



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)

HK\$1,344,000,000
Guaranteed Zero Coupon Secured Convertible Bonds due 2011
(the “Convertible Bonds”)
(Stock Code : 2559)

NOTICE TO HOLDERS OF THE CONVERTIBLE BONDS
ADJUSTMENT TO CONVERSION PRICE

Reference is made to the terms and conditions of the Convertible Bonds (the “Terms and Conditions”). Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings as defined in the Terms and Conditions.

Further to the announcement of the Company on 21 October 2008 and the circular of the Company dated 11 November 2008 in respect of the issue of the bonus shares on the basis of one new Share for every twenty-five existing Shares (the “Bonus Issue”) held by the shareholders whose names appeared on the register of the members of the Company on 10 December 2008, the Bonus Issue was approved by the shareholders of the Company at the annual general meeting held on 10 December 2008.

By reason of the Bonus Issue, in accordance with condition 6.3.2(i) of the Terms and Conditions, the Conversion Price of the Convertible Bonds has been adjusted from HK\$5.29 per Share to HK\$5.08 per Share with effect from 11 December 2008.

The above adjustment to the Conversion Price was computed in accordance with the Terms and Conditions, which has been agreed by the trustee of the Convertible Bonds. Save for the above adjustment, all other Terms and Conditions of the Convertible Bonds remain unchanged.

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

Hong Kong, 11 December 2008

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

Executive directors: Mr. Kwok Ho, Mr. Ip Chi Ming, Dr. Lee Yan, Ms. Wong Hip Ying, Mr. Fong Jao, Mr. Chen Jun Hua, Mr. Chan Chi Po, Andy; and

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