Wang is interested in 61,550,000 shares of the Company, representing approximately 10.85% of the issued share capital of the Company. Save as disclosed above, Mr. Wang does not have or is not deemed to have any interests or short positions in the shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). He does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company.

As confirmed by Mr. Wang and as far as the Board is aware, save as disclosed above, there are no other matters relating to the appointment of Mr. Wang that should be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Wang for joining the Board.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

The members of the Board with effect from 1 July 2015 are set out below:

Executive Directors

Mr. Lei Zuliang (*Chairman*)

Mr. Long Weihua

Mr. Wang Yue (*Chief Executive Officer*)

Non-executive Directors

Professor Liu Zhikun

Mr. Zhou Xianyan

Independent non-executive Directors

Ms. Tian Guangmei

Mr. Liang Guoxin

Mr. Liu Zhaoxiang

The Board has established three committees. The membership information of these committees is set out below:

Audit committee	Remuneration committee	Nomination committee
Ms. Tian Guangmei <i>(Chairman)</i>	Mr. Liang Guoxin <i>(Chairman)</i>	Mr. Liu Zhaoxiang <i>(Chairman)</i>
Mr. Liang Guoxin	Mr. Lei Zuliang	Mr. Lei Zuliang
Mr. Liu Zhaoxiang	Mr. Liu Zhaoxiang	Mr. Liang Guoxin

By order of the Board
China Agroforestry Low-Carbon Holdings Limited
Lei Zuliang
Chairman

* *For identification purpose only*

Hong Kong, 30 June 2015

As at the date of this announcement, the executive Directors are Mr. Lei Zuliang, Mr. Long Weihua and Mr. Wang Yue. The non-executive Directors are Professor Liu Zhikun and Mr. Zhou Xianyan. The independent non-executive Directors are Ms. Tian Guangmei, Mr. Liang Guoxin and Mr. Liu Zhaoxiang.