

Euro-Asia Agricultural (Holdings) Company Limited 歐亞農業(控股)有限公司*

(Incorporated in Bermuda with limited liability)
(Provisional Liquidators Appointed)

Financial adviser to the Provisional Liquidators

**Deloitte & Touche
Corporate Finance Ltd**

ANNOUNCEMENT

The Provisional Liquidators of the Company would like to announce that a Resumption Proposal was submitted to the Stock Exchange on 24 December 2003.

Shareholders should note that the Company has yet to enter into any legally binding agreement relating to the Resumption Proposal. In the event that the legally binding agreement in relation to the Resumption Proposal has been signed, the Resumption Proposal is still subject to the approval of the Stock Exchange, and therefore, it may or may not proceed.

Trading in the shares of the Company has been suspended since 30 September 2002 and will remain suspended until further notice.

Reference is made to the announcement of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") dated 31 October 2003 (the "Stock Exchange Announcement") and the announcement of Euro-Asia Agricultural (Holdings) Company Limited (歐亞農業(控股)有限公司)* (Provisional Liquidators Appointed) (the "Company") dated 18 November 2003 (the "Announcement"). Terms used herein shall have the same meanings as those defined in the Announcement.

As stated in the Announcement, the provisional liquidators of the Company (the "Provisional Liquidators") have received a number of formal resumption proposals in writing from potential investors. After the Provisional Liquidators' review and assessment of the viability of these resumption proposals, the Provisional Liquidators would like to announce that a resumption proposal (the "Resumption Proposal") was selected and the same was submitted to the Stock Exchange on 24 December 2003. As a result, the discussions in relation to the other resumption proposals have been terminated.

Shareholders should note that the Company has yet to enter into any legally binding agreement relating to the Resumption Proposal. Once the detailed arrangements for the implementation of the Resumption Proposal have been finalised, the Company will make a further announcement in due course.

Shareholders should also note that even in the event that the legally binding agreement in relation to the Resumption Proposal has been signed, the Resumption Proposal is still subject to the approval by the Stock Exchange and therefore, it may or may not proceed. As stated in the Stock Exchange Announcement, a valid resumption proposal of the Company will need to demonstrate to the Stock Exchange the followings:

- (1) the Company is in compliance with the Listing Rules and all applicable laws and regulations in the PRC, Hong Kong and the Company's place of incorporation; and
- (2) the Company is in compliance with Paragraph 38 of the Listing Agreement.

In the case that any resumption proposal approved by the Stock Exchange would result in the change in control of the Company, the Company and the potential investor of the Company will be required to fully comply with the requirements of the Hong Kong Code on Takeovers and Mergers.

Trading in the shares of the Company has been suspended since 30 September 2002 and will remain suspended until further notice.

For and on behalf of
Euro-Asia Agricultural (Holdings) Company Limited
(Provisional Liquidators Appointed)
Derek Lai
Joint and Several Provisional Liquidator

Hong Kong, 9 January 2004

The Provisional Liquidators jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained herein, the omission of which would make any statement in the announcement misleading.

** for identification only*

Please also refer to the published version of this announcement in The Standard dated on 12-01-2004.