

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/08/2019							
To : Hong Kong Exchanges and Clearing Limited								
China Agroforestry Low-Carbon Holdings Limited Date Submitted 02/09/2019								
I. Movements in Authorised Share Capital								
1. Ordinary Shares		_						
(1) Stock code : <u>01069</u> De	escription : Ordinary	Shares						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding me	onth 50,000,000,000	0.002	100,000,000					
Increase/(decrease)	Nil	0.002	Nil					
Balance at close of the month	50,000,000,000	0.002	100,000,000					
(2) Stock code : N/A De	escription : N/A							
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding me	onth N/A	N/A	N/A					
Increase/(decrease)	N/A		N/A					
Balance at close of the month	N/A	N/A	N/A					

2. Preference Shares			
Stock code : Nil Desc	ription : Nil		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th Nil	Nil	Nil
Increase/(decrease)	Nil		Nil
Balance at close of the month	Nil	Nil	Nil
3. Other Classes of Shares			
Stock code : Nil Desc	ription : Nil		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	th <u>Nil</u>	Nil	Nil
Increase/(decrease)	Nil		Nil
Balance at close of the month	Nil	Nil	<u>Nil</u>
Total authorised share capital at the currency):	e end of the month (State 100,0	000,000

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II. Movements in Issued Share Capital

	No. of ordir	nary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	11,024,220,415	Nil	Nil	<u>Nil</u>
Increase/ (decrease) during the month	Nil	Nil	Nil	<u>Nil</u>
Balance at close of the month	11,024,220,415	Nil	Nil	Nil

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto as at close of including EGM thereto Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Nil Nil Nil Nil Nil Nil Nil shares (Note 1) Nil Nil Nil Nil Nil Nil Nil shares (Note 1) Nil Nil Nil Nil Nil Nil Nil shares (Note 1) Total A. (Ordinary shares) Nil (Preference shares) Nil (Other class) Nil Total funds raised during the month from exercise of options (State currency) Nil

Warrants to Issue Shares of the	Issuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)				
2. 1971						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 3. N/A	(/ /)				
(/ /)				· ·		_
Stock code (if listed) Class of shares						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 4. N/A	(/ /)				
(/ /)				· · ·		-
Stock code (if listed) Class of shares issuable (Note 1)						
EGM approval date (if applicable))				
		Total B	`	ary shares) <u>Nil</u>		_
				ice shares) Nil;		=
			(O	other class) Nil		_

Convertibles (i.e. Convertible	into Shares of th	ne Issuer whi	ch are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
	<u></u>					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	/ / / /					
(dd/mm/yyyy))	(/ /)					
2.						
	<u>—</u>					
	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
	(/ /)					
3.	_					
	<u> </u>					
	<u> </u>					
Otaal, and a (if lints a)			<u> </u>			
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
1	(/ /)					
4.	,					
	_					
_						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordina			_
				ce shares) Nil		_
			(O	ther class) Nil		_

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

shares (Note 1)

(Ordinary shares)

(Other class)

(Preference shares)

Total D.

NIL

Nil

Nil

Ot	her Movements	in Issued Sha	are Capital				<u> </u>	
	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							-	_
				Class of shares				
				issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
								_
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
								_
				Class of shares				
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
								_

	Type of Issue								No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)						
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares repurchased (Note 1)	_					
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									-	
				Class of shares redeemed (Note 1)	_					
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
										-
				Class of shares issuable (Note 1)	_					
8.	Consideration issue	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									-	-

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Class of shares		
	issuable (Note 1)		
9. Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Class of shares		
	issuable (Note 1)		
10. Other (Please specify) At price : State currency	Issue and allotment date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Total E. (Ordinar		
	` shares	s) Nil	_
	(Preference shares (Other class		_
	(0.1101 0.1101	, <u></u>	_
Total increase / (decrease) in ordinary shares during	ng the month (i.e. Total of A to E): (_{I)} Nil	
	(2	2) Nil	
Total increase / (decrease) in preference shares du	uring the month (i.e. Total of A to E):	Nil	
Total increase / (decrease) in other classes of shar	,	Nil	
E): (These figures should be the same as the relevant Capital").)	t figures under II above ("Movements	in Issued Si	hare

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

	securities have been fulfilled;
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(iv)	all the securities of each class are in all respects identical (Note 3);
(v)	all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
(vi)	all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
(vii)	completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
(viii)	the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.
Remark	ks (if any):
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Submit	tted by:WANG YUE
Title:	Executive Director (Director, Secretary or other duly authorised officer)

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.