

## Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/                  | <b>'yyyy)</b> :           | 31 December 2             | 2017                             |   |  |  |
|--|---------------------------|---------------------------|----------------------------------|---|--|--|
| To: Hong Kong Exchanges and Clearing Limited |                           |                           |                                  |   |  |  |
| _  | Code Agric<br>4 January 2 | ulture (Holdings)<br>018  | Limited                          |   |  |  |
| I. Movements in Authorised Sha               | are Capital               |                           |                                  |   |  |  |
| 1. Ordinary Shares                           |                           |                           |                                  |   |  |  |
| (1) Stock code : 8153                        | _Descriptio               | n:                        | Co                               | ode Agri                                  |  |  |
|  | 1                         | No. of ordinary shares    | Par value<br>(State<br>currency) | Authorised share capital (State currency) |  |  |
| Balance at close of preceding m              | onth 2                    | 50,000,000,000            | HK\$0.0004                       | HK\$100,000,000.00                        |  |  |
| Increase/(decrease)                          |                           | NIL                       |                                  | NIL                                       |  |  |
| Balance at close of the month                | _2                        | 50,000,000,000            | HK\$0.0004                       | HK\$100,000,000.00                        |  |  |
| (2) Stock code : N/A                         | Descriptio                | n :                       |                                  | N/A                                       |  |  |
|  | 1                         | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share capital (State currency) |  |  |
| Balance at close of preceding m              | onth                      |                           |                                  |   |  |  |
| Increase/(decrease)                          |                           |                           |                                  |   |  |  |
| Balance at close of the month                | _                         |                           |                                  |   |  |  |

| code: N/A Description:         |  | N/A  |
|--------------------------------|--|--|
| No. of preference shares       | Par value<br>(State<br>currency)                 | Authorised share capital (State currency)  |
|                                |  |  |
|                                | -  |  |
|                                |  |  |
|                                |  |  |
| ription:                       | N  | N/A  |
| No. of other classes of shares | Par value<br>(State<br>currency)                 | Authorised share capital (State currency)  |
|                                |  |  |
|                                |  |  |
|                                | -  |  |
|                                | No. of preference shares  ription:  No. of other | Par value (State currency)  ription:  Par value (State currency)  Par value (State currency) |

## II. Movements in Issued Share Capital

| No. of ordina | ry shares                   | No of preference               |  |
|---------------|-----------------------------|--------------------------------|--|
| (1)           | (2)                         | shares                         | No. of other classes of shares                     |
| 1 850 274 675 | N / A                       | N / A                          | N/A  |
| 1,030,274,073 | 11/11                       |                                | 11/11  |
| NIL           | N/A                         | N/A                            | N / A  |
| 1,850,274,675 | N/A                         | N/A                            | N / A  |
|               | (1)<br>1,850,274,675<br>NIL | 1,850,274,675 N / A  NIL N / A | (1) (2) shares  1,850,274,675 N/A N/A  NIL N/A N/A |

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share                             | Share Option 5 | chemes of the | 155001)       |               | No. of new shares of | No. of new shares of   |
|--|----------------|---------------|---------------|---------------|----------------------|------------------------|
| option scheme                                    |                |               |               |               | issuer issued during | issuer which may be    |
| including EGM                                    |                |               |               |               | the month pursuant   | issued pursuant        |
| approval date                                    | -              | Movement dur  | ing the month |               | thereto              | thereto as at close of |
| (dd/mm/yyyy) and -                               | <u>-</u>       |               | 8             |               |                      | the month              |
| class of shares                                  |                |               |               |               |                      |                        |
| issuable   | Granted        | Exercised     | Cancelled     | Lapsed        |                      |                        |
| 1. Share Option                                  |                |               |               |               |                      |                        |
| Scheme   |                |               |               |               |                      |                        |
| Exercise price:                                  |                |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
| Ordinary shares                                  |                |               |               |               |                      |                        |
| (Note 1)   | . ,            |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
| 2. Share Option                                  |                |               |               |               |                      |                        |
| Scheme   |                |               |               |               |                      |                        |
| Exercise price:                                  |                |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
| Ordinary shares                                  |                |               |               |               |                      |                        |
| (Note 1)   |                |               | -             | -             |                      |                        |
| (11010 1)  |                |               |               |               |                      |                        |
| 3. Share Option                                  |                |               |               |               |                      |                        |
| Scheme   |                |               |               |               |                      |                        |
| Exercise price:                                  |                |               |               |               |                      |                        |
| Exercise price.                                  |                |               |               |               |                      |                        |
|  |                |               |               |               |                      |                        |
| Ordinary shares                                  |                |               |               |               |                      |                        |
| (Note 1)   |                |               |               |               |                      |                        |
| (11016 1)  |                | -             | Гotal A. (Ord | inary shares) | N/A                  |                        |
|  |                | -             |               | rence shares) | N/A<br>N/A           |                        |
|  |                |               | *             | (Other class) | N/A<br>N/A           |                        |
| Total francis maior 1 des                        |                |               | ,             |               |                      |                        |
| Total funds raised dur<br>exercise of options (S |                | TOIII         |               | N / A         | A                    |                        |
| exercise of options (5                           | tute currency) |               | -             |               |                      |                        |
|  |                |               |               |               |                      |                        |

