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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)

VOLUNTARY ANNOUNCEMENT

**POSSIBLE INCREASE IN SHAREHOLDING
BY THE CONTROLLING SHAREHOLDER**

This is a voluntary announcement made by National Agricultural Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) to inform its shareholders and potential investors about the latest information regarding the possible increase in shareholding by the controlling shareholder. References are made to the announcements of the Company dated 20 January 2016, 2 March 2016 and 4 March 2016 (the “**4 March Announcement**”) in relation to the possible increase in shareholding by the controlling shareholder.

On 9 March 2016, the Company was informed by its controlling shareholder, Parko (Hong Kong) Limited (“**Parko**”) that based on its confidence in the stable future development of the Group, it has entered into a sale and purchase agreement (the “**Agreement**”) to purchase 26,000,000 shares of the Company (the “**Shares**”) from an independent investor, representing approximately 1.22 % of the total issued share capital of the Company. Completion of the Agreement shall take place on 28 April 2016 or such other dates as the parties may agree, whichever is earlier.

Immediately after completion of the abovementioned purchase and completion of the SPA (as defined in the 4 March Announcement), Parko will be interested in an aggregate of 1,172,704,292 Shares, and its shareholding will increase from 54.01% to 55.23% of the entire issued share capital of the Company as at the date of this announcement.

In addition, the Company would like to clarify a typographical error in the third paragraph of the 4 March Announcement that the aggregate number of shares owned by Parko immediately after completion of the purchase should be “1,146,704,292 Shares”. The Company also wishes to clarify that completion of the SPA (as defined in the 4 March Announcement) shall take place on 28 April 2016 or such other dates as the parties may agree, whichever is earlier. Save as aforementioned, all other information in the 4 March Announcement remains unchanged.

The Company will continue to monitor the increase in shareholding of the Company by Parko and parties acting in concert with it and make timely disclosure in compliance with the applicable rules and regulations as and when appropriate.

Shareholders and potential investors should note that completion of the Agreement may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 9 March 2016

As at the date of this announcement, the Board comprises five executive Directors, being Mr. Chen Li-Jun, Mr. Ren Hai, Mr. Peng Guojiang, 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. Chan Siu Wing Raymond.