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CHINA GREEN (HOLDINGS) LIMITED

中國綠色食品（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 904)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 23 MARCH 2016

The Board is pleased to announce that at the SGM held on 23 March 2016, the Resolution approving the Amended and Restated Equity Transfer Agreement as set out in the Notice was duly passed by the Shareholders as an ordinary resolution by way of poll.

Reference is made to the circular (“**Circular**”) of China Green (Holdings) Limited (“**Company**”) and the notice of the SGM (“**Notice**”) both dated 7 March 2016 in respect of the proposed amendments of the terms of the Disposal, which constitutes a very substantial disposal of the Company under Chapter 14 of the Listing Rules. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the SGM held on 23 March 2016, the resolution approving the Amended and Restated Equity Transfer Agreement (“**Resolution**”) as set out in the Notice was duly passed by the Shareholders as an ordinary resolution by way of poll.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the SGM.

The poll results of the SGM are as follows:

Ordinary Resolution*	Number of Shares Voted (approximate %)	
	For	Against
To approve, ratify and confirm the entering into of the Amended and Restated Equity Transfer Agreement (as defined in the Circular) and the transactions contemplated thereunder, and to authorise the Directors or any one of them to do all things and execute all documents they may consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/or giving effect to any matters relating to the Disposal (as defined in the Circular) and the transactions contemplated under the Amended and Restated Equity Transfer Agreement	393,231,956 (96.73%)	13,293,600 (3.27%)

** Full text of the above resolution is set out in the Notice.*

As a majority of the votes were cast in favour of the Resolution, the Resolution proposed at the SGM was duly passed as an ordinary resolution of the Company.

As at the date of the SGM, the total number of issued Shares was 1,192,285,077 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolution at the SGM. No Shareholders were required under the Listing Rules to abstain from voting or have indicated in the Circular that they intended to vote against or to abstain from voting on the Resolution at the SGM. There were no Shares entitling the Shareholders to attend and vote only against the Resolution at the SGM.

By Order of the Board
China Green (Holdings) Limited
Sun Shao Feng
Chairman

Hong Kong, 23 March 2016

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Sun Shao Feng (Chairman and Chief Executive Officer) and Mr. Chen Changgai; and four independent non-executive Directors, namely Mr. Wei Xiongwen, Mr. Hu Ji Rong, Mr. Zeng Shaoxiao and Ms. Yu Xiao Min.