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**CHAODA MODERN AGRICULTURE (HOLDINGS) LIMITED**  
**超大現代農業（控股）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code : 682)**

**US\$200 MILLION 3.7% SECURED GUARANTEED  
CONVERTIBLE BONDS DUE 2015  
(THE “CONVERTIBLE BONDS”)**

**ISIN: XS0534992796**

**REDEMPTION OF  
THE REMAINING CONVERTIBLE BONDS**

This announcement is issued by Chaoda Modern Agriculture (Holdings) Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the terms and conditions (the “**Terms and Conditions**”) of the Convertible Bonds.

Reference is made to the announcement of the Company dated 15 February 2012 (the “**Prior Announcement**”) relating to the early redemption in part of the Convertible Bonds to the extent of US\$195,400,000 in aggregate principal amount (the “**Early Partial Redemption**”), representing 97.7% in principal amount of the Convertible Bonds originally issued. Unless otherwise defined, all capitalised terms used in this announcement have the same meanings as defined in the Terms and Conditions.

As stated in the Prior Announcement, the Early Partial Redemption took place on 14 February 2012. Following the Early Partial Redemption, the Company made a further remittance on 27 February 2012 in an amount of approximately US\$3,425,000 to the Paying Agents for payment of interest payable on all Convertible Bonds calculated in accordance with the Terms and Conditions together with relevant expenses incurred.

After the Early Partial Redemption, the principal amount of the remaining Convertible Bonds is US\$4,600,000 (the “**Remaining Bonds**”), which is less than 10% of the aggregate principal amount of the Convertible Bonds upon their original issue. Having considered the interests of the Company and its shareholders as a whole, the Company has exercised its right of redemption under Condition 8(C) of the Terms and Conditions. On 2 March 2012, the Company issued a notice of redemption to holders of the Remaining Bonds to redeem the Remaining Bonds in full plus interest payable thereon (the “**Redemption Amount**”) on 3 April 2012.

As at the date of this announcement, the Redemption Amount has been paid by the Company. The Remaining Bonds have been cancelled upon redemption. As a result, the Company has fully redeemed the Convertible Bonds and there are no outstanding Convertible Bonds.

**By Order of the Board**  
**Chaoda Modern Agriculture (Holdings) Limited**  
**Kwok Ho**  
**Chairman**

Hong Kong, 3 April 2012

*As of the date hereof, the board of directors of the Company comprises:*

*Executive directors* : *Mr. Kwok Ho, Dr. Li Yan, Ms. Huang Xie Ying, Mr. Kuang Qiao, Mr. Chen Jun Hua and Mr. Chan Chi Po Andy*

*Non-executive director* : *Mr. Ip Chi Ming*

*Independent non-executive directors* : *Mr. Fung Chi Kin, Mr. Tam Ching Ho, Professor Lin Shun Quan and Ms. Luan Yue Wen*