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CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1130)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 NOVEMBER 2011

<p>The Board is pleased to announce that at the AGM held on 28 November 2011, all the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll.</p>
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Reference is made to the notice of the annual general meeting (“**AGM Notice**”) and the circular (“**Circular**”) of China Environmental Resources Group Limited (“**Company**”) dated 28 October 2011. Unless the context otherwise requires, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that at the annual general meeting of the Company held on 28 November 2011 (“**AGM**”), all the proposed resolutions as set out in the AGM Notice were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company (“**Shares**”) was 2,565,395,800 Shares. In relation to all resolutions proposed at the AGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 2,565,395,800 Shares. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, acted as scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the consolidated audited financial statements for the year ended 30 June 2011 together with the report of the directors and independent auditor's report.	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2.	(a) To re-elect the following persons as the directors of the Company:		
	(i) Ms. Kam Yuen	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(ii) Mr. Christopher David Thomas	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(b) To authorise the board of directors to fix the remuneration of the directors.	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
3.	To re-appoint Lau & Au Yeung C.P.A. Limited as auditor and to authorise the board of directors to fix remuneration of the auditor.	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
4.	To give a general mandate to the directors to issue new ordinary shares of the Company.	324,116,400 (99.9975%)	8,000 (0.0025%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5.	To give a general mandate to the directors to repurchase ordinary shares of the Company.	324,124,400 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6.	To extend the general mandate to be given to the directors to issue ordinary shares of the Company.	324,116,400 (99.9975%)	8,000 (0.0025%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

7.	To refresh the 10 per cent. general limit on grant of options under the share option scheme of the Company.	324,116,400 (99.9975%)	8,000 (0.0025%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
Special Resolution			
8.	To approve the Capital Reorganization.	324,116,200 (99.9975%)	8,200 (0.0025%)
As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

By Order of the Board
**China Environmental Resources
Group Limited**
Kam Yuen
Chairman

Hong Kong, 28 November 2011

As at the date of this announcement, the Board comprises three executive directors, namely Ms. Kam Yuen (Chairman and Chief Executive Officer), Mr. Kwok Wai, Wilfred and Mr. Leung Kwong Choi; and three independent non-executive directors, namely Mr. Cheung Ngai Lam, Mr. Wong Kwai Sang and Mr. Christopher David Thomas.