| Warrants to Issue Shares of the Is                              | suer which are                  | to be Listed                           |          |                             |   |  |  |
|---|---------------------------------|--|----------|-----------------------------|---|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy)  1. N / A | Currency of<br>nominal<br>value | Nominal val<br>close of<br>preceding m | f dur    | ercised<br>ing the<br>conth | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
| ( / / )   |                                 |  |          |                             |   |  |  |
| Stock code (if listed) Class of shares                          |                                 |  |          |                             |   |  |  |
| issuable (Note 1)   |                                 |  |          |                             |   |  |  |
| Subscription price EGM approval date                            |                                 |  |          |                             |   |  |  |
| (if applicable)   |                                 | /                                      |          |                             |   |  |  |
| (dd/mm/yyyy)<br>2. N / A  | ( / ,                           | / )                                    |          |                             |   |  |  |
|   | <del>-</del><br>-               |  |          |                             |   |  |  |
| ( / / )   | <u> </u>                        | -                                      |          |                             |   |  | <u> </u>   |
| Stock code (if listed) Class of shares                          |                                 |  |          |                             |   |  |  |
| issuable (Note 1)   |                                 |  |          |                             |   |  |  |
| Subscription price EGM approval date                            |                                 |  |          |                             |   |  |  |
| (if applicable)<br>(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)<br>(dd/mm/yyyy)                                 | ( / /                           | / )                                    |          |                             |   |  |  |
| 4. N/A  | _                               |  |          |                             |   |  |  |
|   | -<br>- ———                      |  |          |                             |   |  |  |
| ( / / ) Stock code (if listed)                                  |                                 |  |          |                             |   |  |  |
| Class of shares issuable (Note 1)                               |                                 |  |          |                             |   |  |  |
| Subscription price  |                                 |  |          |                             |   |  |  |
| EGM approval date (if applicable)                               |                                 |  |          |                             |   |  |  |
| (dd/mm/yyyy)  | ( / /                           | / )                                    |          |                             |   |  |  |
|   |                                 |  | Total B. |                             | inary shares)                             |  |  |
|   |                                 |  |          |                             | rence shares)<br>(Other class)            | N/A<br>N/A   |  |
|   |                                 |  |          |                             |   | 11 / A   |  |

| Convertibles (i.e. Convertible i  | Currency of amount outstanding | Amount at close of preceding month | Issued/<br>Converted during<br>the month | Amount at close of the month                     | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--------------------------------|------------------------------------|--|--|--|--|
| 1. Convertible Bonds  |                                |                                    |  |  |  |  |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price SGM approval date | HK\$ N/A  Ordinary HK\$0.05    | 80,000,000.00                      | <u> </u>                                 | 80,000,000.00                                    |  | 1,600,000,000  |
| (if applicable) (dd/mm/yyyy))  2. Convertible Bonds   | (14/10/2015)                   |                                    |  |  |  |  |
|   | HK\$                           | 100,000,000.                       | 00 -                                     | 100,000,000.00                                   | <u> </u>   | 2,000,000,000  |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price                   | N/A Ordinary HK\$0.05          |                                    |  |  |  |  |
| SGM approval date (if applicable) (dd/mm/yyyy)  | (03/06/2016)                   |                                    |  |  |  |  |
| 3. N/A  |                                |                                    |  |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |                                |                                    |  |  |  |  |
| Subscription price EGM approval date (if applicable)  |                                |                                    |  |  |  |  |
| (dd/mm/yyyy)<br>4. N / A  | ( / / )<br>                    |                                    |  |  |  |  |
| Stock code (if listed)  | <u> </u>                       |                                    |  |  |  |  |
| Class of shares issuable (Note 1) Subscription price  |                                |                                    |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)  | ( / / )                        |                                    | Te/-1.C. (O                              | udin om salas                                    |  |  |
|   |                                |                                    |  | rdinary shares<br>ference shares<br>(Other class | N/A  | 1  |

