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CHINA AGRI-PRODUCTS EXCHANGE LIMITED

中國農產品交易有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 0149)

RESIGNATION OF DIRECTOR AND NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS REGARDING INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE

The board of directors (the “**Board**” or the “**Director(s)**”) of China Agri-Products Exchange Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) announces that Ms. Lam Ka Jen, Katherine (“**Ms. Lam**”) resigned as an independent non-executive Director and ceased to act as the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee of the Company with effect from 30 September 2016 as she wishes to devote more time to her personal business.

Ms. Lam confirmed that she has no disagreement with the Board and there is no other matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company.

The Board expresses its sincere gratitude to Ms. Lam for her valuable contribution to the Group during her tenure of office.

Pursuant to Rule 3.10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the board of a listed issuer must include at least three independent non-executive directors. Pursuant to Rule 3.21 of the Listing Rules, the audit committee of a listed issuer must comprise a minimum of three members, and at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2). The audit committee must be chaired by an independent non-executive director. After Ms. Lam’s resignation, the number and qualification of independent non-executive Directors

and the composition of the Board and the Company's audit committee fail to meet the relevant requirements under the Listing Rules. The Board will make its best endeavours to identify an appropriate person for appointment as an independent non-executive Director and chairman of the audit committee within three months from the date of Ms. Lam's resignation pursuant to Rules 3.11 and 3.23 of the Listing Rules.

By Order of the Board
CHINA AGRI-PRODUCTS EXCHANGE LIMITED
中國農產品交易有限公司
Chan Chun Hong, Thomas
Chairman and Chief Executive Officer

Hong Kong, 30 September 2016

As at the date of this announcement and after the resignation of Ms. Lam, the Board comprises Mr. Chan Chun Hong, Thomas, Mr. Leung Sui Wah, Raymond and Mr. Yau Yuk Shing as the executive Directors, Mr. Ng Yat Cheung and Mr. Lau King Lung as the independent non-executive Directors.