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CHINA AGROTECH HOLDINGS LIMITED

浩倫農業科技集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01073)

TERMINATION OF DISCLOSEABLE TRANSACTION IN RELATION TO THE ACQUISITION OF 32% EQUITY INTEREST IN GUANGDONG JIUHUA

Reference is made to the announcements of China Agrotech Holdings Limited (the “Company”) dated 18 June 2013, 31 October 2013 and 28 January 2014 (the “Announcements”). Capitalised terms used in this announcement shall have their respective meanings as in the Announcements unless otherwise defined.

Pursuant to the Equity Transfer Agreement, Completion shall be conditional upon the conditions precedent (which include, among others, due diligence review) specified in the Equity Transfer Agreement having been fulfilled or waived on or before 31 October 2013. Given that additional time was required for the completion of due diligence works on the Target Group, the Purchaser (being an indirect wholly-owned subsidiary of the Company) and the Vendors had entered into (1) the Supplemental Agreement on 31 October 2013 to extend the long stop date for the completion of the Acquisition to 30 January 2014, and (2) the Second Supplemental Agreement on 28 January 2014 to further extend the long stop date for the completion of the Acquisition to 31 July 2014.

On 25 July 2014, the Purchaser completed the due diligence review and concluded that it was not satisfied with the results of the due diligence review.

Pursuant to the Equity Transfer Agreement (as amended and supplemented by the Supplemental Agreement and the Second Supplemental Agreement), where the Purchaser is not satisfied with the results of the due diligence review and hence the relevant condition precedent is not fulfilled or waived, the Purchaser is entitled to serve a notice in writing to the Vendors on or before the long stop date, being 31 July 2014, to terminate the Equity Transfer Agreement and not to proceed with the completion of the Acquisition. Accordingly, on 28 July 2014, the Purchaser issued a notice to the Vendors to terminate the Equity Transfer Agreement and not to proceed with the completion of the Acquisition with immediate effect. There was no deposit paid by the Purchaser for the Acquisition.

** For identification purpose only*

The Board considered that it is in the interests of the Company and the Shareholders as a whole to terminate the Equity Transfer Agreement and that the termination of the Equity Transfer Agreement will not have material adverse impact on the operation or financial position of the Group.

By Order of the Board
China Agrotech Holdings Limited
Wu Shaoning
Chairman

Hong Kong, 28 July 2014

The Board as of the date of this announcement comprises Mr. Wu Shaoning and Ms. Chen Xiao Fang, who are the executive Directors of the Company, and Mr. Zhang Shaosheng, Mr. Wong Kin Tak and Mr. Cheung Ka Yue, who are the independent non-executive Directors of the Company.