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(Continued into Bermuda with limited liability)

(Stock Code: 8166)

ADDITIONAL RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING

This announcement is made by China Eco-Farming Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 14 April 2023 in relation to Resumption Guidance, the announcement of the Company dated 20 July 2023 in relation to the resignation of an independent non-executive director and the announcement of the Company dated 7 August 2023 in relation to Additional Resumption Guidance (collectively, the “**Announcements**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

ADDITIONAL RESUMPTION GUIDANCE

According to the announcement of the Company dated 20 July 2023, Ms. Yuen Wai Man (Ms. Yuen) has resigned as an independent non-executive director of the Company with effect from 19 July 2023.

Pursuant to GEM Listing Rule 17.104 and FAQ Series 17 No. 19F(1), the nomination committee (or the board) shall have a policy concerning diversity of board members. While diversity of board members can be achieved through consideration of a number of factors, the Stock Exchange will not consider diversity to be achieved for a single gender board. Where an issuer who already has directors of both genders on board on or after 1 January 2022, but subsequently at any time has failed to meet any of the other requirements in the Rule, it must (i) immediately publish an announcement containing the relevant details and reasons and (ii) appoint appropriate members to the board to meet the requirement(s) within three months after failing meeting such requirement(s).

Following Ms. Yuen’s resignation and to date, the Company maintains a single gender board. As a result, the Company is not in compliance with GEM Listing Rule 17.104.

Additional Resumption Guidance

Given the above, the Stock Exchange considered that it is appropriate to set out the following additional resumption guidance for the Company:

- Re-comply with GEM Listing Rule 17.104

For the avoidance of doubt, the Company must remedy the issues causing its trading suspension and fully comply with the Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. To assist the Company, the Stock Exchange set out the resumption guidance which the Stock Exchange may modify or supplement if the Company's situation changes.

The Stock Exchange may modify the resumption guidance and/or give further guidance as and when appropriate

CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange, which was suspended with effect from 9:00 a.m. on 3 April 2023 remains suspended and will continue to be so until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
China Eco-Farming Limited
Liu Chun Fai
Chairman & Executive Director

Hong Kong, 8 December 2023

As at the date of this announcement, the executive Directors are Mr. Liu Chun Fai (Chairman), Mr. Tin Ka Pak, Timmy (Chief Executive Officer), Mr. Li Aiming, Mr. So David Tat Man and Mr. Ng Cheuk Fan, Keith; and the independent non-executive Directors are Mr. Yick Ting Fai, Jeffrey and Mr. Zhang Min.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Company's website at <http://www.chinaeco-farming.com> and the "Latest Listed Company Information" page of the HKEx website at www.hkexnews.hk for at least 7 days from the date of its publication.