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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)

**DELAY IN DESPATCH OF CIRCULAR REGARDING
MAJOR TRANSACTION
IN RESPECT OF THE ACQUISITION OF
THE ENTIRE EQUITY INTERESTS IN
XIANGYIN CHONG SHENG CHI YIP LIMITED[#]**

Reference is made to the announcement (the “**Announcement**”) of China Agroforestry Low-Carbon Holdings Limited (the “**Company**”) dated 2 March 2017 in relation to, among other things, the major transaction in relation to the acquisition of the entire equity interests in 湘陰中箱置業有限公司 (Xiangyin Chong Sheng Chi Yip Limited[#]). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

DELAY IN DESPATCH OF CIRCULAR

As set out in the Announcement, a circular (the “**Circular**”) containing, among other things, (i) further details on the Acquisition Agreement and the transactions contemplated thereunder (including the Acquisition); (ii) the accountants’ report of the Target Company; (iii) pro forma financial information on the Enlarged Group; and (iv) the notice convening the EGM and a proxy form are expected to be despatched to the Shareholders on or before 30 April 2017.

As additional time is required for the Company to prepare and finalise certain information to be included in the Circular, it is expected that the despatch of the Circular will be postponed to a date falling on or before 31 July 2017.

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

Shenzhen, the PRC, 28 April 2017

[#] *The English transliteration of the Chinese names in this announcement, where indicated, is included for information purpose only, and should not be regarded as the official English names of such Chinese names.*

As at the date of this announcement, the executive Directors are Mr. Lei Zuliang, Mr. Wang Yue and Professor Fei Phillip. The non-executive Director is Professor Liu Zhikun. The independent non-executive Directors are Ms. Tian Guangmei, Mr. Liang Guoxin and Mr. Liu Zhaoxiang.