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CODE AGRICULTURE (HOLDINGS) LIMITED

科地農業控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 8153)

(1) TERMINATION OF THE PROPOSED CHANGE OF COMPANY NAME; AND (2) CLARIFICATION ANNOUNCEMENT

TERMINATION OF THE PROPOSED CHANGE OF COMPANY NAME

Reference is made to the circular (the “**Circular**”) of Code Agriculture (Holdings) Limited (the “**Company**”) dated 6 June 2019 in relation to, among other things, the Change of Company Name and the SGM and the announcements of the Company dated 3 May 2019 and 24 June 2019 respectively. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Board considers that the proposed Change of Company Name will no longer benefit the future business development of the Group. Accordingly, the Board has decided not to proceed with the proposed Change of Company Name.

Given that the proposed Change of Company Name will not be proceeded with, the Board hereby announces that the SGM will not be convened.

As regards the proposed adoption of the New Share Option Scheme referred to in the Circular, the Company will review the implementation plan and will make further announcement as and when appropriate.

CLARIFICATION OF ANNOUNCEMENT DATED 22 MAY 2019 (THE “ANNOUNCEMENT”)

Reference is made to the Announcement in relation to the appointment of Mr. Qian Gang (“**Mr. Qian**”) as non-executive Director of the Company. It was stated in the Announcement that Mr. Qian has made an investment acquisition in 崇陽1886酒業集團控股有限公司 in 2017. Upon clarification, the Board would like to clarify that there were clerical errors in the name and time of the relevant investment and, in fact, Mr. Qian has made an investment acquisition in 深圳崇陽一八八六酒業有限公司 in 2018.

By Order of the Board
Code Agriculture (Holdings) Limited
Tsang King Sun
Executive Director

Hong Kong, 24 September 2019

As at the date of this announcement, the executive directors of the Company are Mr. Chow Chi Wah Vincent, Mr. Tsang King Sun, Mr. Wang Rongqian, Mr. Hu Chao; the non-executive directors of the Company are Mr. Qian Gang, Mr. Wang Dequn; and the independent non-executive directors of the Company are Mr. Lee Chi Hwa Joshua, Mr. Wong Ching Keung, Ms. Ng Yin Ling Elaine and Dr. Antonio Maria Santos.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website <http://www.hkgem.com> for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.code-hk.com>.