

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

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited					
	ode Agriculture (Holdings)	Limited			
Date Submitted 31	November 2010				
I. Movements in Authorised Share	e Capital				
1. Ordinary Shares					
(1) Stock code : <u>8153</u> D	Description :	Co	ode Agri		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding mon	10,000,000,000	HK\$0.01	HK\$100,000,000.00		
Increase/(decrease)	N/A		N/A		
Balance at close of the month	10,000,000,000	HK\$0.01	HK\$100,000,000.00		
(2) Stock code : N/A D	Description :		N/A		
	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					

31 October 2010

HK\$100,000,000.00

Stock code:	N/A	Description :	1	N/A
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	of preceding n	nonth		
Increase/(decreas	e)			
Balance at close of	of the month			
3. Other Classes	of Shares			
Stock code:	N/A	Description :	1	N/A
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	of preceding n	nonth		
Balance at close of				

Total authorised share capital at the end of the month (*State currency*):

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	
	(1)	(2)	shares	No. of other classes of shares
Balance at close of preceding month	2,713,798,244	N/A	N/A	N / A
Increase/ (decrease) during the month	NIL	N/A	N/A	N / A
Balance at close of the month	2,713,798,244	N/A	N/A	N / A

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

are Options (under St	nare Option	Schemes of the	Issuer)			
rticulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
ncluding EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
d/mm/yyyy) and —— class of shares						
	Granted	Exercised	Cancelled	Lapsed		
	Granieu	Exercised	Cancened	Lapseu		
. Share Option						
Scheme						
exercise price:						
IK\$0.125						
(02/02/2009)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	10,000,000
Note 1)						
. Share Option						
Scheme						
exercise price:						
IK\$						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	-
Note 1)						
. Share Option						
Scheme						
exercise price:						
IK\$						
Ordinary shares	N/A	N/A	N/A	N/A	N/A	_
Note 1)	11/11	11/11	1 1/ / 1	11/11	11/11	
1016 1)		To	otal A. (Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			((	Other class)	N/A	
tal funds raised during		from		N /	A	
tal funds raised during ercise of options (Stat		from		•		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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. N/A					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price		-			
EGM approval date (if applicable)					
(dd/mm/yyyy)	( / / )	_			
2. N/A					
( / / )	· ———				
Stock code (if listed)		_			
Class of shares issuable ( <i>Note 1</i> )					
Subscription price		<del>-</del> -			
EGM approval date (if applicable)					
(dd/mm/yyyy)	( / / )	_			
3 N/A					
( / / )					
Stock code (if listed)		_			
Class of shares issuable ( <i>Note 1</i> )					
Subscription price		_			
EGM approval date		_			
(if applicable) (dd/mm/yyyy)	( / / )				
4. N/A		<del>-</del>			
Stock code (if listed)		_			
Class of shares issuable ( <i>Note 1</i> )					
Subscription price		_			
EGM approval date		-			
(if applicable) (dd/mm/yyyy)	( / / )				
		<del>-</del>			
	To		nary shares)	N/A N/A	
			Other class)	N/A N/A	
			/	· · · -	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

1. Convertible Bonds	Class and description		Amount at close of preceding month	Issued/ 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
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy) 3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy) 3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy) 4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy) 4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A	1. Convertible Bonds						
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (15/01/2010)  2. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / )  3. N/A  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. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / )  Total C. (Ordinary shares) N/A (Preference shares) N/A	Stock code (if listed)		1,073,000,000		1,073,000,000	N/A	2,495,348,837
Subscription price EGM approval date (if applicable) (idd/mm/yyyy)  2. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (idd/mm/yyyy)  3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (idd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (idd/mm/yyyy)  4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A	Class of shares						
EGM approval date (if applicable) (dd/mm/yyyy) (15/01/2010)  2. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy)  3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A		\$0.43					
(if applicable) (idd/mm/yyyy)) 2. N/A  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyy) 3. N/A  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A		φυ.43					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(if applicable) (dd/mm/yyyy))	(15/01/2010)					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)		<u>_</u>					
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A	Stock code (if listed)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A							
EGM approval date (if applicable) (dd/mm/yyyy)  3. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Total C. (Ordinary shares) N/A  (Preference shares) N/A							
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  N/A	EGM approval date						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A		( / / )					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A		( , , , )					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A	Stock code (if listed)	<u> </u>					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4. N / A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  ( / / )  Total C. (Ordinary shares) N / A  (Preference shares) N / A	Class of shares						
EGM approval date (if applicable) (dd/mm/yyyy)  4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  (// /)  Total C. (Ordinary shares) N/A (Preference shares) N/A							
(dd/mm/yyyy) 4. N / A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  ( / / )  Total C. (Ordinary shares) N / A  (Preference shares) N / A							
4. N/A  Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares)							
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A (Preference shares) N/A		( / / )					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A		<u> </u>					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A		<u> </u>					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A	Stock code (if listed)				·		
Subscription price  EGM approval date (if applicable) (dd/mm/yyyy)  ( / / )  Total C. (Ordinary shares) N/A  (Preference shares) N/A	Class of shares						
EGM approval date (if applicable) (dd/mm/yyyy)  Total C. (Ordinary shares) N/A  (Preference shares) N/A							
(if applicable)         (dd/mm/yyyy)       ( / / )         Total C. (Ordinary shares)       N / A         (Preference shares)       N / A							
	(if applicable)						
(Preference shares) N / A	(dd/mm/yyyy)	( / / )		Total C (Ordi	nary shares)	N / A	
` <u> </u>							
` ' <u> </u>							

#### For Main Board and GEM listed issuers

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

	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. <u>N/A</u>		
( / / )		
shares (Note 1)		
2. N/A		
2. 14/14		
shares (Note 1)		
3. N/A		
( / / ) shares (Note 1)		
Shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	
	I	

Ot	her Movements in 1	Issued 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 the
	Type of Issue						month
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			SGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)		_		
5.	Scrip dividend	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			_				

#### For Main Board and GEM listed issuers

	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
		Class of shares				
		repurchased (Note 1)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( / /	)	N/A	N/A
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares redeemed (Note 1)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)	N/A	N/A
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares issuable (Note 1)				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
		EGM approval date: (dd/mm/yyyy)	( / /	)		

#### For Main Board and GEM listed issuers

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
	Class of shares issuab (Note 1)	le		
10. Other (Please specify) At price: State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )	N/A	N/A
	EGM approval date: (dd/mm/yyyy)	( / / )		
	Total E.	(Ordinary shares	s) N	I/A I/A
		(Other class	s) <u>N</u>	N/A
Total increase in ordinary shares during the month (i.e.	. Total of A to E):	(1	1)	N / A
		(2	2)	N / A
Total increase / (decrease) in preference shares during	the month (i.e. Total of A	A to E):		N / A
Total increase / (decrease) in other classes of shares du	uring the month (i.e. Tota	l of A to E):		N/A
(These figures should be the same as the relevant figur	res under II above ("Mov	ements in Issued	Share Capita	l").)

Remarks (if an	y):	
Submitted by:	Mr Wong Man Hung Patrick	
Title:	Director	
	(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.