

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 January 2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Code Agriculture (Holdings) Limited
Date Submitted	5 February 2013

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 :	Ν	V/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	Descriptio	on :	1	N / A
		Ν	Io. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding n	nonth			
Increase/(decrease)		_		-	
Balance at close of th	e month	_			
3. Other Classes of S	hares				
Stock code :	N / A	_Descriptio	on :	1	N/A
		C	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding n	nonth			
Increase/(decrease)		_		-	
Balance at close of th	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	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)			
Particulars of share option scheme including EGM approval date		Movement duri	ng 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
(dd/mm/yyyy) and -		Movement duri	ng the month			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
Exercise price:						
HK\$0.163						
(02/02/2009)						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	202,000,000
(Note 1)						
2. Share Option Scheme Exercise price:						
Ordinary shares (Note 1)	NIL	NIL	NIL	NIL	NIL	NIL
3. Share Option Scheme Exercise price:						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)		_				
		To	otal A. (Ordin		N / A	
				nce shares)	N / A	
			(0	Other class)	N / A	
Total funds raised dur exercise of options (S		from		N /	Α	

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	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
<u>1. N/A</u>					
(/ /) 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					
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					
	·				
Class of shares					
issuable (<i>Note 1</i>) Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
(dd/ iiiii/ y y y y)					
	Tot		inary shares)	N / A	
			rence shares) (Other class)		
				11/ 7	

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

onvertibles (i.e. Convertible in	nto Shares of the I	ssuer which are to	be Listed)			
ass 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 issue which may b issued pursua thereto as at close of the month
	HKD	902,400,500	-	902,400,500	N/A	2,098,605,8
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price	\$0.43					
EGM approval date						
(if applicable) (dd/mm/yyyy))	(15/01/2010)					
N/A	(15/01/2010)					
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
$\frac{(dd/mill/yyyy)}{N/A}$						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
. N/A						
Stock and (if listed)						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
<pre></pre>			Total C. (O	rdinary shares)	N /	А
				ference shares)		A
				(Other class)	N /	<u>-</u>

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>N/A</u>	-	
(/ / _)		
shares (Note 1)		
2. <u>N/A</u>	-	
	-	
3. N/A		
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N / A	
(Other class)	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)

Other Movements in Issued Share Capital

	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 issuable				
		<u>Creation</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	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N / A
			EGM approval date: (dd/mm/yyyy)	(/ /)		

Type of Issue Class of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : (/// : (dd/mm/yyyy)) EGM approval date: (/// : (dd/mm/yyyy)) EGM approval date: (/// : (dd/mm/yyyy)) 7. Redemption of shares Redemption date : (/// : (dd/mm/yyyy)) EGM approval date: (/// : (dd/mm/yyyy)) 8. Consideration issue At price : State currency Class of shares issuable (/// : (dd/mm/yyyy)) EGM approval date: (// / : (dd/mm/yyyy))	N/A	N / A N / A
 6. Repurchase of shares 6. Repurchase of shares 6. Cancellation date : (/ / (/ / (/ /))) 6. Repurchase of shares 6. Cancellation date : (/ /)) 6. EGM approval date: (/ /)) 7. Redemption of shares 7. Redemption of shares 7. Redemption of shares 7. Redemption date : (/ /)) 7. Redemption of shares 8. Consideration issue At price : State currency 8. Consideration issue At price : State currency 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 8. Consideration issue At price : State ()) 9. Class of shares issuable ()) 9. Class of sh	N/A	
EGM approval date: (/ /) (dd/mm/yyyy) Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : (dd/mm/yyyy) (/ /) 7. Redemption date : (/ /) (dd/mm/yyyy) EGM approval date : (dd/mm/yyyy) EGM approval date: 8. Consideration issue At price : State currency Issue and allotment date : (/ /) EGM approval date: (/ /) 8. Consideration issue At price : State currency EGM approval date: (/ /) EGM approval date: (/ /)	N / A	N/A
7. Redemption of shares 8. Consideration issue At price : State currency — Issue and allotment date : (d/mm/yyyy) 8. Consideration issue At price : State currency — Issue and allotment date : (d/mm/yyyy) 8. Consideration issue At price : State currency — Issue and allotment date : (d/mm/yyyy) 8. Consideration issue At price : State currency — Issue and allotment date : (d/mm/yyyy)	\mathbf{N} / \mathbf{A}	N / A
7. Redemption of shares Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) EGM approval date: (/ /) (/ /) (dd/mm/yyyy) Class of shares issuable (/ /) 8. Consideration issue At price : State currency — Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) EGM approval date: (/ /)	\mathbf{N} / \mathbf{A}	N / A
EGM approval date: (/ /) (dd/mm/yyyy) (/ /) 8. Consideration issue At price : State currency — Issue and allotment date : (/ /) EGM approval date: (/ /)		
3. Consideration issue At price : State currency — Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /)		
8. Consideration issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /)		
Eon approval date.	N / A	N / A
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)		

			Fo	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 issual (Note 1)	ole		
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 share	s) N	[/ A
				(Preference share	s) N	[/ A
				(Other clas	s) N	[/ 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. Li Kwok Fat
Title:	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.*