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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)**

**GRANT OF ORDER FOR THE DECLARATORY SUMMONS  
BY THE GRAND COURT;  
ADJOURNMENT OF COURT HEARINGS;  
UPDATE ON THE STATUS OF THE ORIGINATING SUMMONS ISSUED AGAINST  
THE COMPANY;  
AND  
REVISED EXPECTED TIMETABLE FOR THE PROPOSED RESTRUCTURING  
(INCLUDING THE PUBLIC OFFER AND PREFERENTIAL OFFERING)**

**Shareholders and potential investors should note that some events in the revised expected timetable have now been delayed. The list below summaries such changes of date:**

**EVENTS BEFORE THE APPLICATION LISTS CLOSE**

1. Grand Court hearing of petition to confirm the Capital Reduction is changed from Friday, 5 July 2019 (Cayman Islands time) to **Tuesday, 16 July 2019** (Cayman Islands time), being less than two business days to application lists close, due to time difference between the Cayman Islands and Hong Kong, where Hong Kong is 13 hours ahead of the Cayman Islands; and
2. Grand Court hearing of sanctioning the Creditors' Scheme is changed from Monday, 8 July 2019 (Cayman Islands time) to **Tuesday, 16 July 2019** (Cayman Islands time), being less than two business days to application lists close, due to time difference between the Cayman Islands and Hong Kong, where Hong Kong is 13 hours ahead of the Cayman Islands.

**Warning:**

**Shareholders and potential investors should be warned that the judgement and/or decision of the court hearing(s) might not be immediately available to the Company, which usually take few days and possibly after the application lists close. 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.**

## **EVENTS AFTER THE APPLICATION LISTS CLOSE**

1. High Court hearing for sanctioning the Creditors' Scheme is changed from Tuesday, 9 July 2019 to **Monday, 22 July 2019**;
2. Expected effective date of the Capital Reorganisation is changed from Monday, 15 July 2019 to **Thursday, 25 July 2019**;
3. Effective date of the Creditors' Scheme is changed from on or before Monday, 15 July 2019 to on or before **Thursday, 25 July 2019**; and
4. Expected effective date of Change in Board Lot Size from 2,000 Shares to 5,000 New Shares is changed from Monday, 15 July 2019 to **Thursday, 25 July 2019**.

References are made to (i) the circular of the Company dated 27 April 2019 in relation to, among others, the Proposed Restructuring; (ii) the announcements of the Company dated 29 May 2019, 30 May 2019, 5 June 2019, 13 June 2019, 19 June 2019 and 28 June 2019 in relation to the Proposed Restructuring; (iii) the announcement of the Company dated 28 June 2019 (the "**Announcement**") in relation to the Originating Summons; and (iv) the prospectus of the Company dated 28 June 2019 (the "**Prospectus**"). Unless otherwise stated, capitalised terms used in this announcement shall bear the same meanings as defined in the Prospectus and the Announcement.

## **GRANT OF ORDER FOR THE DECLARATORY SUMMONS BY THE GRAND COURT**

The Company is pleased to announce that on 9 July 2019 (Cayman Islands time), the Grand Court granted the sealed order (the "**Cayman Order**") and declared that the resolutions proposed at the EGM of the Company held on 22 May 2019 were validly passed as declared by Mr. Yen Ching Wai David ("**Mr. Yen**") in his capacity as the chairman of the EGM; and Perfect Gate's application for a stay of the Declaratory Summons was dismissed.

As announced in the Prospectus, Perfect Gate may apply for leave to appeal against the Cayman Order or apply for the suspension of the execution of the Cayman Order by 23 July 2019 (Cayman Islands time), being 14 days from the date of the sealed order.

In the event that Perfect Gate makes an application for leave to appeal the Cayman Order or order for suspension of execution of the Cayman Order by 23 July 2019 (Cayman Islands time), the Company will announce its withdrawal of the Public Offer by 25 July 2019. Refund cheques in respect of the Public Offer will be despatched to the applicants within five Business Days from the date of the announcement. In the circumstances, the entire Proposed Restructuring will lapse, the Liquidators will proceed to conclude the liquidation and the Company will be dissolved.

## **ADJOURNMENT OF COURT HEARINGS**

The Company wishes to announce that the Grand Court hearing of the Company's petition (a) to confirm the Capital Reduction; and (b) to seek sanction of the Creditors' Scheme will be adjourned to 16 July 2019 at 10:00 a.m. (Cayman Islands time).

The Company also wishes to announce that the High Court hearing for (a) sanctioning of the Creditors' Scheme; and (b) a permanent stay of the winding up of the Company will be adjourned to 22 July 2019 at 10:00 a.m. (Hong Kong time).

## **UPDATE ON THE STATUS OF THE ORIGINATING SUMMONS ISSUED AGAINST THE COMPANY**

The Company wishes to announce that, (i) Mr. Yen had filed an acknowledgement of service of the Originating Summons with the High Court on 10 July 2019; and (ii) Perfect Gate had further issued a summons for a hearing at the High Court on 22 July 2019 at 2:30 p.m., pursuant to which Perfect Gate seeks from the High Court an order that, among others, Perfect Gate do have retrospective leave to commence proceedings against the Company as per the Originating Summons.

