

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 28 June 2019 (the “**Prospectus**”) issued by China Agrotech Holdings Limited (In Liquidation) (the “**Company**”)

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Prospective investors should read the Prospectus for detailed information about the Public Offer described below before deciding whether or not to invest in the Offer Shares.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will be no public offer of the Offer Shares in the United States.

CHINA AGROTECH HOLDINGS LIMITED

浩倫農業科技集團有限公司*

(In Liquidation)

(To be renamed as Da Yu Financial Holdings Limited 大禹金融控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

PUBLIC OFFER

Number of Offer Shares : **241,705,083 New Shares (including 150,264,780**
under the Public Offer **Reserved Shares under the Preferential**
Offering) (subject to reallocation)

Offer Price : **HK\$0.52 per Offer Share, plus brokerage of**
1%, SFC transaction levy of 0.0027% and
Stock Exchange trading fee of 0.005%
(payable in full on application in Hong Kong
dollars and subject to refund)

Nominal value : **HK\$0.1 per New Share**

Stock Code : **1073**

Sole Sponsor



英皇融資有限公司
Emperor Capital Limited

Financial Adviser to the Company



Lego Corporate
Finance Limited
力高企業融資有限公司

Sole Underwriter



光大新鴻基
EVERBRIGHTSUNHUNGKAI

* For identification purpose only

Application has been made by the Company to the Listing Committee of the Stock Exchange for granting of the approval for the listing of, and permission to deal in, the New Shares in issue and to be issued pursuant to the Public Offer (including the additional New Shares which may be issued upon exercise of the options that may be granted under the Share Option Scheme). Assuming that the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 26 July 2019, it is expected that Resumption and dealings in the New Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 26 July 2019.

The Public Offer comprises of 241,705,083 New Shares, of which 91,440,303 New Shares initially being offered under the Public Offer (excluding the Preferential Offering), and up to 150,264,780 New Shares are available for subscription by Qualifying Shareholders on a preferential basis under the Preferential Offering, representing approximately 37.8% and 62.2% of the total number of Offer Shares made available under the Public Offer, respectively. The allocation of the Offer Shares between the Public Offer and the Preferential Offering will be subject to reallocation as described in the section headed “Structure and Conditions of the Public Offer and the Preferential Offering” in the Prospectus.

If the Stock Exchange grants the listing of, and permission to deal in, the New Shares and the Company complies with the stock admission requirements of HKSCC, the New Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the New Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS. Investors should seek advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price is fixed at HK\$0.52 per Offer Share. Applicants under the Public Offer should pay in full, on application, the Offer Price of HK\$0.52 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% for Offer Shares under the terms set out in the Application Forms.

Applications for the Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who wish to have the Offer Shares allotted and issued in their own names should complete and sign the **WHITE** Application Form. Applicants who wish to have the Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should complete and sign the **YELLOW** Application Form. Qualifying Shareholders who wish to be allocated the Reserved Shares under the Preferential Offering should complete and sign the **BLUE** Application Form.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Friday, 19 July 2019 from:

(i) the following office of the Underwriter:

Sun Hung Kai Investment Services Limited
42nd Floor
Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

(ii) any of the following branches of Industrial and Commercial Bank of China (Asia) Limited, the receiving bank for the Public Offer:

District	Branch	Address
Hong Kong Island	Wanchai Branch	117-123 Hennessy Road, Wanchai, Hong Kong
Kowloon	Lai Chi Kok Branch	Shop G06, G/F, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road, Lai Chi Kok, Kowloon
New Territories	Yan Ching Street Branch	Shops 4 and 5, G/F, Tuen Mun Centre, 11 Yan Ching Street, Tuen Mun, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Friday, 19 July 2019 from (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker, who may have the **YELLOW** Application Form and the Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**ICBC (Asia) Nominee Limited – Da Yu Public Offer**" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Friday, 28 June 2019 – 9:00 a.m. to 5:00 p.m.
Saturday, 29 June 2019 – 9:00 a.m. to 1:00 p.m.
Tuesday, 2 July 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, 3 July 2019 – 9:00 a.m. to 5:00 p.m.
Thursday, 4 July 2019 – 9:00 a.m. to 5:00 p.m.
Friday, 5 July 2019 – 9:00 a.m. to 5:00 p.m.
Saturday, 6 July 2019 – 9:00 a.m. to 1:00 p.m.
Monday, 8 July 2019 – 9:00 a.m. to 5:00 p.m.
Tuesday, 9 July 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, 10 July 2019 – 9:00 a.m. to 5:00 p.m.

