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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)**

**GRANT OF SHARE OPTIONS**

This announcement is made pursuant to Rule 17.06A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Chaoda Modern Agriculture (Holdings) Limited (the “**Company**”) announces that on 26 November 2010 (the “**Date of Grant**”), share options (the “**Options**”) to subscribe for an aggregate of 71,650,000 ordinary shares of HK\$0.10 each (the “**Shares**”) in the share capital of the Company were granted to certain individuals (the “**Grantees**”) subject to their acceptance under the share option scheme adopted by the Company on 19 June 2002. Details of the Options granted are as follows:

Date of Grant	:	26 November 2010
Exercise price of the Options	:	HK\$6.43 per Share
Number of Options	:	71,650,000 Options, each Option entitling the Grantees to subscribe for one Share
Exercisable period of the Options	:	From the Date of Grant until 25 November 2020, both dates inclusive

The exercise price of the Options granted is being the highest of (i) the closing price of HK\$6.22 per Share as quoted in the Stock Exchange's daily quotation sheet on the Date of Grant; (ii) the average closing price of HK\$6.43 per Share as quoted in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of HK\$0.10 per Share.

A consideration of HK\$1 is payable by the Grantees upon accepting an offer of the Options. Among the Options granted, 13,750,000 Options were granted to Directors for subscription of a total of 13,750,000 Shares, details of which are set out below:

<b>Name of Director</b>	<b>Position</b>	<b>Number of Options granted</b>
Ms. Huang Xie Ying	Executive Director	2,000,000
Mr. Kuang Qiao	Executive Director	2,000,000
Mr. Chen Jun Hua	Executive Director	2,000,000
Mr. Chan Chi Po Andy	Executive Director	3,000,000
Dr. Li Yan	Executive Director	500,000
Mr. Ip Chi Ming	Non-executive Director	2,000,000
Mr. Fung Chi Kin	Independent non-executive Director	750,000
Mr. Tam Ching Ho	Independent non-executive Director	750,000
Ms. Luan Yue Wen	Independent non-executive Director	750,000

In accordance with Rule 17.04(1) of the Listing Rules, the grant of Options to the above Directors has been approved by the independent non-executive Directors. Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined under the Listing Rules).

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

Hong Kong, 26 November 2010

*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*