## **REVISED EXPECTED TIMETABLE FOR THE PROPOSED RESTRUCTURING (INCLUDING THE PUBLIC OFFER AND PREFERENTIAL OFFERING)**

Based on the dates of the court hearings, set out below is the revised expected timetable for the Proposed Restructuring:

**2019**

Grand Court hearing of petition to confirm the Capital Reduction . . . . . Tuesday, 16 July  
(Cayman Islands time)

Grand Court hearing for sanctioning the Creditors' Scheme . . . . . Tuesday, 16 July  
(Cayman Islands time)

Announcement of the results of Grand Court hearing to seek  
sanction of the Creditors' Scheme and confirm the Capital Reduction . . . . . Wednesday, 17 July

Application lists open . . . . . 11:45 a.m. on Friday, 19 July

Latest time to lodge the **WHITE, YELLOW** and  
**BLUE** Application Forms . . . . . 12:00 noon on Friday, 19 July

Application lists close . . . . . 12:00 noon on Friday, 19 July

High Court hearing for sanctioning the Creditors' Scheme and a permanent stay of the winding up of the Company . . . . .	Monday, 22 July
Announcement of (1) the results of High Court hearing for sanctioning the Creditors' Scheme and (2) the expected effective date of the Creditors' Scheme . . . . .	Monday, 22 July
Expected effective date of the Capital Reorganisation . . . . .	9:00 a.m. on Thursday, 25 July
Expected effective date of Change in Board Lot Size from 2,000 Shares to 5,000 New Shares . . . . .	9:00 a.m. on Thursday, 25 July
First day of free exchange of existing share certificates (in green colour) for the Shares into new share certificates (in blue colour) for the New Shares . . . . .	Thursday, 25 July
Effective date of the Creditors' Scheme . . . . .	on or before Thursday, 25 July
Announcement of results of the Public Offer and the Preferential Offering . . . . .	Thursday, 25 July
If the Preferential Offering proceeds, despatch of refund cheques in respect of unsuccessful excess applications pursuant to the Preferential Offering . . . . .	Thursday, 25 July
Results of allocations of the Public Offer and the Preferential Offering will be available at <b>www.iporesults.com.hk</b> (alternatively: English <b>https://www.eipo.com.hk/en/Allotment</b> ; Chinese <b>https://www.eipo.com.hk/zh-hk/Allotment</b> ) with a "search by ID Number/Passport Number/Business Registration Number" function from . . . . .	Thursday, 25 July
Despatch/collection of the share certificates of the Offer Shares or deposit of share certificates of Offer Shares into CCASS in respect of wholly or partially successful applications under the Public Offer and the Preferential Offering . . . . .	Thursday, 25 July
If the Public Offer (including the Preferential Offering) is terminated, refund cheques to be despatched . . . . .	Thursday, 25 July
If the Public Offer proceeds, despatch of refund cheques in respect of partially successful applications (if applicable) or wholly or partially unsuccessful applications pursuant to the Public Offer . . . . .	Thursday, 25 July

Completion of the YM Subscription, the New Placing,  
the Public Offer (including the Preferential Offering)  
and the Acquisition and despatch of new share  
certificates for the YM Subscription Shares,  
the New Placing Shares and the Offer Shares . . . . . Thursday, 25 July

Announcement of completion of the YM Subscription,  
the New Placing, the Public Offer (including  
the Preferential Offering) and the Acquisition . . . . . Thursday, 25 July

Resumption and dealing in the New Shares commence . . . . . 9:00 a.m. on Friday, 26 July

Odd lot matching arrangement commences . . . . . 9:00 a.m. on Friday, 26 July

Odd lot matching arrangement ends . . . . . 4:00 p.m. on Friday, 16 August

Last day of free exchange of existing share certificate (in green colour)  
for the new share certificates (in blue colour) . . . . . Monday, 19 August

The revised expected timetable of, among others, the Proposed Restructuring set out above is for  
indicative purposes only. Should there be further changes on the revised expected timetable for the  
Proposed Restructuring, the Company will issue announcement(s) as soon as practicable.

**CONTINUED SUSPENSION OF TRADING IN THE SHARES**

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.

**WARNING**

**The proposed transactions contemplated under the Proposed Restructuring are subject to a  
number of conditions precedents which may or may not be fulfilled and are subject to change upon  
the review of the Stock Exchange.**

**In addition, the Stock Exchange’s formal and final approval on the New Listing Application made  
by the Company may or may not be granted, therefore the proposed transactions contemplated  
under the Proposed Restructuring may or may not proceed.**

**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*  
*acting as agents for and on behalf of*  
*the Company without personal liability*

Hong Kong, 11 July 2019

*As at the date of this announcement, the Company has no Director.*

\* *For identification purpose only*