Thursday, 11 July 2019 – 9:00 a.m. to 5:00 p.m.
Friday, 12 July 2019 – 9:00 a.m. to 5:00 p.m.
Saturday, 13 July 2019 – 9:00 a.m. to 1:00 p.m.
Monday, 15 July 2019 – 9:00 a.m. to 5:00 p.m.
Tuesday, 16 July 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, 17 July 2019 – 9:00 a.m. to 5:00 p.m.
Thursday, 18 July 2019 – 9:00 a.m. to 5:00 p.m.
Friday, 19 July 2019 9:00 a.m. to 12:00 noon

The latest time to lodge **WHITE** and **YELLOW** Application Forms will be at 12:00 noon on Friday, 19 July 2019. The application lists will be open between 11:45 a.m. to 12:00 noon on Friday, 19 July 2019 or such later time as described in the paragraph headed “7. Effect of bad weather on the opening of the application lists” under the section headed “How to Apply for Offer Shares and Reserved Shares” in the Prospectus.

A **BLUE** Application Form has been despatched to each Qualifying Shareholder with Assured Entitlement, together with a copy of the Prospectus to their respective address recorded on the register of members of the Company on the Record Date. Electronic copies of the Prospectus can be viewed from the websites of the Company at www.irasia.com/listco/hk/chinaagrotech/ and the Stock Exchange at www.hkexnews.hk. Qualifying Shareholders who require a replacement **BLUE** Application Form should contact Hong Kong Registrars Limited, at 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or on its hotline (852) 2862 8555. Printed copies of the Prospectus can be collected during normal business hours from 9:00 a.m. on Friday, 28 June 2019 until 12:00 noon on Friday, 19 July 2019 from any of the designated branches of the receiving bank or the office of the Underwriter as stated above.

Your completed **BLUE** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “**ICBC (Asia) Nominee Limited – Da Yu Preferential Offering**” for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above at the following times:

Friday, 28 June 2019 – 9:00 a.m. to 5:00 p.m.
Saturday, 29 June 2019 – 9:00 a.m. to 1:00 p.m.
Tuesday, 2 July 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, 3 July 2019 – 9:00 a.m. to 5:00 p.m.
Thursday, 4 July 2019 – 9:00 a.m. to 5:00 p.m.
Friday, 5 July 2019 – 9:00 a.m. to 5:00 p.m.
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Tuesday, 16 July 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, 17 July 2019 – 9:00 a.m. to 5:00 p.m.
Thursday, 18 July 2019 – 9:00 a.m. to 5:00 p.m.
Friday, 19 July 2019 – 9:00 a.m. to 12:00 noon

Please refer to the sections headed “Structure and Conditions of the Public Offer and the Preferential Offering” and “How to Apply for Offer Shares and Reserved Shares” in the Prospectus for details of the conditions and application procedures of the Public Offer and the Preferential Offering.

The Company expects to publish the announcement on the level of applications in the Public Offer and the Preferential Offering and the basis of allocation of the Offer Shares and the Reserved Shares on Thursday, 25 July 2019 on the websites of the Company at www.irasia.com/listco/hk/chinaagrotech/ and the Stock Exchange at www.hkexnews.hk.

Results of allocation of the Offer Shares, the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer and the Preferential Offering, will be made available on Thursday, 25 July 2019 in the manner as described in the paragraph headed “8. Publication of results” under the section headed “How to Apply for Offer Shares and Reserved Shares” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Public Offer set out in the section headed “Structure and Conditions of the Public Offer and the Preferential Offering – Conditions of the Public Offer” in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

The Company will not issue temporary document of title of the Offer Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid certificates of title provided that the Public Offer has become unconditional in all aspects and the right of termination described in the paragraph headed “Termination of the Underwriting Agreement” under the section headed “Underwriting” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. in Hong Kong on Friday, 26 July 2019.

Assuming the Public Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 26 July 2019, resumption and dealings in the New Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 26 July 2019. The New Shares will be traded in board lots of 5,000 New Shares each. The stock code of the New Shares is 1073.

For and on behalf of
CHINA AGROTECH HOLDING LIMITED
(In Liquidation)

Stephen Liu Yiu Keung

David Yen Ching Wai

*Joint and Several Liquidators
acting as agents for and on behalf of
the Company without personal liability*

Hong Kong, 28 June 2019

As at the date of this announcement, the Company has no Director.