

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **NATIONAL AGRICULTURAL HOLDINGS LIMITED**

**國農控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1236)**

### **CLARIFICATION ANNOUNCEMENT IN RELATION TO COOPERATION FRAMEWORK AGREEMENT**

Reference is made to the announcement of National Agricultural Holdings Limited (the “**Company**”) dated 25 August 2015 in relation to the Cooperation Framework Agreement in respect of a possible cooperation (the “**Announcement**”).

Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

The Company would like to clarify that 東越控股有限公司 (Dongyue Holdings Limited\*) (“**Dongyue**”), a wholly-owned subsidiary of Coopinvest Company Limited, acts as an escrow agent, to hold the Retainer Money as the earnest money for the Possible Transaction. Pursuant to the Cooperation Framework Agreement, the Company shall have the sole ownership of the Retainer Money and shall be its sole beneficial owner prior to the establishment of the Fund. The Retainer Money shall not be used by Dongyue or its associates prior to the establishment of the Fund. The Retainer Money shall be returned to the Company if the Fund cannot be established or the plan for the establishment of the Fund is terminated.

The above clarification does not affect other information in the Announcement.

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

Hong Kong, 27 August 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. Fan William Chung Yue and Mr. Chu Kin Wang Peleus.*

\* *for identification purpose only and should not be regarded as an official name*