



### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 September 2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Chaoda Modern Agriculture (Holdings) Limited

Date Submitted 3 October 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|                                     |                      |               |                           |                               |   |
|-------------------------------------|----------------------|---------------|---------------------------|-------------------------------|---|
| (1) Stock code :                    | <u>682</u>           | Description : | <u>Ordinary Shares</u>    |                               |   |
|                                     |                      |               | No. of ordinary<br>shares | Par value<br>(State currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | <u>5,000,000,000</u> |               | <u>HK\$0.10</u>           | <u>HK\$500,000,000</u>        |   |
| Increase/(decrease)                 | <u>Nil</u>           |               | <u>Nil</u>                | <u>Nil</u>                    |   |
| Balance at close of the month       | <u>5,000,000,000</u> |               | <u>HK\$0.10</u>           | <u>HK\$500,000,000</u>        |   |
| (2) Stock code :                    | <u>N/A</u>           | Description : | <u>N/A</u>                |                               |   |
|                                     |                      |               | No. of ordinary<br>shares | Par value<br>(State currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | <u>N/A</u>           |               | <u>N/A</u>                | <u>N/A</u>                    | <u>N/A</u>                                      |
| Increase/(decrease)                 | <u>N/A</u>           |               | <u>N/A</u>                | <u>N/A</u>                    | <u>N/A</u>                                      |
| Balance at close of the month       | <u>N/A</u>           |               | <u>N/A</u>                | <u>N/A</u>                    | <u>N/A</u>                                      |



## 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              | 3,291,302,491          | N/A | N/A                      | N/A                            |
| Increase/ <del>(decrease)</del> during the month | Nil                    | N/A | N/A                      | N/A                            |
| Balance at close of the month                    | 3,291,302,491          | N/A | N/A                      | N/A                            |

## 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. Exercise price<br>HK\$1.50  |                           |           |           |        |  |   |
| (19 / 06 / 2002)<br>ordinary shares<br>(Note 1)  | Nil                       | Nil       | Nil       | Nil    | Nil  | 66,339,000  |
| 2. Exercise price<br>HK\$2.279   |                           |           |           |        |  |   |
| (19 / 06 / 2002)<br>ordinary shares<br>(Note 1)  | Nil                       | Nil       | Nil       | Nil    | Nil  | 246,940   |
| 3. Exercise price<br>HK\$2.935   |                           |           |           |        |  |   |
| (19 / 06 / 2002)<br>ordinary shares<br>(Note 1)  | Nil                       | Nil       | Nil       | Nil    | Nil  | 1,053,000   |

*To be Continued*



## 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. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| Total B. (Ordinary shares)                               |                                 |   |                                  |   | N/A  |  |
| (Preference shares)                                      |                                 |   |                                  |   | N/A  |  |
| (Other class)  |                                 |   |                                  |   | N/A  |  |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Conversion price                               |                                |                                    |                            |                              |  |   |
| AGM approval date (if applicable) (dd/mm/yyyy) |                                |                                    |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 4. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | N/A  |   |
|  |                                |                                    |                            | (Preference shares)          | N/A  |   |
|  |                                |                                    |                            | (Other class)                | N/A  |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including AGM 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. <u>Call Options</u><br>Strike Price : HK\$7.9065 per share (subject to adjustment)<br><br><br><br>( 27/11/2009 )<br>Ordinary shares (Note 1) | Nil  | 103,300,000 (subject to adjustment)   |
| 2. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)  | Nil<br>N/A<br>N/A  |   |

## Other Movements in Issued Share Capital

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



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

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

|  |     |     |
|--|-----|-----|
| Total increase / <del>(decrease)</del> in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil |
|  | (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 |

*(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)*

Remarks (if any):

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Submitted by: Chong Suet Ming Alison

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*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.*