

Monthly Return of Equity Issuer on Movements in Securities

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

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Code Agriculture (Holdings) Limited
Date Submitted	5 April 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>8153</u> Descri	ption :	Coo	le Agri		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	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 : <u>N / A</u> Descri	ption :	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					

2. Preference Shares

Stock code :	N / A	_Descripti	on :	1	N / A
		I	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pre	eceding n	nonth			
Increase/(decrease)		_		-	
Balance at close of the	e month	_			
3. Other Classes of Sh	ares				
Stock code :	N / A	_Descripti	on :	١	N / A
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pre	eceding n	nonth			
Increase/(decrease)		_		-	
Balance at close of the	e month				

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

HK\$100,000,000.00

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	<u> </u>
Increase/ (decrease) during the month	NIL	N / A	N / A	N / A
Balance at close of the month	2,713,798,244	N / A	<u>N / A</u>	N / A

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ovement during the month		thereto	as at close of the month
(dd/mm/yyyy) and — class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option	Granicu	LACICISCU	Calleened	Lapsed		
Scheme						
Exercise price:						
HK\$0.125						
(02/02/2009)						
Ordinary shares	NIL	NIL	NIL	10,000,000	NIL	NIL
(Note 1)	THE			10,000,000	THL .	
2. Share Option Scheme Exercise price: HK\$0.328 (02/02/2009) Ordinary shares	NIL	NIL	NIL	NIL	NIL	60,000,000
(Note 1)						i
3. Share Option Scheme Exercise price: HK\$0.17 (02/02/2009)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	7,000,000
(Note 1)						
		To	otal A. (Ordin		N / A	
				ence shares)	N / A	
			(Other class)	N / A	
Total funds raised dur exercise of options (S				N /	А	

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N / A	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 (Note 1) Subscription price 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	(/ /)	-			
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Te	(Prefei	inary shares) rence shares) (Other class)	N / A	

For Main Board and GEM listed issuers

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) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A	<u>HKD</u> \$0.43 (15/01/2010)	1,073,000,000		1,073,000,000	<u>N/A</u>	<u>2,495,348,83</u>
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	(/ /)					
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	(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		(Prefer	nary shares) ence shares) Other class)	N / A	

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:	linereto	as at close of the month
1. <u>N/A</u>	_	
	-	
(/ /)		
shares (Note 1)		
2. N/A		
	_	
	-	
3. <u>N/A</u>	_	
	_	
(/ /)	-	
shares (Note 1)		
Tetal D (Ordinary shares)		
Total D. (Ordinary shares) (Preference shares)		
(Other class)		

Other Movements in Issued Share Capital

	Type of Issue	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 the month
			Class of shares issuable				
		<u> </u>	(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 (<i>Note 1</i>)				
2.	Open offer	At price : State	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 (<i>Note 1</i>)				
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)	(/ /)		

	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 shares	repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		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	- Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (<i>Note 1</i>)				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
		EGM approval date: (dd/mm/yyyy)	(/ /)		

			F	or Main Board and		
	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 issua (Note 1)	ble		
10.	Other (Please specify)	At price : State	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
				(Preference shares	s) N	I/A
				(Other class	s) N	I/A

Total increase 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 Iss	ued Sha	are Capital").)

Remarks (if any):

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.*