

CHINA METRO-RURAL HOLDINGS Ltd  
Form 6-K  
August 18, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**  
**PURSUANT TO RULE 13a-16 OR 15d-16**  
**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of August 2016**

**Commission File Number: 000-53776**

**China Metro-Rural Holdings Limited**

**Suite 2204, 22/F Sun Life Tower,**  
**The Gateway, 15 Canton Road,**  
**Tsimshatsui, Kowloon, Hong Kong**  
**(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

**China Metro-Rural Holdings Limited Receives Majority Shareholder Approval of Merger for Going-Private Transaction**

China Metro-Rural Holdings Limited announces that on August 18, 2016 certain shareholders, which together beneficially own 52.8% of the total combined voting power of the company, took action by written consent on August 18, 2016 to approve, among other things, a certain Agreement and Plan of Merger and related merger for a going-private transaction or privatization. For more information, please refer to exhibit 99.1 furnished herewith.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**CHINA METRO-RURAL HOLDINGS  
LIMITED**

By: /s/ Sio Kam Seng  
Name: Sio Kam Seng  
Title: Executive Director, Chairman of the  
Board and Chief Executive Officer

Date: August 18, 2016

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
Exhibit 99.1	Press release dated August 18, 2016