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NATIONAL AGRICULTURAL HOLDINGS LIMITED

國農控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1236)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The board of directors of the Company (the “**Board**”) is pleased to announce that Mr. Fan, William Chung Yue (“**Mr. Fan**”) has been appointed as an independent non-executive director and a member of the audit committee, remuneration committee and nomination committee of the Company with effect from 12 January 2015.

Mr. Fan, aged 73, has been a solicitor in Hong Kong since 1974 with over 40 years of experience. He was the founder of and has been a practising solicitor at Fan & Fan, Solicitors since 1982 before his retirement as a practising solicitor in April 2013. He obtained a bachelor’s degree in arts from the Northwestern University, Evanston, Illinois, USA in 1964 and a bachelor’s degree in laws from the University of Edinburgh, U.K. in 1967. Mr. Fan was an independent non-executive director of Artini China Co. Ltd. (stock code: 789) during the period from 23 April 2008 to 8 May 2012, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”). Mr. Fan is currently a non-executive director of Chinney Investments, Limited (stock code: 216) and Alltronics Holdings Limited (stock code: 833), both of which are companies listed on the Main Board of the Stock Exchange.

Save as disclosed above, Mr. Fan has not held (i) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) any other position with the Company and its subsidiaries; and (iii) any other major appointments and professional qualifications.

Mr. Fan does not have any relationship with other directors, senior management, substantial or controlling shareholders of the Company and he does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Pursuant to the appointment letter entered into between Mr. Fan and the Company which takes effect on 12 January 2015, Mr. Fan has been appointed as an independent non-executive director for a term commencing on 12 January 2015 and expiring on 31 December 2015, subject to retirement and re-election by the shareholders of the Company and other removal and retirement by rotation provisions at the annual general meetings pursuant to the articles of association of the Company unless otherwise terminated by either party by giving not less than one month's written notice to the other or otherwise in accordance with the terms of the appointment letter. The remuneration of Mr. Fan is HK\$180,000 per annum with a fixed bonus of HK\$15,000 payable in December 2015, which was determined by the board of directors of the Company and reviewed by the remuneration committee of the Company with reference to prevailing market situation.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Fan that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Fan to join the Board.

By order of the Board
National Agricultural Holdings Limited
Chen Li-Jun
Chairman

Hong Kong, 13 January 2015

As at the date of this announcement, the Board comprises six executive Directors, being Mr. Chen Li-Jun, Mr. Ren Hai, Mr. Peng Guojiang, Mr. Zhang Yuliang, Ms. Wen Yuanyi and Mr. Liu Yong, and four independent non-executive Directors, being Ms. Chiu Kam Hing Kathy, Mr. Ting Tit Cheung, Mr. Law Yee Kwan Quinn and Mr. Fan William Chung Yue.