
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Green (Holdings) Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)*

**PROPOSED CHANGE OF COMPANY NAME,
PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL,
CLARIFICATION OF NUMBER OF SHARES ISSUABLE UNDER THE BONDS,
RE-ELECTION OF DIRECTOR
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening a special general meeting of the Company to be held at 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, 30 June 2014 at 10:30 a.m. is set out on pages SGM-1 to SGM-2 of this circular.

Whether or not you intend to attend the special general meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time of the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

* For identification purposes only

6 June 2014

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	4
Appendix – Details of the Director proposed to be re-elected at the SGM	10
Notice of SGM	SGM – 1

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“7.00 per cent. Bonds”	US\$ settled 7.00 per cent. secured convertible bonds due 2016 in the aggregate principal amount of RMB515,280,000 issued by the Company
“10.00 per cent. Bonds”	US\$ settled 10.00 per cent. secured convertible bonds due 2016 in the aggregate principal amount of RMB515,280,000 issued by the Company
“associate”	shall have the meaning ascribed thereto in the Listing Rules
“Board”	the board of Directors
“Bonds”	collectively, the 7.00 per cent. Bonds and the 10.00 per cent. Bonds
“Bondholder(s)”	person(s) whose name(s) is/are registered in the register(s) of holders of the Bonds from time to time
“Change of Company Name”	the proposed change of company name of the Company from “China Green (Holdings) Limited” to “China Culiangwang Beverages Holdings Limited” and the proposed adoption of “中國粗糧王飲品控股有限公司” as the secondary name in Chinese of the Company to replace its existing Chinese name “中國綠色食品(控股)有限公司”, which is currently used for identification purposes only
“Company”	China Green (Holdings) Limited, a company incorporated in Bermuda with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (Stock code: 904)
“connected person”	shall have the meaning ascribed thereto in the Listing Rules
“Conversion Shares”	the number of shares of the Company which may fall to be allotted and issued upon the exercise of the conversion rights attached to the 7.00 per cent. Bonds or, as the case may be, the 10.00 per cent. Bonds and a “Conversion Share” shall be construed accordingly
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Increase in Authorised Share Capital ”	the proposed increase in the share capital of the Company from HK\$200,000,000 divided into 2,000,000,000 Shares to HK\$300,000,000 divided into 3,000,000,000 Shares by the creation of an additional 1,000,000,000 Shares
“Latest Practicable Date”	3 June 2014, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Master Framework and Subscription Agreement”	the master framework and subscription agreement entered into, among other parties, between the Company and Partner Shanghai Limited dated 4 September 2013, further particulars of which are set out in the circular of the Company dated 2 October 2013
“PRC”	the People’s Republic of China, which for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SGM”	the special general meeting of the Company to be held at 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, 30 June 2014 at 10:30 a.m. for the purpose of considering and, if thought fit, approving the Change of Company Name, the Increase in Authorised Share Capital, the clarification of number of Shares issuable under the Bonds and the re-election of Director, the notice of which is set out on pages SGM-1 to SGM-2 of this circular
“Share(s)”	the ordinary share(s) of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	the holder of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscriber”	Partner Shanghai Limited, a company incorporated in the British Virgin Islands with limited liability and a party to the Master Framework and Subscription Agreement
“US\$”	United States dollars, the lawful currency of the United States of America

DEFINITIONS

“Vendor”	Capital Mate Limited, a company incorporated in the British Virgin Islands with limited liability and wholly and beneficially owned by Mr. Sun Shao Feng, an executive Director, the Chairman of the Board and the Chief Executive Officer of the Company
“%”	per cent.

