

### Monthly Return of Equity Issuer on Movements in Securities

#### For the month ended (dd/mm/yyyy) : \_\_\_\_31 January 2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Code Agriculture (Holdings) Limited
Date Submitted	4 February 2014

#### I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8153</u> Descri	ption :	Coo	de 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	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
		]	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	eceding r	month			
Increase/(decrease)		_		-	
Balance at close of th	e month	_			
3. Other Classes of Sl	nares				
Stock code :	N / A	Descripti	on :	N	N/A
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	eceding r	month			
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	<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	N / A	N / A

III. Details of Movements in Issued Share Capital

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	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -		Wovement dur	ing 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:						
	NIII	NII	NU		NIII	NUL
Ordinary shares (Note 1)	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)						
3. Share Option						
Scheme						
Exercise price:						
Ordinary shares	NIL	NIL	NIL	NIL	NIL	NIL
(Note 1)		Та	otal A. (Ordin	arv shares)	N / A	
		I.		nce shares)	N / A	
				Other class)	N/A N/A	
Total funds raised dur exercise of options (S				N /	A	

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 (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)	( / / )				
	To	(Prefe	inary shares) rence shares) (Other class)	N / A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be List
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Convertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	be Listed)			
lass and description 1. Convertible Bonds	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 issue which may be issued pursuar thereto as at close of the month
0 ( 1 1. ('01' 1))	HKD	852,400,500	-	852,400,500		1,982,326,74
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price	\$0.43					
EGM approval date						
(if applicable) (dd/mm/yyyy))	(15/01/2010)					
$\frac{(dd/mm/yyyyy)}{2. N/A}$	(13/01/2010)					
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	( / / )					
$\mathbf{S}$ . $\mathbf{N}/\mathbf{A}$						
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	( / / )					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable ( <i>Note 1</i> )						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	( / / )					
				rdinary shares)		
			(Pre	ference shares)		
				(Other class)	N /	A

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>	-	
( / / _)	-	
shares (Note 1)		
3. <u>N/A</u>		
	-	
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	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. 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.*