



**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)**

**CONTINUING CONNECTED TRANSACTIONS**  
**VOTING RESULT AT THE EXTRAORDINARY GENERAL MEETING**  
**HELD ON 2 AUGUST 2006**

The Board is pleased to announce that at the EGM of the Company, the ordinary resolution as set out in the notice of EGM dated 10 July 2006 relating to the Agreement, the Transactions and the Proposed Annual Caps was duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Chaoda Modern Agriculture (Holdings) Limited (the “Company”) dated 10 July 2006 (the “Circular”), unless otherwise provided, terms used in this announcement shall have the same meanings as defined in the Circular.

**RESULT OF THE EGM**

The Board is pleased to announce that at the Extraordinary General Meeting of the Company held on 2 August 2006 (“EGM”), the ordinary resolution as set out in the notice of EGM dated 10 July 2006 relating to the Agreement, the Transactions and the Proposed Annual Caps was duly passed by the Independent Shareholders by way of poll. Details of the poll result are listed below.

Ordinary Resolution	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
To approve the Agreement, the Transactions and the Proposed Annual Caps and to authorize the Directors of the Company to execute all documents and do all acts necessary in relation thereto	743,575,577 (99.99%)	44,000 (0.01%)	743,619,577 (100%)

**As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution.**

*Notes:*

1. As at the date of the EGM, the Company had 2,366,662,250 Shares in issue.
2. Mr. Kwok Ho, the Chairman and controlling shareholder of the Company, and Kailey Investment Ltd, his associate beneficially interested in an aggregate of 728,240,000 Shares abstained from voting on the ordinary resolution relating to the Agreement, the Transactions and the Proposed Annual Caps at the EGM.
3. As at the date of the EGM, 1,638,422,250 Shares, representing approximately 69.23% of the issued share capital of the Company were entitled to attend and vote for or against the resolution proposed at the EGM.
4. There was no Shareholders who was entitled to attend and vote only against the resolution proposed at the EGM.
5. The Company's share registrar, Abacus Share Registrars Limited, was appointed the scrutineer at the EGM for the purpose of vote-taking.

By order of the Board

**Kwok Ho**

*Chairman*

Hong Kong 2 August 2006

*As at the date hereof, the Board comprises seven executive directors, namely, Mr. Kwok Ho, Mr. Ip Chi Ming, Dr. Lee Yan, Ms. Wong Hip Ying, Mr. Fong Jao, Mr. Chen Jun Hua and Mr. Chan Chi Po, Andy and four independent non-executive directors, namely, Mr. Fung Chi Kin, Mr. Tam Ching Ho, Professor Lin Shun Quan and Ms. Luan Yue Wen.*

*Please also refer to the published version of this announcement in South China Morning Post and Hong Kong Economic Times.*