

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): <u>31/12/2012</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | CHINA AGROTECH HOLDINGS LIMITED |
|----------------|---------------------------------|
| Date Submitted | 2 January 2013 |

I. Movements in Authorised Share Capital

| (1) Stock code : <u>01073</u> Descri | ption : | Ordinary | Shares |
|---|--------------------------------------|----------------------------------|---|
| | No. of ordinary shares | Par value <i>(HK\$)</i> | Authorised share capital (HK\$) |
| Balance at close of preceding month | 3,000,000,000 | 0.10 | 300,000,000 |
| Increase/(decrease) | Nil | | Nil |
| Balance at close of the month | 3,000,000,000 | 0.10 | 300,000,000 |
| | | | |
| (2) Stock code : <u>N/A</u> Descri | ption : | | |
| (2) Stock code : <u>N/A</u> Descri | ption : No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| (2) Stock code : <u>N/A</u> Descri Balance at close of preceding month | No. of ordinary | (State | capital |
| | No. of ordinary | (State | capital |

2. Preference Shares

| Stock code : | N/A | Descrip | tion : | | |
|------------------------|----------|---------|--------------------------|----------------------------------|---|
| | | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of p | receding | month | | | |
| Increase/(decrease) | | | | | |
| Balance at close of tl | he month | | | | |

3. Other Classes of Shares

| Stock code : <u>N/A</u> Desc | ription : | | |
|-------------------------------------|--------------------------------|----------------------------------|---|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

Total authorised share capital at the end of the month (HK\$) :300,000,000

II. Movements in Issued Share Capital

| | No. of ordi | nary shares | No of preference | No. of other classes |
|--|-------------|-------------|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 987,765,216 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 987,765,216 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

| Share Options (under | Share Option | Schemes of the I | ssuer) | | | |
|--|---------------|------------------|---------------------------------------|--------------|----------------------|--------------------------|
| Particulars of share | | | | | No. of new shares of | No. of new shares of |
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement durin | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | | 0 | | | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Nil | | | | | | |
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| aharaa | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
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| 2. | | | | | | |
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| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| (Note I) | | | | | | |
| 2 | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | To | tal A. (Ordin | ary shares) | Nil | |
| | | | | nce shares) | N/A | |
| | | | · · · · · · · · · · · · · · · · · · · | Other class) | N/A | |
| Total funds raised days | ing the manth | from oversize of | , | | 11/11 | |
| Total funds raised dur options (State currence | | nom exercise of | L | Nil | | |
| options (state current | ·y) | | | 1111 | | |
| | | | | | | |

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issuer issued which may be issued pursuant during the thereto as at month Currency of Nominal value at Exercised Nominal value pursuant close of the Description of warrants nominal close of during the at close of the thereto month (Date of expiry - dd/mm/yyyy) value preceding month month month 1. Unlisted warrants HK\$ 72,000,000 Nil 72,000,000 Nil 60,000,000 (28/1/2016) Stock code (if listed) Class of shares issuable (Note 1) Ordinary Subscription price HK\$1.20 EGM approval date (if applicable) (dd/mm/yyyy) (29/12/2010) 2. _____ / / () Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 3. / / () Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4. _____ (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) Total B. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A

For Main Board and GEM listed issuers

| Convertibles (i.e. Convertible int | | Amount at close of preceding month | be Listed) Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|--|--|--|--|--|
| 1. Convertible bonds due 2015 | Ũ | IIIOIIIII | III0IItti | monu | | |
| Stock code (if listed) | <u></u> | 623,000,000 | Nil | 623,000,000 | Nil | 623,000,000 |
| Class of shares issuable (<i>Note 1</i>) Subscription price | Ordinary HK\$1.00 | | | | | |
| (if applicable) (dd/mm/yyyy)) 2. Convertible bonds due 2016 | (15/10/2010) | | | | | |
| Stock code (if listed) | | 70,000,000 | Nil | 70,000,000 | Nil | 130,540,773#* |
| Class of shares issuable (Note 1) | Ordinary | terms of t # (i) the p | the Convertible rincipal amour | nt will be accrete | ed by a yield of | f 6% per |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) <u>3.</u> | eset Conversion I HK\$0.70 * (29/12/2010) | RMI (ii) calcu | B78,311,410 a lated using fix | ound basis upon o as at 31 Decembe ked exchange rat on price of HK\$0 | er 2012; e of HK\$1=RN | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | - - - | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | | · | | nary shares) ence shares) (Other class) | Nil N/A N/A | |

| No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
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| | |
| N/A N/A | |
| N/A | |
| | of issuer issued during the month pursuant thereto |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| | | ssued Share Capital | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of |
|----|---------------|---------------------|--|-----|------------|---|--|--|
| | Type of Issue | | | | | | | the month |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ | / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | / / |) | | |
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 2. | Open offer | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ | / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | / / |) | | |
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 3. | Placing | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ | / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | / / |) | | |
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ | / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ | / / |) | | |
| | | | | | | | | |
| | | | | | | | | |

| | shares of issuer sha | | | | | | | No. of new |
|----|----------------------|--------------------------------|--|---|------------|---|---------------|---------------------|
| | Type of Issue | | | | | | issued during | issuer which may |
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 5. | Scrip dividend | At price : State currency — | Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares repurchased (Note 1) | | <u>N/A</u> | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares redeemed (Note 1) | | <u>N/A</u> | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | <u>N/A</u> | | | |
| 8. | Consideration issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | | | | | | |

| | | | | For Main Bo | oard and GEM listed | 1 issuers |
|-----|---------------------------|------------------|--|------------------------------|---------------------|-------------|
| | | | | | No. of new | No. of new |
| | | | | | shares of issuer | shares of |
| | | | | | issued during | issuer |
| | | | | | the month | which may |
| | | | | | pursuant thereto | be issued |
| | | | | | | pursuant |
| | | | | | | thereto as |
| | | | | | | at close of |
| | Type of Issue | | | | | the month |
| | | | Class of shares issua (Note 1) | ible <u>N/A</u> | | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | | | |
| | | | Class of shares issua (Note 1) | ble <u>N/A</u> | | |
| 10. | Other (Please specify) | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | T (1) | | | |
| | | | Total E. | (Ordinary sha | | |
| | | | | (Preference sha (Other c) | | |
| | | | | | | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | N/A |
|---|----------|-----------------|
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | - | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Is | sued Sho | are Capital").) |

Remarks (if any):

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Submitted by: TONG Hing Wah

 Company Secretary (Director, Secretary or other duly authorised officer)

Notes :

1. State the class of shares (e.g. ordinary, preference or other).

2. If there is insufficient space, please append the prescribed continuation sheet.