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## **Sustainable Forest Holdings Limited**

**永保林業控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(stock code: 723)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 AUGUST 2013**

The Board is pleased to announce that all the Ordinary Resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 20 August 2013.

Reference is made to the circular of Sustainable Forest Holdings Limited (the “**Company**”) dated 22 July 2013 (the “**Circular**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the ordinary resolutions (the “**Ordinary Resolutions**”) as set out in the notice of AGM dated 22 July 2013 (the “**Notice of AGM**”) were duly passed by the Shareholders by way of poll at the AGM held on 20 August 2013. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for vote-taking at the AGM.

The poll results of the Ordinary Resolutions as set out in the Notice of AGM are as follows:-

<b>Ordinary Resolutions</b>		<b>Number of Shares (Approximate percentage)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 March 2013.	2,794,487,508 (96.00%)	116,293,750 (4.00%)

*\* For identification purposes only*

2.	(i) To re-elect Mr. William Keith Jacobsen as an independent non-executive director.	2,878,032,508 (98.87%)	32,748,750 (1.13%)
	(ii) To re-elect Mr. Wu Wang Li as an independent non-executive director.	2,882,367,508 (99.02%)	28,413,750 (0.98%)
	(iii) To re-elect Mr. Ng Wai Hung as an independent non-executive director.	2,794,487,508 (96.00%)	116,293,750 (4.00%)
3.	To authorize the Board to fix the Directors' remuneration.	2,882,367,508 (99.02%)	28,413,750 (0.98%)
4.	To re-appoint Crowe Horwath (HK) CPA Limited as auditor of the Company and to authorize the Board to fix its remuneration.	2,880,410,008 (98.96%)	30,371,250 (1.04%)
5.	To give a general and unconditional mandate to the Directors to exercise all powers of the Company to issue, allot and deal with additional ordinary shares of the Company not exceeding 20% of the total nominal amount of the issued share capital of the Company as at the date of passing this resolution.	2,794,487,508 (96.00%)	116,293,750 (4.00%)
6.	To give a general and unconditional mandate to the Directors to exercise all powers of the Company to purchase the Company's ordinary shares not exceeding 10% of the total nominal amount of the issued share capital of the Company as at the date of passing this resolution.	2,882,367,508 (99.02%)	28,413,750 (0.98%)
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company.	2,794,487,508 (96.00%)	116,293,750 (4.00%)

As at the date of the AGM, the total number of issued ordinary shares of the Company was 8,306,992,153, which was also the total number of shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions. No Shareholder was required to abstain from voting on the Ordinary Resolutions and no Shareholder was entitled to attend and vote only against any of the Ordinary Resolutions at the AGM.

By order of the Board  
**Sustainable Forest Holdings Limited**  
**Zhou Jing**  
*Chairman*

Hong Kong, 20 August 2013

*As at the date of this announcement, the Board comprises Ms. Zhou Jing and Mr. Mung Wai Ming as executive directors; and Mr. William Keith Jacobsen, Mr. Wu Wang Li and Mr. Ng Wai Hung as independent non-executive directors.*