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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)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 31 DECEMBER 2012**

At the annual general meeting of Chaoda Modern Agriculture (Holdings) Limited (the “**Company**”) held on 31 December 2012 (the “**Annual General Meeting**”), the proposed resolutions as set out in the notice of Annual General Meeting dated 28 November 2012 were taken by poll.

The board of directors of the Company (the “**Board**”) is pleased to announce that the poll results in respect of the proposed resolutions are as follows:

Ordinary Resolutions		Number of votes (%)*	
		For	Against
1(A)	To re-elect Mr. Kwok Ho as an executive director of the Company.	1,131,002,415 (59.19%)	779,949,852 (40.81%)
1(B)	To re-elect Mr. Fung Chi Kin as an independent non-executive director of the Company.	1,143,079,022 (59.82%)	767,873,245 (40.18%)
1(C)	To re-elect Mr. Tam Ching Ho as an independent non-executive director of the Company.	1,143,159,022 (59.82%)	767,793,245 (40.18%)

Ordinary Resolutions		Number of votes (%)*	
		For	Against
2	To grant a general mandate to the directors of the Company to repurchase shares of the Company.	1,901,231,527 (99.54%)	8,842,740 (0.46%)
<b>As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.</b>			

\* All percentages were rounded to 2 decimal places.

As at the date of the Annual General Meeting:

1. the issued share capital of the Company was 3,291,302,491 shares, which was the total number of shares entitling the shareholders of the Company to attend and vote for or against the resolutions proposed at the Annual General Meeting; and
2. there were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the Annual General Meeting.

Tricor Abacus Limited, the share registrar and transfer office of the Company, acted as the scrutineer for the vote-taking at the Annual General Meeting.

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

Hong Kong, 31 December 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