

To: COFCO (Hong Kong) Limited
33rd Floor, COFCO Tower,
262 Gloucester Road, Causeway Bay, Hong Kong
Attention: Ms. Sun

Re: PRIVATISATION OF CHINA AGRI-INDUSTRIES HOLDINGS LIMITED – POWER OF ATTORNEY

POWER OF ATTORNEY

(Applicable to Scheme Shareholders authorising the Offeror to make tax declarations)

We, _____, hereby authorise COFCO (Hong Kong) Limited to act on our behalf to handle matters related to the PRC Enterprise Income Tax in respect of the Cancellation Price under the Scheme pursuant to the privatisation of China Agri-Industries Holdings Limited. We shall bear the legal responsibilities of the authorised persons in respect of its dealings with relevant matters in accordance with regulations.

If you have any questions, please feel free to contact us.

Signature of Shareholder

Seal/Signature/Chop of Shareholder

Name and Title of signatory on behalf of Shareholder (if applicable)

Date: _____

Telephone No.: _____