

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited						
Name of Issuer Date Submitted	Code Agriculture (Holdings) Limited 3 November 2011					
I. Movements in Authorised Sh	are Capi	tal				
1. Ordinary Shares						
(1) Stock code : 8153 Description : Code Agri						
Polongo et alogo of proceding p	aonth	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding n	nontn	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	_Descrip	otion:]	N/A		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding n	nonth					
Increase/(decrease)						
Balance at close of the month						

31 October 2011

HK\$100,000,000.00

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Stock code :	N/A	Descrip	tion:	N	N/A
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth			
Increase/(decrease)		-		-	
Balance at close of	the month				
3. Other Classes of	Shares				
Stock code :	N/A	Descrip	tion :	N	N/A
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth			
Increase/(decrease)		-		_	
Balance at close of	the month				

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

II. Movements in Issued Share Capital

	No. of ordina	No. of ordinary shares		
	(1)	(2)	No of preference 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	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme	Share Option	Selicines of the	133001)		No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and		Wovement duri	ing the month			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
Exercise price:						
HK\$0.125						
(02/02/2009)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	10,000,000
(Note 1)						
2. Share Option						
Scheme						
Exercise price:						
HK\$0.328						
(28/09/2010)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	60,000,000
(Note 1)						
3. Share Option						
Scheme						
Exercise price:						
HK\$0.17						
(02/02/2009)						
Ordinary shares	7,000,000	NIL	NIL	NIL	NIL	7,000,000
(Note 1)	.,000,000				1,12	
(5.5 1)		To	otal A. (Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			((Other class)	N/A	
Total funds raised du exercise of options (S	from		N /	A		
exercise of options (state currency)				-	

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

Description of warrants (Date of expiry - dd/mm/yyyy)	nominal	Nominal value close of preceding mont	durii	rcised ng the onth	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							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3 N/A	(/ /		<u> </u>				
	.						
Stock code (if listed) Class of shares issuable (Note 1)			_				
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A	·						
	-						
(/ /)							
C(++1++1+('C1'++1)							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy))	_				
				<i>(</i> 2 ***			
			Гotal В.		nary shares)ence shares)		
					Other class)		
				`	<u> </u>		

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

Class and description	Currency of amount outstanding	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
1. Convertible Bonds						
Stock code (if listed)	HKD	1,073,000,000		1,073,000,000	N/A	2,495,348,837
Class of shares issuable (Note 1) Subscription price	\$0.43					
EGM approval date (if applicable) (dd/mm/yyyy)) 2. N / A	(15/01/2010)					
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) 4. N/A						
Stock code (if listed) Class of shares	_ _ 					
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)			nary shares) ence shares)		
				Other class)		

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)

Full particulars including EGM approval date (dd/mm/yyyy),	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
if applicable, and class of shares issuable:		
1. N/A		
(/ /)		
shares (Note 1)		
2. N/A		
shares (Note 1)		
Shares (Note 1)		
3. N/A		
5. N/A		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Ot	her Movements in l	Issued Share Capital			No. of new shares of issuer issued during the month pursuant thereto	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 currency	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				
6.	Repurchase of	repurchased (Note 1) Cancellation date:	(/ /)	N/A	N/A
	shares	(dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	11/11	11/11
		Class of shares redeemed (<i>Note 1</i>)				
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 issual (Note 1)	ble		
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	· 	N/A N/A
		(Other class	s) N	V/A
Total increase in ordinary shares during the month (i.e.	. Total of A to E):	(1	l)	N / A
		(2	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 du	uring the month (i.e. Tota	al of A to E):		N/A
(These figures should be the same as the relevant figur	res under II above ("Mo	vements 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.