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. SUN Shao Feng (*Chairman and
Chief Executive Officer*)

Mr. CHEN Changgai

Registered office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Independent non-executive Directors:

Mr. WEI Xiongwen

Mr. HU Ji Rong

Mr. ZHENG Baodong

*Head office and principal place of
business in Hong Kong:*

Rooms 4120-24, 41/F
Sun Hung Kai Centre
30 Harbour Road
Wanchai, Hong Kong

6 June 2014

*To the Shareholders and for information only,
the Bondholders*

Dear Sir or Madam

**PROPOSED CHANGE OF COMPANY NAME,
PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL,
CLARIFICATION OF NUMBER OF SHARES ISSUABLE UNDER THE BONDS,
RE-ELECTION OF DIRECTOR**

INTRODUCTION

Reference is made to (i) the announcements of the Company dated 14 March 2014 and 28 April 2014 in relation to, among other matters, the Increase in Authorised Share Capital; and (ii) the announcement of the Company dated 2 April 2014 in relation to the Change of Company Name.

* For identification purposes only

LETTER FROM THE BOARD

Reference is also made to the circular of the Company dated 18 May 2013 relating to, amongst other matters, the issue of the Bonds. It was stated in such circular that the maximum number of Conversion Shares was 480,671,641 Shares for the 7.00 per cent. Bonds and 57,283,884 Shares for the 10.00 per cent. Bonds. The Company wishes to clarify that such numbers were stated and calculated on the basis of the initial conversion price of the respective Bonds, which was HK\$1.34 per Share for the 7.00 per cent. Bonds and HK\$11.244 per Share for the 10.00 per cent. Bonds. Since the conversion price in respect of each of the Bonds is subject to adjustments as set out in the said circular, the number of Conversion Shares that may fall to be allotted and issued upon the conversion rights attached to the Bonds in full may exceed the maximum number of Conversion Shares as stated in the said circular. Given that the ordinary resolution authorising the allotment and issue of the Conversion Shares passed at the special general meeting of the Company held on 3 June 2013 was passed on the basis of the information set out in the circular of the Company dated 18 May 2013, the Board will put forward a proposal at the SGM to obtain a fresh authorisation from the Shareholders for the allotment and issue of the Conversion Shares.

The purpose of this circular is to provide you with information relating to (i) the Change of Company Name; (ii) details of the Increase in Authorised Share Capital; (iii) the clarification of the number of Conversion Shares that may fall to be allotted and issued upon conversion of the Bonds in full; and (iv) the re-election of Director and to give you a notice convening the SGM.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “China Green (Holdings) Limited” to “China Culiangwang Beverages Holdings Limited” and to adopt “中國粗糧王飲品控股有限公司” as the secondary name in Chinese of the Company to replace its existing Chinese name “中國綠色食品(控股)有限公司”, which is currently used for identification purposes only.

Conditions of the Change of Company Name

The Change of Company name will be subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the SGM approving the Change of Company Name; and
2. the entry of the new English name and secondary name in Chinese of the Company in place of the existing name on the register maintained by Registrar of Companies in Bermuda and the issue of a certificate of incorporation on change of name and a certificate of secondary name by the Registrar of Companies in Bermuda.

The relevant filings with the Registrar of Companies in Bermuda will be made after the passing of the special resolution in respect of the Change of Company name at the SGM.

Subject to satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda enters the new English name and the secondary name in Chinese of the Company on the register maintained by it in place of the existing name of the Company. Thereafter, the Company will carry out any necessary filing procedures with the Companies Registry in Hong Kong.

LETTER FROM THE BOARD

Effects of the Change of Company Name

The Change of Company Name will not affect any of the rights of the existing Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Change of Company Name becoming effective, continue to be evidence of title to the Shares and will be valid for trading, settlement, registration and delivery for the same number of Shares in the new English name and the secondary name in Chinese of the Company. As soon as the Change of Company Name has become effective, any new issue of share certificates will be issued in the new English name and secondary name in Chinese of the Company. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

In addition, subject to the confirmation of the Stock Exchange, the English stock short name and the Chinese stock short name for trading in the Shares will also be changed after the Change of Company Name becomes effective.

A further announcement will be made when appropriate to inform Shareholders of the effective date of the Change of Company Name and the new stock short names of the Shares.