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

| than u | nder Share Option Schemes)                                       | NY 0   |  |
|--------|--|--|--|
| Full   | particulars including SGM approval date (dd/mm/yyyy),            | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new shares of issuer<br>which may be issued<br>pursuant thereto as at close of<br>the month |
| if ap  | plicable, and class of shares issuable:                          |  |  |
| 1.     | On 5 November 2015, the Company issued the convertible bonds     |  |  |
|        | in the aggregate principal amount of HK\$130,000,000. The        |  |  |
|        | bondholders shall have the option to request the Company to pay  |  |  |
|        | the interest by the additional shares at the conversion price of |  |  |
|        | HK\$0.05 instead of cash. For details, please refer to the       |  |  |
|        | Company's circular dated 25 September 2015 and the Company's     |  |  |
|        | announcement dated 5 November 2015.                              |  |  |
|        | announcement dated 3 November 2013.                              |  |  |
|        | (14/10/0015)   |  |  |
|        | (14/10/2015)   | 0  | 57 229 257   |
|        | shares (Note 1)  | 0  | 57,238,356   |
|        | On 20 Ivan 2016 the Common is and the common thinks the          |  |  |
| 2.     | On 28 June 2016, the Company issued the convertible bonds        |  |  |
|        | in the aggregate principal amount of HK\$120,000,000. The        |  |  |
|        | bondholders shall have the option to request the Company to pay  |  |  |
|        | the interest by the additional shares at the conversion price of |  |  |
|        | HK\$0.05 instead of cash. For details, please refer to the       |  |  |
|        | Company's circular dated 18 May 2016 and the Company's           |  |  |
|        | announcement dated 28 June 2016.                                 |  |  |
|        |  |  |  |
|        | (3/6/2016)   |  |  |
|        | shares (Note 1)  | 0  | 51,287,671   |
|        |  |  |  |
| 3.     |  |  |  |
|        |  |  |  |
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|        |  |  |  |
|        | ( / / )  |  |  |
|        | shares (Note 1)  |  |  |
|        | T-15 (0 !  | NT / A   |  |
|        | Total D. (Ordinary shares)                                       | N/A  | -  |
|        | (Other place)  | N/A  | -  |
|        | (Other class)  | N/A  | -  |
|        |  |  |  |

Other Movements in Issued Share Capital No. of new No. of new shares of shares of issuer issued issuer which may be during the issued month pursuant pursuant thereto as at thereto close of the month Type of Issue Class of shares issuable \_ (*Note 1*) ( / / ) At price : State currency Issue and allotment 1. Rights issue N/AN/Adate: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_\_\_\_ (*Note 1*) ( / / ) At price : State currency Issue and allotment N/A2. Open offer N/Adate: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_\_\_\_ (*Note 1*) ( / / ) At price : State currency Issue and allotment N/AN/A3. Placing date: (dd/mm/yyyy) ( / / ) SGM approval date: (dd/mm/yyyy) Class of shares issuable \_\_ (*Note 1*) ( / / ) Issue and allotment N/AN/A4. Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable \_\_ (*Note 1*) ( / / ) At price : State currency Issue and allotment N/A5. Scrip dividend N/Adate: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)

|    | Type of Issue                                 |   |     |     |   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>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)         | ( ) | / / | ) |  |   |
|    |   |   |     |     |   |  |   |
|    |   |   |     |     |   |  |   |

| Type of Issue  |  | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--|--|---|
| 10. Other (Please specify) At price : State currency | Class of shares issuable (Note 1)  Issue and allotment ( / / ) date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy) | N/A  | N/A   |
|  | Total E. (Ordinary shar<br>(Preference shar<br>(Other cla  | es) N  | N/A<br>N/A<br>N/A   |

| Total increase in ordinary shares during the month (i.e. Total of A to E):                      | N/A                  |
|---|----------------------|
|   | 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 Issu    | ed Share Capital").) |

| Remarks (if an | y):  |  |
|----------------|--|--|
|                |  |  |
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|                |  |  |
|                |  |  |
| Submitted by:  | Mr. Ngan Kam Biu Stanford                              |  |
|                |  |  |
| 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.