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CHINA AGROTECH HOLDINGS LIMITED

浩倫農業科技集團有限公司*

(In Liquidation)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1073)

ANNOUNCEMENT

UPDATE ON RECENT DEVELOPMENT OF SUSPENSION OF TRADING

This announcement is made by China Agrotech Holdings Limited (In Liquidation) (the “**Company**”) pursuant to Rule 13.09(2) and Rule 13.24A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated (i) 25 February 2015, 28 August 2015, 9 March 2016, 24 August 2016, 15 September 2016, 7 February 2017, 31 March 2017, 1 August 2018 and 1 November 2018 in relation to, among others, the update on the listing status of the Company; (ii) 2 May 2017, 17 May 2017, 8 November 2017, 11 October 2018 in relation to the Proposed Restructuring; (iii) 28 December 2018 in relation to the Proposed Restructuring and the new listing application of the Company pursuant to Rule 3.5 of the Takeovers Code (the “**R3.5 Announcement**”); and (iv) 18 January 2019 in relation to the delay in despatch of the Circular. Unless otherwise stated, capitalised terms used in this announcement shall bear the same meanings as defined in the R3.5 Announcement.

UPDATE ON IMPLEMENTATION OF THE RESUMPTION PROPOSAL AND SATISFYING THE RESUMPTION CONDITIONS

As mentioned in the R3.5 Announcement, the Company submitted the Resumption Proposal and filed the Third New Listing Application on 11 October 2018. On 28 December 2018, the Company entered into (i) the Termination Deed with the Placing Agent to terminate the Former Placing Agreement; (ii) the Ms. Chong’s Subscription Agreement with Ms. Chong relating to the proposed subscription of 512,698,586 Subscription Shares; (iii) the YM Subscription Agreement with Mr. Warren Lee and the Yu Ming Team relating to the proposed subscription of 227,250,000 Subscription Shares and 57,500,000 Subscription Shares, respectively; (iv) the New Placing Agreement with the Placing Agent for the placing, upon the lapse of the Ms. Chong’s Subscription Agreement, of the 512,698,586 Subscription Shares not subscribed by Ms. Chong; and (v) the Fourth Supplemental Acquisition Agreement to further extend the Long Stop Date to 30 September 2019 and amended certain conditions precedent to Acquisition Completion. For details, please refer to the R3.5 Announcement.

As at the date of this announcement, the regulators are reviewing the Circular and the Third New Listing Application. The Company is also working closely with all professional parties to (i) update relevant information in the Circular including, among others, the financial information and the business operation of Yu Ming for the year ended 31 December 2018 and the financial information of the Company for the six months ended 31 December 2018; and (ii) address comments from the regulators on the Circular. The Executive has granted its consent to an extension of time for the despatch of the Circular to the Shareholders to a date falling on or before 29 March 2019.

Further announcement(s) setting out the progress of the Proposed Restructuring will be made by the Company as and when appropriate and in accordance with the relevant requirements of the Takeovers Code and the Listing Rules.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange had been suspended since 1:00 p.m. on 18 September 2014 and will remain suspended until further notice.

Shareholders and potential investors should note that Resumption is subject to various conditions which may or may not be fulfilled. There is no guarantee that Resumption will take place. Shareholders and potential investors are advised to exercise caution when dealing in the Shares

For and on behalf of
CHINA AGROTECH HOLDINGS LIMITED
(In Liquidation)
Stephen Liu Yiu Keung
David Yen Ching Wai
Joint and Several Liquidators

Hong Kong, 15 February 2019

As at the date of this announcement, the executive Directors are Ms. Chen Xiao Fang, Mr. Zhang Liang and Mr. Xu Jiangtao, and the independent non-executive Director is Ms. Zhao Jianhua.

The Liquidators, namely Messrs. Stephen Liu Yiu Keung and David Yen Ching Wai, jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

* *For identification purpose only*