Reasons for the Change of Company Name

The Board considers the proposed change of the new English name of "China Culiangwang Beverages Holdings Limited" and the adoption of the secondary name of "中國粗糧王飲品控股有限公司" in Chinese will better reflect the Company's business development in beverage product business, with multi grain as the core materials and improve brand recognition of the Group. As such, the Board considers that the proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

The Company has an authorised share capital of HK\$200,000,000 divided into 2,000,000,000 Shares of which 1,060,840,540 Shares were in issue as at the Latest Practicable Date. The Board proposes to increase the authorised share capital of the Company from HK\$200,000,000 divided into 2,000,000,000 Shares to HK\$300,000,000 divided into 3,000,000,000 Shares by the creation of an additional 1,000,000,000 new Shares. The new Shares shall rank pari passu with the existing Shares upon issue.

In order to provide for future expansion in the share capital of the Company, as and when necessary, the Board proposed the Increase in Authorised Share Capital. The Directors have no present intention to issue any part of the increased authorised share capital of the Company other than to satisfy the exercise of the conversion rights attached to the Bonds and to issue and allot the Shares to the Subscriber pursuant to the Master Framework and Subscription Agreement.

The Board believes that the Increase in Authorised Share Capital provides the Company with greater flexibility to accommodate future issue of new Shares and is in the interest of the Company and the Shareholders as a whole.

LETTER FROM THE BOARD

Condition of the Increase in Authorised Share Capital

The Increase in Authorised Share Capital is conditional upon the passing of an ordinary resolution by the Shareholders at the SGM.

CLARIFICATION OF NUMBER OF SHARES ISSUABLE UNDER THE BONDS

Reference is made to the circular of the Company dated 18 May 2013 relating to, amongst other matters, the issue of the Bonds. It was stated in such circular that the maximum number of Conversion Shares was 480,671,641 Shares for the 7.00 per cent. Bonds and 57,283,884 Shares for the 10.00 per cent. Bonds. The Company wishes to clarify that such numbers were stated and calculated on the basis of the initial conversion price of the respective Bonds, which was HK\$1.34 per Share for the 7.00 per cent. Bonds and HK\$11.244 per Share for the 10.00 per cent. Bonds.

Since the conversion price in respect of each of the Bonds is subject to adjustments as set out in the circular dated 18 May 2013, the number of Conversion Shares that may fall to be allotted and issued upon the exercise of the conversion rights attached to the Bonds in full may exceed the maximum number of Conversion Shares as stated in such circular.

Given that the ordinary resolution authorising the allotment and issue of the Conversion Shares passed at the special general meeting of the Company held on 3 June 2013 was passed on the basis of the information set out in the circular of the Company dated 18 May 2013, such resolution specifically referred to the “*Conversion Shares*” which was defined in the said circular to mean “*up to (i) 480,671,641 new Shares to be allotted and issued upon exercise of the conversion rights under the 7.00 per cent. 2016 Bonds; and (ii) 57,283,884 new Shares to be allotted and issued upon exercise of the conversion rights under the 10.00 per cent. 2016 Bonds, and in aggregate 537,955,525 new Shares*”, the Board will put forward a proposal at the SGM to obtain a fresh authorisation from the Shareholders for the allotment and issue of the Conversion Shares so that the maximum number of the Conversion Shares that may fall to be allotted and issued upon the exercise of the conversion rights attached to the Bonds in full will not be capped at the respective maximum number as stated in the Company’s circular dated 18 May 2013 but will be adjusted in accordance with the terms and conditions of the respective Bonds.

As disclosed in the announcement of the Company dated 14 April 2014, the Company has made a mandatory redemption on the 10.00 per cent. Bonds in the aggregate principal amount of RMB120,356,526 (equivalent to US\$19,566,985.21) in accordance with the terms and conditions of the 10.00 per cent Bonds. As at the Latest Practicable Date, none of the conversion rights attached to the outstanding Bonds had been exercised and the authorisation to allot and issue the Conversion Shares obtained at the special general meeting of the Company held on 3 June 2013 had not been utilised and that, subject to the obtaining of the Shareholders’ approval at the SGM, (i) up to 496,224,961 Conversion Shares would be allotted and issued upon exercise of the conversion rights under the 7.00 per cent. Bonds at the adjusted conversion price of HK\$1.298 per Conversion Share (subject to adjustments); and (ii) up to 45,306,015 Conversion Shares would be allotted and issued upon exercise of the conversion rights under the 10.00 per cent. Bonds at the adjusted conversion price of HK\$10.896 per Conversion Share (subject to adjustments).

