

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited						
	AGROTECH HOLD	DINGS LIMITI	ED			
I. Movements in Authorised Share Capi	ital					
1. Ordinary Shares						
(1) Stock code : 01073 Descri	ption :	Ordinary	Shares			
	No. of ordinary shares	Par value (HK\$)	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 : N/A Description :						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month						
Increase/(decrease)						
Balance at close of the month	Balance at close of the month					

30/11/2014

Stock code : N/A Descr	iption:		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
3. Other Classes of Shares Stock code : N/A Descr	iption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Stock code : N/A Descr	No. of other	(State	
	No. of other	(State	capital

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes of shares	
	(1)	(1) (2)			
Balance at close of preceding month	1,001,765,216	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	1,001,765,216	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

options (State currency)

Share Options (under Share Option Schemes of the Issuer) 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 thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Nil shares (*Note 1*) shares (Note 1) shares (Note 1) Total A. (Ordinary shares) (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of

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 close of the Currency of Nominal value at Exercised Nominal value pursuant 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\$ 22,500,000 Nil 22,500,000 Nil 50,000,000 (6/2/2017) Stock code (if listed) Class of shares issuable (Note 1) Ordinary Subscription price HK\$0.45 EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) / / Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 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 N/A (Other class)

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible bonds due 2015 609,000,000 Nil 609,000,000 609,000,000 HK\$ Nil Stock code (if listed) Class of shares issuable (Note 1) Ordinary Subscription price HK\$1.00 EGM approval date (if applicable) (dd/mm/yyyy)) (15/10/2010)2. Convertible bonds due 2016 70,000,000 **RMB** 70,000,000 Nil Nil 145,965,663#* Stock code (if listed) Class of shares subject to adjustments and resets in accordance with the terms of the Convertible Bonds issuable (Note 1) Ordinary (i) the principal amount will be accreted by a yield of 6% per annum on a compound basis upon conversion and become Reset Conversion Price Subscription price HK\$0.70 * RMB87,564,801 as at 30 November 2014; EGM approval date (ii) calculated using fixed exchange rate of HK\$1=RMB0.857 (if applicable) and reset conversion price of HK\$0.70 per share (dd/mm/yyyy) (29/12/2010)Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /)(dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) N/A N/A (Other class)

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

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	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. N/A (/ /)		
2. Ordinary shares (Note 1) (/ /) shares (Note 1)		
3		
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

T	ype of Issue					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	ype of issue		Class of shares issuable	N/A			
			(Note 1)				
1. F	Rights issue	At price : State currency	_ Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	N/A			
2. (Open offer	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	N/A			
3. I	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	<u>N/A</u>			
4. I	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers

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	Torre of Laure					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
	Type of Issue						the month
5.	Scrip dividend	At price: State	Class of shares issuable (Note 1) Issue and allotment	<u>N/A</u>)		
		At price currency ——	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)	N/A			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	N/A			
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /			
			EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers

	T		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
	Type of Issue			the month
		Class of shares issuable N/A (Note 1)		
9.	Capital reorganisation	Issue and allotment date: (dd/mm/yyyy)		
		EGM approval date: (/ /) (dd/mm/yyyy)		
		Class of shares issuable N/A (Note 1)		
10.	Other (Please specify) At price: State currency	Issue and allotment date: (dd/mm/yyyy)		
		EGM approval date: (/ /) (dd/mm/yyyy)		_
		Total E. (Ordinary shar (Preference shar (Other cla	res) N/A	
То	otal increase / (decrease) in ordinary shares during th	ne month (i.e. Total of A to E):	(1) N/	'A
			(2) N/	A
То	otal increase / (decrease) in preference shares during	; the month (i.e. Total of A to E):	N/	A
T	otal increase / (decrease) in other classes of shares di	uring the month (i.e. Total of Δ to E):	N/	A

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
Submitted by: TONG Hing Wah
Title: 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.