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**CHINA AGRI-INDUSTRIES HOLDINGS LIMITED**  
**中國糧油控股有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 606)**

**DELAY IN DESPATCH OF CIRCULAR**  
**IN RELATION TO**  
**DISCLOSEABLE AND CONNECTED TRANSACTIONS**  
**ENTERING INTO (1) COFCO INTERNATIONAL MASTER**  
**AGREEMENT AND (2) CAPITAL INCREASE AGREEMENT**  
**REGARDING COFCO TRADING GUANGDONG**  
**AND**  
**CONNECTED TRANSACTION**  
**(3) PROPOSED AMENDMENTS TO THE NON-COMPETITION DEED**

Reference is made to the announcement of China Agri-Industries Holdings Limited (the “**Company**”) dated 31 August 2018 (the “**Announcement**”) in relation to, among others, the entering into the COFCO International Master Agreement, the Capital Increase Agreement and the Supplemental Deed. Unless the context otherwise requires, terms and expressions defined in the Announcement shall have the same meanings when used herein.

As disclosed in the Announcement, a circular (the “**Circular**”) containing, among other information, (1) further details of the COFCO International Master Agreement, the Capital Increase Agreement and the Supplemental Deed; (2) the recommendations of the Independent Board Committee; (3) a letter of advice from the IFA to the Independent Board Committee and the Independent Shareholders; and (4) a notice convening the EGM, is expected to be despatched to the Shareholders on or before 21 September 2018.

As additional time is required for the Company to finalise certain information to be included in the Circular, the despatch date of the Circular to the Shareholders is expected to be delayed to a date on or before 11 October 2018.

By Order of the Board  
**China Agri-Industries Holdings Limited**  
**DONG Wei**  
*Chairman*

Hong Kong, 20 September 2018

*As at the date of this announcement, the Board comprises: Mr. DONG Wei as chairman of the Board and executive director; Mr. WANG Qingrong and Ms. YANG Hong as executive directors; Mr. JIA Peng and Mr. MENG Qingguo as non-executive directors; and Mr. LAM Wai Hon, Ambrose, Mr. Patrick Vincent VIZZONE and Mr. ONG Teck Chye as independent non-executive directors.*