LETTER FROM THE BOARD

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Bondholders and its ultimate beneficial owner(s) is a third party independent of the Company, the connected persons of the Company and their respective associates.

RE-ELECTION OF DIRECTOR

Mr. Chen Changgai was appointed as an executive Director with effect from 25 November 2013. Pursuant to Bye-law 86(2) of the bye-laws of the Company, Mr. Chen Changgai shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election at that meeting. Mr. Chen Changgai will offer himself for re-election at the SGM and his biographical details are set out in Appendix to this circular.

SGM

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder has a material interest in the Change of Company Name, the Increase in Authorised Share Capital, the resolution relating to the clarification of the number of Conversion Shares that may fall to be allotted and issued under the Bonds and the re-election of retiring Director, and accordingly no Shareholder will be required to abstain from voting on the resolutions approving the Change of Company Name, the Increase in Authorised Share Capital, the clarification of number of Shares issuable under the Bonds, and re-election of retiring Director.

A notice convening the SGM is set out on pages SGM-1 to SGM-2 of this circular. The SGM will be convened for the purpose of considering and, if thought fit, passing the resolutions to approve the Change of Company Name, the Increase in Authorised Share Capital, the clarification of number of Shares issuable under the Bonds and the re-election of retiring Director.

A form of proxy for use at the SGM is enclosed herewith. If you are not able to attend and/or vote at the SGM in person, you are requested to complete the form of proxy and return it to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queens's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time of the SGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions set out in the notice of SGM will be voted on by way of poll.

LETTER FROM THE BOARD

RECOMMENDATION

The Board is of the opinion that the Change of Company Name, the Increase in Authorised Share Capital, the resolution relating to the clarification of the number of Conversion Shares that may fall to be allotted and issued under the Bonds and the re-election of retiring Director are in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of all the resolutions proposed at the SGM.

ADDITIONAL INFORMATION

Your attention is also drawn to the additional information as set out in the Appendix to this circular.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, have made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

On behalf of the Board
China Green (Holdings) Limited
Sun Shao Feng
Chairman

As at the Latest Practicable Date, the biographical details of the Director who will retire and, being eligible, will offer himself for re-election at the SGM pursuant to the Company's bye-laws and the Listing Rules, are as follow:

Mr. Chen Changgai, aged 34, was appointed as an executive Director with effect from 25 November 2013. Mr. Chen is also the general manager of finance and the executive vice president of the Group, mainly responsible for managing the Group's finance. Mr. Chen graduated from Wuhan University of Technology with a bachelor's degree in accounting. Mr. Chen joined the Group in 2001 and held various positions including accountant, finance manager, deputy chief financial officer and assistant to the president of the Group, mainly responsible for managing the Group's accounts and tax filings. Mr. Chen has managing and finance experiences for over 14 years. He is also a member of each of the remuneration committee (the "Remuneration Committee") and the nomination committee of the Company. Mr. Chen did not hold any directorship in other listed public companies in the past three years.

The Company entered into a director's service contract with Mr. Chen on 25 November 2013 for a term of three years commencing from 25 November 2013. He is subject to retirement and re-election at the next following general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at least once in every three years in accordance with the bye-laws of the Company. The appointment of Mr. Chen as an executive Director can be terminated by the Company or Mr. Chen with three months' notice in writing. Mr. Chen is entitled to an annual emolument of RMB768,750 and discretionary bonus, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation from the Remuneration Committee.

Save as aforesaid, Mr. Chen is not connected with any Directors, senior management or substantial or controlling shareholders of the Company. He does not have any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does he hold any other position with the Company or any of its subsidiaries as at the Latest Practicable Date.

