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## IMPORTANT

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*If you are in any doubt about any of the contents of this Prospectus, you should obtain independent professional advice.*

**江農國際控股有限公司**  
**Jiangchen International Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*

**LISTING ON THE GROWTH ENTERPRISE MARKET OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED  
BY WAY OF PLACING**

**Number of Placing Shares : 111,000,000 Shares, comprising  
74,000,000 New Shares and 37,000,000  
Sale Shares**

**Placing Price : HK\$0.30 per Placing Share, plus  
brokerage of 1%, SFC transaction levy  
of 0.004% and Stock Exchange trading  
fee of 0.005%**

**Nominal Value : HK\$0.01 each**

**Stock Code : 08305**

**Sponsor and Lead Manager**



**Evolution Watterson Securities Limited**

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Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus.

A copy of this Prospectus, having attached thereto the documents specified in the paragraph headed “Documents Delivered to the Registrar of Companies in Hong Kong” in appendix VI to this Prospectus, has been registered with the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance, Chapter 32 of the Laws of Hong Kong. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this Prospectus or any other documents referred to above.

Prospective investors of the Placing should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreement by notice in writing to the Company given by the Lead Manager (acting on behalf of the Underwriters) upon the occurrence of any of the events set out under the paragraph headed “Grounds for Termination” in the section headed “Underwriting” in this Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.

29 September 2009