



**Emerald Plantation Holdings Limited**

**(the "Company")**

**Expiration and Results of Consent Solicitation dated 25 November 2013**

On 25 November 2013, the Company launched a consent solicitation (the "**Consent Solicitation**") to holders (the "**Noteholders**") of its US\$300,000,000 6.00% Guaranteed Senior Notes Due 2020 (CUSIP No. 29101W AA4) (the "**Notes**") as of the record date of 18 November 2013 (the "**Record Date**").

The Consent Solicitation expired at 11:59 p.m., New York City time, on 19 December 2013 (the "**Expiration Time**") and will not be extended. The Consent Solicitation was made on the terms and subject to the conditions contained in the Consent Solicitation Statement dated 25 November 2013 and the related Consent Form. This announcement should be read in conjunction with the Consent Solicitation Statement and the Consent Form.

As at the Expiration Time, Noteholders of the following aggregate principal amounts of Notes (representing the corresponding percentages of the outstanding Notes as of the Record Date) had agreed to vote in favor of the proposed amendments to the indenture dated 30 January 2013 (as amended, the "**Indenture**") between the Company, Computershare Trust Company, N.A., as trustee and security trustee, and the initial subsidiary guarantors listed therein, pursuant to which the company issued the Notes, and had not validly withdrawn their consents on or prior to the Expiration Time:

	For	% For	Against	% Against	Abstain	% Abstain
Proposal 1	254,909,097	82.21%	3,506,808	1.13%	1,542,961	0.50%
Proposal 2	254,909,097	82.21%	3,506,808	1.13%	1,542,961	0.50%
Proposal 3	254,909,097	82.21%	3,506,808	1.13%	1,542,961	0.50%
Proposal 4	255,081,592	82.27%	3,506,808	1.13%	1,370,466	0.44%

These acceptance levels are sufficient to meet the required voting thresholds and implement each of the proposed amendments, as further described in the Consent Solicitation Statement dated 25 November 2013, and the Company hereby announces that the requisite consents have been obtained. As soon as reasonably practicable, the Company intends to enter into a supplemental indenture with the other parties to the Indenture to effect the approved amendments as of the date of its execution. The approved amendments include:

- (a) amending the definition of "Asset Disposition" in the Indenture by deleting "Restricted Subsidiary" in clause (1) thereof and replacing it with "Subsidiary Guarantor" and by deleting "Restricted Subsidiaries" in clause (2) thereof and replacing it with "Subsidiary Guarantors";
- (b) amending the definition of "Entire Sale Transaction" by deleting "Asset Disposition" and replacing it with "sale and other disposition";
- (c) amending Section 4.15(a) by removing the restriction on Asset Sales (as defined in the Indenture) that constitute Asset Dispositions (as defined in the Indenture);
- (d) amending Section 11.11(a) of the Indenture by adding the solvent liquidation of any Subsidiary Guarantor (as defined in the Indenture) as a triggering event for the release of a Subsidiary Guarantee (as defined in the Indenture) given by a Subsidiary Guarantor; and
- (e) amending the definition of "Offer to Purchase", Section 2.04(c), Section 3.02(d) and the forms of Notes to allow for purchase, issuance and redemption of Notes in minimum denominations of US\$1.00 principal amount and any multiple of US\$1.00 in excess thereof.

The Company has retained Georgeson, Inc. to serve as its information agent and solicitation agent for the Consent Solicitation. Requests for documents should be directed to Georgeson, Inc. at (888) 605-8334 (toll-free) or (781) 575-2137. Questions concerning the terms of the Consent Solicitation should be directed to the Company at [info@emerald-plantation.com](mailto:info@emerald-plantation.com).

**This announcement is for information purposes only and is not an offer to purchase or sell, a solicitation of an offer to purchase or sell or a solicitation of consents with respect to any securities. The Consent Solicitation is being made solely pursuant to the Company's Consent Solicitation Statement dated 25 November 2013 and the related Consent Form.**

**Emerald Plantation Holdings Limited**

20 December 2013