



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities**
**For the month ended (dd/mm/yyyy) :** 30/09/2015
**To :** Hong Kong Exchanges and Clearing Limited

**Name of Issuer** National Agricultural Holdings Limited
**Date Submitted** 07/10/2015
**I. Movements in Authorised Share Capital**
**1. Ordinary Shares**

| (1) Stock code : <u>1236</u> Description : <u>NATIONAL AGRICULTURAL HOLDINGS LIMITED</u> |  | No. of ordinary shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
|--|--|------------------------|-------------------------------|--|
| Balance at close of preceding month  |  | <u>4,000,000,000</u>   | <u>HK\$0.025</u>              | <u>HK\$100,000,000</u>                       |
| Increase/(decrease)  |  | <u>N/A</u>             |                               | <u>N/A</u>                                   |
| Balance at close of the month  |  | <u>4,000,000,000</u>   | <u>HK\$0.025</u>              | <u>HK\$100,000,000</u>                       |

  

| (2) Stock code : _____ Description : _____ |  | No. of ordinary shares | Par value<br>(State currency) | Authorised share capital<br>(State currency) |
|--|--|------------------------|-------------------------------|--|
| Balance at close of preceding month        |  | _____                  | _____                         | _____  |
| Increase/(decrease)                        |  | _____                  |                               | _____  |
| Balance at close of the month              |  | _____                  | _____                         | _____  |

2. Preference Shares

|                                     |                             |  |  |
|-------------------------------------|-----------------------------|--|--|
| Stock code : _____                  | Description : _____         |  |  |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                       | _____                                      | _____  |
| Increase/(decrease)                 | _____                       | _____                                      | _____  |
| Balance at close of the month       | _____                       | _____                                      | _____  |

3. Other Classes of Shares

|                                     |                                   |  |  |
|-------------------------------------|-----------------------------------|--|--|
| Stock code : _____                  | Description : _____               |  |  |
|                                     | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                             | _____                                      | _____  |
| Increase/(decrease)                 | _____                             | _____                                      | _____  |
| Balance at close of the month       | _____                             | _____                                      | _____  |

Total authorised share capital at the end of the month (*State  
currency*) :

**HK\$100,000,000**

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## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)   |                         |                                |
| Balance at close of preceding month   | <u>2,102,865,468</u>   | _____ | _____                   | _____                          |
| Increase/ (decrease) during the month | <u>0</u>               | _____ | _____                   | _____                          |
| Balance at close of the month         | <u>2,102,865,468</u>   | _____ | _____                   | _____                          |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|----------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed   |  |   |
| 1. Share Option Scheme adopted at AGM (12/06/2014) Ordinary shares Exercise price at HK\$2.33 (Note 1)   | <u>0</u>                  | <u>0</u>  | <u>0</u>                   | <u>0</u> | <u>0</u>   | <u>19,500,000</u>   |
| 2. _____<br>( / / ) shares (Note 1)  | _____                     | _____     | _____                      | _____    | _____  | _____   |
| 3. _____<br>( / / ) shares (Note 1)  | _____                     | _____     | _____                      | _____    | _____  | _____   |
|  |                           |           | Total A. (Ordinary shares) |          | <u>0</u>   |   |
|  |                           |           | (Preference shares)        |          | _____  |   |
|  |                           |           | (Other class)              |          | _____  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            |          | <u>0</u>   |   |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | 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 |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. Non-listed Warrants                                   | HK\$                            | 1,937,500                                       | 0                                | 1,937,500                                 | 0  | 77,500,000   |
| (02/06/2016)   |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   | N/A                             |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     | Ordinary                        |   |                                  |   |  |  |
| Subscription price                                       | HK\$3.00                        |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | (13/05/2015)                    |   |                                  |   |  |  |
| 2. Non-listed warrants                                   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| 3.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| 4.   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable (Note 1)                     |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | ( / / )                         |   |                                  |   |  |  |
| Total B.   |                                 |   |                                  |   | (Ordinary shares)  | 0  |
|  |                                 |   |                                  |   | (Preference shares)  |  |
|  |                                 |   |                                  |   | (Other class)  |  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) *N/A*

| Class and description  | Currency of amount outstanding | Amount at close of preceding month | 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 issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 2.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 3.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
| 4.<br>_____<br>_____<br>_____  |                                |                                    |                            |                              |  |   |
| Stock code (if listed) _____<br>Class of shares issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / ) |                                |                                    |                            |                              |  |   |
|  |                                |                                    |                            |                              | Total C. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) 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. _____<br>_____<br>( / / )<br>shares (Note 1)   |  |   |
| 2. _____<br>_____<br>( / / )<br>shares (Note 1)   |  |   |
| 3. _____<br>_____<br>( / / )<br>shares (Note 1)   |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      |  |   |

Other Movements in Issued Share Capital **N/A**

| 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 |
|-----------------|---------------------------------|--|---|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____ | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy) _____         | ( / / )  |   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____ | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy) _____         | ( / / )  |   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____ | ( / / )  |   |
|                 |                                 |  | AGM approval date: (dd/mm/yyyy) _____         | ( / / )  |   |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____ | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy) _____         | ( / / )  |   |

For Main Board and GEM listed issuers

| 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 |
|-------------------------|---------------------------------|--|---|
| 5. Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   |
| 6. Repurchase of shares |                                 | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )        | _____   |
| 7. Redemption of shares |                                 | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )             | _____   |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   |



For Main Board and GEM listed issuers

| 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 |
|--|--|---|---|
| 9. Capital reorganisation                                    | Class of shares issuable _____<br>(Note 1) |   |   |
|  | Issue and allotment date : (dd/mm/yyyy)    | ( / / )   |   |
|  | EGM approval date: (dd/mm/yyyy)            | ( / / )   |   |
| 10. Other (Please specify) : At price : State currency _____ | Class of shares issuable _____<br>(Note 1) |   |   |
|  | Issue and allotment date : (dd/mm/yyyy)    | ( / / )   |   |
|  | EGM approval date: (dd/mm/yyyy)            | ( / / )   |   |
| Total E.   |  | (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |   |

|   |     |     |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | 0   |
|   | (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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

Remarks (if any):

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Submitted by: IP PUI SUM

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.*