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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 13 July 2016 (the “Date of Grant”), share options (the “Options”) to subscribe for an aggregate of 329,130,000 ordinary shares of HK\$0.10 each (the “Shares”) in the share capital of the Company were granted to certain eligible participants (the “Grantees”), subject to the acceptance of the Grantees, under the share option scheme adopted by the Company on 17 December 2015. Details of the Options granted are as follows:

Date of Grant	:	13 July 2016
Exercise price of the Options granted	:	HK\$0.187 per Share, representing the highest of: <ul style="list-style-type: none">(i) the closing price of HK\$0.187 per Share as stated in the Stock Exchange’s daily quotation sheet on the Date of Grant;(ii) the average closing price of HK\$0.183 per Share as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the Date of Grant; and(iii) the nominal value of HK\$0.10 per Share
Number of Options granted	:	329,130,000 Options, each Option entitling the Grantees to subscribe for one Share

Validity period of the Options : 10 years, from the Date of Grant up to 12 July 2026, both dates inclusive

- (i) 20% of the Options are exercisable from the Date of Grant to 12 July 2026
- (ii) 20% of the Options are exercisable from 13 July 2017 to 12 July 2026
- (iii) 20% of the Options are exercisable from 13 July 2018 to 12 July 2026
- (iv) 20% of the Options are exercisable from 13 July 2019 to 12 July 2026
- (v) 20% of the Options are exercisable from 13 July 2020 to 12 July 2026

Among of 329,130,000 Options granted, 37,500,000 Options granted to Directors and details of which are as follows:

Name	Position	Number of Options granted
Ms. Huang Xie Ying	Executive Director	3,000,000
Mr. Kuang Qiao	Executive Director	10,000,000
Mr. Yang Gang	Executive Director	4,000,000
Mr. Zhang Chang Man	Executive Director	6,000,000
Mr. Ip Chi Ming	Non-executive Director	6,000,000
Mr. Fung Chi Kin	Independent Non-executive Director	3,000,000
Mr. Tam Ching Ho	Independent Non-executive Director	3,000,000
Professor Lin Shun Quan	Independent Non-executive Director	500,000
Mr. Chan Yik Pun	Independent Non-executive Director	<u>2,000,000</u>
	Options granted to Directors	<u>37,500,000</u>

In accordance with Rule 17.04(1) of the Listing Rules, the grant of Options to each of the above Directors has been approved by the independent non-executive Directors (excluding independent non-executive Directors who is the Grantee of the Options).

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, 13 July 2016

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

Executive directors : *Mr. Kwok Ho, Ms. Huang Xie Ying, Mr. Kuang Qiao, Mr. Yang Gang and Mr. Zhang Chang Man*

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

Independent non-executive directors : *Mr. Fung Chi Kin, Mr. Tam Ching Ho, Professor Lin Shun Quan and Mr. Chan Yik Pun*