Save as disclosed above, there are no information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules (particularly in relation to sub-paragraphs (h) to (v) therein) nor are there any other matters need to be brought to the attention of the Shareholders in respect of Mr. Chen.

NOTICE OF SGM



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)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting of China Green (Holdings) Limited (“**Company**”) will be held at 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, 30 June 2014 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following Resolution 1 as a special resolution and Resolutions 2, 3 and 4 as ordinary resolutions of the Company:

SPECIAL RESOLUTION

1. **“THAT** subject to the entry of “China Culiangwang Beverages Holdings Limited” as the new English name and the entry of “中國粗糧王飲品控股有限公司” as the new secondary name in Chinese of the Company on the register maintained by the Registrar of Companies in Bermuda and the issue of a certificate of incorporation on change of name and a certificate of secondary name by the Registrar of Companies in Bermuda:
 - (a) the English name of the Company be changed to “China Culiangwang Beverages Holdings Limited” and a new Chinese name “中國粗糧王飲品控股有限公司” be adopted and registered as the new secondary name of the Company with effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda; and
 - (b) the directors of the Company (“**Directors**”) be and are hereby authorised to do all such acts and things and to sign and execute all such documents, instruments and agreements for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with paragraph (a) of this resolution.”

ORDINARY RESOLUTIONS

2. **“THAT:**
 - (a) the authorised share capital of the Company be increased from HK\$200,000,000 divided into 2,000,000,000 shares of HK\$0.10 each to HK\$300,000,000 divided into 3,000,000,000 shares of HK\$0.10 each (“**Increase in Authorised Share Capital**”) by the creation of an additional 1,000,000,000 shares of the Company and such shares shall rank pari passu with all existing shares of the Company upon issue; and

* For identification purposes only

NOTICE OF SGM

- (b) any Director be and is hereby authorised for and on behalf of the Company to execute all such documents, instruments and agreements and to do all such acts or things deemed by him to be incidental to, ancillary to or in connection with the matters contemplated in and to give effect to the Increase in Authorised Share Capital.”
3. **“THAT:**
- (1) the authorisation granted to the Directors to allot and issue the Conversion Shares (as defined in resolution no.1 set out in the notice convening the special general meeting of the Company held on 3 June 2013) pursuant to an ordinary resolution passed at the special general meeting of the Company held on 3 June 2013 be and is hereby revoked (without prejudice to any valid exercise of such authorisation by the Directors prior to the passing of this resolution); and
- (2) the Directors be and are hereby specifically authorised to allot and issue, credited as fully paid, such number of shares of the Company (each, a **“Conversion Share”**) in accordance with the respective terms and conditions of the 7.00 per cent. Bonds (as defined in the circular of the Company dated 6 June 2014) and the 10.00 per cent. Bonds (as defined in the circular of the Company dated 6 June 2014), in each case, as more particularly set out in the offering circular of the Company dated 1 May 2013, a copy of which is initialed marked “A” having been produced before the meeting and signed by the chairman of the meeting for the purpose of identification and the Directors be and are hereby authorised to take such actions, do such things, agree to such amendments, variations and execute such further documents or deeds which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in this resolution.”
4. **“THAT** Mr. Chen Changgai be re-elected as an executive Director and the board of Directors be authorised to fix his remuneration.”

By Order of the Board
China Green (Holdings) Limited
Sung Chi Keung
Company Secretary

Hong Kong, 6 June 2014

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
3. In order to be valid, the form of proxy (if required by the Directors), the power of attorney or other authority (if any), under which it is signed, or a certified copy of such power or authority must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for holding of the Meeting.
4. As at the date of this notice, the Board of Directors comprises two executive Directors, namely Mr. Sun Shao Feng (Chairman and Chief Executive Officer) and Mr. Chen Changgai; and three independent non-executive Directors, namely Mr. Wei Xiongwen, Mr. Hu Ji Rong and Mr. Zheng Baodong.