

## **Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yy	yyy): <u>31/3/2012</u>		
To: Hong Kong Exchanges and C	learing Limited		
Name of Issuer CF	HINA AGROTECH HOL	DINGS LIMITI	ED
Date Submitted 2 A	April, 2012		
I. Movements in Authorised Share	Capital		
1. Ordinary Shares			
(1) Stock code : 01073 D	Description :	Ordinary	Shares
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mon	th 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 D	Description :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th	_	
Increase/(decrease)		_	
Balance at close of the month			

Stock code :	N/A	Descrip	otion :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding r	nonth			
Increase/(decrease)					
Balance at close of th	e month				
3. Other Classes of Sl	hares				
3. Other Classes of Sl Stock code :	hares N/A	Descrip	otion :		
		Descrip	No. of other classes of shares	Par value (State currency)	
	N/A	_ ^	No. of other	Par value (State	Authorised share capital
Stock code :	N/A	_ ^	No. of other	Par value (State	Authorised share capital

## II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	847,765,216	N/A	N/A	N/A
Increase/-(decrease) during the month	100,000,000	N/A	N/A	N/A
Balance at close of the month	947,765,216	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 Cancelled Lapsed Exercised 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

Description of warrants (Date of expiry - dd/mm/yyyy)		f Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	1	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Unlisted warrants						
	III.	72 000 000	21.1	72 000 000	21.1	60,000,000
(28/1/2016)	HK\$	72,000,000	Nil	72,000,000	Nil	60,000,000
Stock code (if listed)	-					
Class of shares	0.11					
issuable (Note 1)	Ordi HK\$					
Subscription price EGM approval date	ПКЭ	1.20				
(if applicable)						
(dd/mm/yyyy)	(29/12	/2010)				
2. Unlisted warrants						
	HK\$	40,000,000	40,000,000	Nil	100,000,000	Nil
(27/5/2013)			.,,			
Stock code (if listed)		-				
Class of shares issuable (Note 1)	Ordi	norti				
Subscription price	Ordi HK\$					
EGM approval date	ΤΠΣψ	0.40				
(if applicable)						
(dd/mm/yyyy)3.	( - / -	/-)				
<u>3.</u>						
	•					
( / / )						
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)	( /	/ )				
		Tr. 4	1D (O.4)	norm charcal	100 000 000	
		Tota		nary shares) ence shares)	100,000,000 N/A	
				Other class)	N/A	
				·		•

Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (15/10/2010)  2. Convertible bonds due 2016    RMB	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
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (15/10/2010)  2. Convertible bonds due 2016    RMB			
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))  2. Convertible bonds due 2016  RMB 70,000,000 Nil 70  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)  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)  4.  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.	523,000,000	Nil	623,000,000
Subscription price EGM approval date (if applicable) (dd/mm/yyyy))  2. Convertible bonds due 2016    RMB			
EGM approval date (if applicable) (dd/mm/yyyy) (15/10/2010)  2. Convertible bonds due 2016  RMB 70,000,000 Nil 70  Stock code (if listed) - * * subject to adjustments and reterms of the Convertible Bord for the principal amount with annum on a compound RMB74,966,328 as at 2 (ii) calculated using fixed earn and reset conversion price (dd/mm/yyyy) (29/12/2010)  Stock code (if listed) (29/12/2010)  Stock code (if listed) (dd/mm/yyyy) (29/12/2010)  Stock code (if listed) (dd/mm/yyyy) (dd/mm/yyyy)  4. Stock code (if listed) (Class of shares issuable (Note 1) (dd/mm/yyyy)  Stock code (if listed) (Class of shares issuable (Note 1) (dd/mm/yyyy) (dd/mm/yyyy)  Stock code (if listed) (Class of shares issuable (Note 1) (dd/mm/yyyy) (dd/mm/yyyy)  Stock code (if listed) (Class of shares issuable (Note 1) (dd/mm/yyyy) (dd/mm/yyyyy) (dd/mm/yyyyyyyyyyyyyyyyyyyyyyyyyyyyyyyyy			
Stock code (if listed) Class of shares issuable (Note 1)  Reset Conversion Price EGM approval date (if applicable) (dd/mm/yyyy)  Stock code (if listed) Class of shares issuable (Note 1)  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)  4.  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.			
Class of shares issuable (Note 1)  Reset Conversion 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)  4.  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)	70,000,000	Nil	124,964,707#*
issuable (Note 1)  Reset Conversion 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)  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)  4.			
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  3.  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)		rdance with th	e
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)  4.  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)		d by a vield of	6% ner
(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)	l basis upon co t 31 March 20	conversion and 012;	become
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  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date			4B0.857
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	TICC OF THE O.	.70 per share	
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			
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			
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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			
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			
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(if applicable) (dd/mm/yyyy)  4.  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date			
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issuable (Note 1) Subscription price EGM approval date			
Subscription price EGM approval date			
EGM approval date			
(if applicable)			
(dd/mm/yyyy) ( / / )	u aharaa)	NI:1	
Total C. (Ordinary (Preference		Nil N/A	-
	ner class)	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)

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

Type 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
Type of issue			<u>N/A</u>			the month
		Class of shares issuable (Note 1)	<u>1\( / A \) </u>			
1. 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)	<u>N/A</u>			
3. Placing	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			
4. Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		

For Main Board and GEM listed issuers

				roi main i	Doa.	id and GEM listed	
						No. of new shares of issuer issued during the month pursuant thereto	pursuant thereto as at close of
	Type of Issue						the month
		At price . State	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)	N/A			
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

N/A

N/A

N/A

(2)

	Type of Issue			No. of new shares of issuer issued during the month pursuant thereto as at close of 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 $\frac{N/A}{(Note\ I)}$	
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 / <del>(decre</del>	<del>ease)</del> in ordinary shares durin	g the month (i.e. Total of A to E):	(1) 100,000,000

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

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").)

	FOI Main Board and GEM listed
lema	rks (if any):
	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)
	On 12 October 2011, 28,000,000 consideration shares were issued.

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.*