



香港交易所

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

For the month ended (dd/mm/yyyy) : 31 January 2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Chaoda Modern Agriculture (Holdings) Limited

Date Submitted 5 February 2009

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code :	<u>682</u>	Description :	<u>Ordinary Shares</u>		
			No. of ordinary shares	Par value (State currency)	Authorised share capital (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 shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<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>	
Balance at close of the month	<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	2,543,274,221	N/A	N/A	N/A
Increase/ <del>(decrease)</del> during the month	1,821,200	N/A	N/A	N/A
Balance at close of the month	2,545,095,421	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 HK\$1.50						
(19 / 06 / 2002) ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	66,339,000
2. Exercise price HK\$2.279						
(19 / 06 / 2002) ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	446,940
3. Exercise price HK\$2.935						
(19 / 06 / 2002) ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	7,794,800

*To be Continued*



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

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value 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> )						
Subscription price						
EGM 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 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. Zero Coupon Convertible Bonds due 2011	HK\$	\$1,344,000,000	Nil	\$1,344,000,000	Nil	264,566,929
Stock code (if listed)	2559					
Class of shares issuable ( <i>Note 1</i> )	Ordinary					
Subscription price	HK\$5.08	(subject to adjustment)				
EGM approval date (if applicable) (dd/mm/yyyy)	N/A	( / / )				
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)	Nil	
				(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 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. N/A    ( / / ) shares ( <i>Note 1</i> )		
2. N/A    ( / / ) shares ( <i>Note 1</i> )		
3. N/A    ( / / ) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
2.	Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
3.	Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A



## For Main Board and GEM listed issuers

				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		
Type of Issue							
5.	Scrip dividend	At price : State currency	_____	Class of shares issuable (Note 1)	_____		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
						N/A	N/A
6.	Repurchase of shares			Class of shares repurchased (Note 1)	_____		
				Cancellation date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
						N/A	N/A
7.	Redemption of shares			Class of shares redeemed (Note 1)	_____		
				Redemption date : (dd/mm/yyyy)	( / / )		
				EGM approval date: (dd/mm/yyyy)	( / / )		
						N/A	N/A
8.	Consideration issue	At price : State currency	_____	Class of shares issuable (Note 1)	_____		
				Issue and allotment date : (dd/mm/yyyy)	( / / )		
				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 _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	N/A
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N/A	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)	1,821,200
	(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: Yeung Pik Chun, Colana

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.*