

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



NATIONAL AGRICULTURAL HOLDINGS LIMITED
國農控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1236)

VERY SUBSTANTIAL ACQUISITION
SUPPLEMENTAL AGREEMENT

FURTHER DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of National Agricultural Holdings Limited (the “**Company**”) dated 11 January 2016 (the “**January Announcement**”) in relation to the acquisition of 100% equity interest in the Target Company involving the issue of Consideration Shares under Specific Mandate and the announcements of the Company dated 29 February 2016 and 31 March 2016 in relation to the delay in despatch of circular (together with the January Announcement, the “**Announcements**”). Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

SUPPLEMENTAL AGREEMENT

On 30 June 2016 (after trading hours), the Company and the Vendors entered into a supplemental agreement (the “**Supplemental Agreement**”), pursuant to which the parties agreed to extend the Long Stop Date to 30 November 2016 (or such other date as may be agreed by the Company and the Vendors).

Save for the aforesaid amendment, all other terms and conditions of the SPA remain unchanged and continue in full force and effect.

The extension of the Long Stop Date was agreed among the parties due to more time than expected is needed for fulfilment of the conditions precedent of the SPA. As at the date of this announcement, none of the conditions precedent of the SPA as set forth in the paragraph headed “Conditions precedent” in the January Announcement has been fulfilled and none of the parties has waived or has any intention to waive any of those conditions precedent.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the announcement of the Company dated 31 March 2016, the despatch of the Circular would be delayed to on or before 30 June 2016. As additional time is required for the Company to finalise the information to be included in the Circular and update the financial information of the Target Group, the despatch of the Circular will be further delayed to on or before 30 September 2016.

For and on behalf of
National Agricultural Holdings Limited
Chen Li-Jun
Chairman

Hong Kong, 30 June 2016

As at the date of this announcement, the Board comprises four executive Directors, being Mr. Chen Li-Jun, Mr. Ren Hai, Mr. Peng Guojiang and Ms. Wen Yuanyi, and three independent non-executive Directors, being Ms. Chiu Kam Hing Kathy, Mr. Ting Tit Cheung and Mr. Fan William Chung Yue.