

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/8/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	CHINA AGROTECH HOLDINGS LIMITED				
Date Submitted	3 September, 2012				

I. Movements in Authorised Share Capital

(1) Stock code : <u>01073</u> Descri	ption :	Ordinary	y 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 ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	947,765,216	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	947,765,216	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the l	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						
shares						
(Note 1)						
(Note I)						
2						
<u>2.</u>						
shares						
(Note 1)						
3.						
shares						
(Note 1)		т		1 \	NT'1	
		10	tal A. (Ordin		Nil	
			· · · · · · · · · · · · · · · · · · ·	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur	ing the month	from exercise of	f			
options (State currenc				Nil		

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

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. Convertible bonds due 2015						
	-					
	- HK\$	623,000,000	Nil	623,000,000	Nil	623,000,000
Stock code (if listed)	<u> </u>	025,000,000	111	025,000,000		025,000,000
Class of shares						
issuable (Note 1) Subscription price	Ordinary HK\$1.00					
EGM approval date	11K\$1.00					
(if applicable)						
(dd/mm/yyyy))	(15/10/2010)					
2. Convertible bonds due 2016	-					
	-					
	RMB	70,000,000	Nil	70,000,000	Nil	128,067,027#*
Stock code (if listed)	-					
Class of shares	Ordinary		adjustments a he Convertible	ind resets in acco	ordance with th	e
issuable (Note 1)	Ordinary			nt will be accrete	ed by a vield of	6% per
	eset Conversion I	Price annu	m on a compo	und basis upon o	conversion and	
Subscription price	HK\$0.70 *			s at 31 August 2 and exchange rat		(B0 857
(if applicable)				on price of HK\$0		100.057
(dd/mm/yyyy)	(29/12/2010)					
3.	-					
	-					
	-					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)						
(dd/mm/yyyy)	-					
(dd/mm/yyyy) 4.	- - -					
(dd/mm/yyyy) 4 Stock code (if listed)						
(dd/mm/yyyy) 4 Stock code (if listed) Class of shares	- - - -					
(dd/mm/yyyy) 4 Stock code (if listed)	- - - 					
(dd/mm/yyyy)	- - - 	·				
(dd/mm/yyyy) 4. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)	- - - - - - - - - - - - - - - - - - -					
(dd/mm/yyyy)	- - - - - - - - - - - - - - - - - - -		Fotal C. (Ordi		Nil	
(dd/mm/yyyy) 4. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)				nary shares) ence shares) Other class)	Nil N/A 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
1. <u>Remark 1</u> 	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)	(/	/ /)		

	shares of issuer s issued during						No. of new shares of issuer	
	T O							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)	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 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)

On 12 October 2011, 28,000,000 consideration shares were issued.

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.