

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/07/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	CHINA AGROTECH HOLDINGS LIMITED
Date Submitted	2 August, 2011

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	_Description :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of j	preceding 1	nonth		
Increase/(decrease)				
Balance at close of t	the month			

3. Other Classes of Shares

Stock code : <u>N/A</u> De	escription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mont	h		
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 ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	779,765,216	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	779,765,216	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0			
class of shares	~ .		~			
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Adopted on						
(31/12/2001)						
at EGM						
Exercise						
price -						
HK\$0.55						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	400,000
(Note 1)						
2. Adopted on						
(31/12/2001)						
at EGM						
Exercise						
price -						
HK\$0.72						
	NT:1	NT:1	NT:1	NT:1	NT:1	49.270.000
Ordinary shares	Nil	Nil	Nil	Nil	Nil	48,270,000
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
		To	otal A. (Ordin		Nil	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Fotal funds raised du	ing the month	from exercise o	of	,		
options (State currence				Nil		
- `						

Share Options (under Share Option Schemes of the Issuer)

Warrants to Issue Shares of the Iss	suer which are	to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	during the	Nominal value 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. Unlisted warrants						
	HK\$	72,000,000	Nil	72,000,000	Nil	60,000,000
(28/1/2016)				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Stock code (if listed)	-					
Class of shares	Ordin					
issuable (Note 1) Subscription price	HK\$					
EGM approval date (if applicable) (dd/mm/yyyy)	(29/12/					
2.	(2)/12/	2010)				
(/ /) Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(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)	()	()				
(((())))) (((()))) ((()))) ((()))) ((()))) ((()))) (()	(/ /)				
		Tota		nary shares)	N/A	
				ence shares) Other class)	N/A N/A	
			(11/11	

For Main Board and GEM listed issuers

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible i	nto Shares of the Is	ssuer which are to	be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	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. 3% per annum convertible						
bonds due 2011						
	HK\$	29,880,000	Nil	Nil*	Nil	Nil
Stock code (if listed)	-					
Class of shares						
issuable (Note 1)	Ordinary	* The outsta	anding amount	t was redeemed at	maturity on 2	5 July 2011.
Subscription price	HK\$0.90					
EGM approval date (if applicable) (dd/mm/yyyy))	(-/-/-)					
2. Convertible bonds due $2\overline{01}$	· · · · · · · · · · · · · · · · · · ·					
2. Convertible bonds due 201	. <u>.</u>					
		((2,000,000	27.1	((2,000,000	21.1	((2,000,000
Stock code (if listed)	HK\$	663,000,000	Nil	663,000,000	Nil	663,000,000
Class of shares	-					
issuable (Note 1)	Ordinary					
Subscription price	HK\$1.00					
EGM approval date	11100					
(if applicable) (dd/mm/yyyy)	(15/10/2010)					
3. Convertible bonds due 20	16					
	RMB	70,000,000	Nil	70,000,000	Nil	120,215,469#*
Stock code (if listed)		, , ,				
Class of shares				ments and resets i		vith
issuable (Note 1)	Ordinary			Convertible Bond		
				ount will be accre		
	Reset Conversion P			version and become	me RMB72,117	7,260 as at
Subscription price	HK\$0.70 *		July 2011;	fixed exchange r	oto of UV¢1-I	MD0 957
(if applicable)				sion price of HKS		
(dd/mm/yyyy)	(29/12/2010)	an		sion price of fire	bo. to per share	
4.	(
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		.		2.7.1	
			Total C. (Ord		Nil	
				rence shares)	N/A	
				(Other class)	N/A	

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
Remark 1	Nil	Remark 1
2		
3		
shares (Note 1) Total D. (Ordinary shares) (Preference shares) (Other class)	Nil N/A N/A	

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)	(/	/ /)		

		For Main Board and GEM listed is No. of new No shares of issuer sl issued during						
	T OI							which may be issued pursuant thereto as at close of the month
	Type of Issue							the month
			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)	Nil
	(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 Issued Share Capital").)		

Remarks (if any):

 1.
 Pursuant to the Sale and Purchase Agreement dated 29 October 2010 (the "Agreement"),

 68,000,000 consideration shares (subject to adjustment) at an issue price of

 HK\$1.00 per share, as partial settlement of the relevant acquisition under the Agreement,

 will be issued by the Company in accordance with the terms and conditions as set out in the

 Agreement.

 (For more details, please refer to the announcement of the Company dated 29 October 2010)

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.