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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 19 NOVEMBER 2014

The board of directors (the “Board”) of China Environmental Resources Group Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting of the Company held on 19 November 2014 (the “AGM”) as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements for the year ended 30 June 2014 together with the report of the directors and the independent auditor’s report.	457,033,051 (99.99999%)	43 (0.00001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2(a).	(i) To re-elect Mr. Leung Kwong Choi as director.	457,033,051 (99.99999%)	43 (0.00001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(ii) To re-elect Mr. Kwok Wai, Wilfred as director.	457,033,051 (99.99999%)	43 (0.00001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(iii) To re-elect Mr. Wong Kwai Sang as director.	457,033,051 (99.99999%)	43 (0.00001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2(a).	(iv) To re-elect Mr. Yeung Chi Hang as director.	457,033,051 (99.99999%)	43 (0.00001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(v) To re-elect Mr. Ong Chi King as director.	457,033,051 (99.99999%)	43 (0.00001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(vi) To re-elect Mr. Chung Siu Wah as director.	457,033,051 (99.99999%)	43 (0.00001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
2(b).	To authorise the board of directors to fix the directors' remuneration for the year ending 30 June 2015.	457,033,051 (99.99999%)	43 (0.00001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
3.	To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company and to authorise the board of directors to fix the remuneration of auditor (Ordinary Resolution No. 3 in the notice of the AGM).	457,033,051 (99.99999%)	43 (0.00001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	To grant a general mandate to the directors to issue new ordinary shares of the Company (Ordinary Resolution No. 4 in the notice of the AGM).	457,032,793 (99.99993%)	301 (0.00007%)
	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 grant a general mandate to the directors to repurchase ordinary shares of the Company (Ordinary Resolution No. 5 in the notice of the AGM).	457,033,094 (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 (Ordinary Resolution No. 6 in the notice of the AGM).	457,032,793 (99.99993%)	301 (0.00007%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

As at the date of the AGM, the total number of issued and fully paid-up shares of the Company was 942,854,508 shares.

In relation to all resolutions proposed at the AGM, the total number of shares entitling the shareholders of the Company to attend and vote for or against the resolutions at the AGM was 942,854,508 shares. There were no shares entitling the shareholders of the Company to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and there were no shares requiring the shareholders of the Company to abstain from voting at the AGM under the Listing Rules.

Union Registrars Limited, the branch share registrar of the Company in Hong Kong, acted as scrutineer at the AGM for the purpose of vote-taking.

Shareholders of the Company may refer to the circular dated 20 October 2014 (the “Circular”) for details of the above resolutions proposed at the AGM. The Circular may be viewed and downloaded from the Company’s website at [www.greener.com](http://www.greener.com) or the designated website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By Order of the Board  
**China Environmental Resources Group Limited**  
**Kwok Wai, Wilfred**  
*Executive Director*

Hong Kong, 19 November 2014

*As at the date of this announcement, the Board comprises five executive directors, namely Mr. Kwok Wai, Wilfred, Mr. Leung Kwong Choi, Mr. Wong Po Keung, Mr. Yeung Chi Hang and Mr. Chung Siu Wah; and three independent non-executive directors, namely Mr. Wong Kwai Sang, Mr. Chan Ka Yin and Mr. Ong Chi King.*