



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31 March 2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer AGTech Holdings LimitedDate Submitted 1 April 2009**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 8279 Description : AGTech Holdings

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|----------------------------------------------|
| Balance at close of preceding month | <u>5,000,000,000</u>      | <u>HK\$0.002</u>                 | <u>HK\$10,000,000.00</u>                     |
| Increase/(decrease)                 | <u>N/A</u>                |                                  | <u>N/A</u>                                   |
| Balance at close of the month       | <u>5,000,000,000</u>      | <u>HK\$0.002</u>                 | <u>HK\$10,000,000.00</u>                     |

(2) Stock code : N / A Description : N / A

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|----------------------------------------------|
| Balance at close of preceding month | <u></u>                   | <u></u>                          | <u></u>                                      |
| Increase/(decrease)                 | <u></u>                   |                                  | <u></u>                                      |
| Balance at close of the month       | <u></u>                   | <u></u>                          | <u></u>                                      |

## 2. Preference Shares

|                                     |              |                             |                                            |               |                                                       |  |  |
|-------------------------------------|--------------|-----------------------------|--------------------------------------------|---------------|-------------------------------------------------------|--|--|
| Stock code :                        | <u>N / A</u> |                             |                                            | Description : | <u>N / A</u>                                          |  |  |
|                                     |              | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) |               | Authorised share capital<br>( <i>State currency</i> ) |  |  |
| Balance at close of preceding month |              | <u>                    </u> | <u>                    </u>                |               | <u>                                    </u>           |  |  |
| Increase/(decrease)                 |              | <u>                    </u> |                                            |               | <u>                                    </u>           |  |  |
| Balance at close of the month       |              | <u>                    </u> | <u>                    </u>                |               | <u>                                    </u>           |  |  |

## 3. Other Classes of Shares

|                                     |              |                                   |                                            |               |                                                       |  |  |
|-------------------------------------|--------------|-----------------------------------|--------------------------------------------|---------------|-------------------------------------------------------|--|--|
| Stock code :                        | <u>N / A</u> |                                   |                                            | Description : | <u>N / A</u>                                          |  |  |
|                                     |              | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) |               | Authorised share capital<br>( <i>State currency</i> ) |  |  |
| Balance at close of preceding month |              | <u>                    </u>       | <u>                    </u>                |               | <u>                                    </u>           |  |  |
| Increase/(decrease)                 |              | <u>                    </u>       |                                            |               | <u>                                    </u>           |  |  |
| Balance at close of the month       |              | <u>                    </u>       | <u>                    </u>                |               | <u>                                    </u>           |  |  |

Total authorised share capital at the end of the month  
(*State currency*) :

HK\$10,000,000.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)   |                         |                                |
| Balance at close of preceding month   | 3,580,085,000          | N / A | N / A                   | N / A                          |
| Increase/ (decrease) during the month | NIL                    | N / A | N / A                   | N / A                          |
| Balance at close of the month         | 3,580,085,000          | N / A | N / A                   | N / A                          |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month |           |           |           | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|-----------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
|                                                                                                          | Granted                   | Exercised | Cancelled | Lapsed    |                                                                      |                                                                                           |
| 1. Share Option Scheme                                                                                   |                           |           |           |           |                                                                      |                                                                                           |
| Exercise price:                                                                                          |                           |           |           |           |                                                                      |                                                                                           |
| HK\$0.218                                                                                                |                           |           |           |           |                                                                      |                                                                                           |
| (18/11/2004)                                                                                             |                           |           |           |           |                                                                      |                                                                                           |
| Ordinary shares (Note 1)                                                                                 | N/A                       | N/A       | N/A       | N/A       | N / A                                                                | 2,500,000                                                                                 |
| 2. Share Option Scheme                                                                                   |                           |           |           |           |                                                                      |                                                                                           |
| Exercise price:                                                                                          |                           |           |           |           |                                                                      |                                                                                           |
| HK\$0.2198                                                                                               |                           |           |           |           |                                                                      |                                                                                           |
| (18/11/2004)                                                                                             |                           |           |           |           |                                                                      |                                                                                           |
| Ordinary shares (Note 1)                                                                                 | N/A                       | N/A       | N/A       | 2,000,000 | N / A                                                                | 184,150,000                                                                               |
| 3. Share Option Scheme                                                                                   |                           |           |           |           |                                                                      |                                                                                           |
| Exercise price:                                                                                          |                           |           |           |           |                                                                      |                                                                                           |
| HK\$                                                                                                     |                           |           |           |           |                                                                      |                                                                                           |
| ( / / )                                                                                                  |                           |           |           |           |                                                                      |                                                                                           |
| Ordinary shares (Note 1)                                                                                 | N/A                       | N/A       | N/A       | N/A       | N / A                                                                | N/A                                                                                       |
| Total A. (Ordinary shares)                                                                               |                           |           |           |           | N / A                                                                |                                                                                           |
| (Preference shares)                                                                                      |                           |           |           |           | N / A                                                                |                                                                                           |
| (Other class)                                                                                            |                           |           |           |           | N / A                                                                |                                                                                           |
| Total funds raised during the month from exercise of options (State currency)                            | N / A                     |           |           |           |                                                                      |                                                                                           |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. N / A                                                 |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable (Note 1)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 2. N / A                                                 |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable (Note 1)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 3 N / A                                                  |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable (Note 1)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 4. N / A                                                 |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable (Note 1)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| Total B.                                                 |                                 |                                                 |                                  |                                           | (Ordinary shares)                                                                      | N / A                                                                                                          |
|                                                          |                                 |                                                 |                                  |                                           | (Preference shares)                                                                    | N / A                                                                                                          |
|                                                          |                                 |                                                 |                                  |                                           | (Other class)                                                                          | N / A                                                                                                          |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description                          | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|------------------------------------------------|--------------------------------|------------------------------------|----------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. N / A                                       |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 2. N / A                                       |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 3. N / A                                       |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| 4. N / A                                       |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable (Note 1)              |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) | ( / / )                        |                                    |                            |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | N / A                                                                |                                                                                           |
| (Preference shares)                            |                                |                                    |                            |                              | N / A                                                                |                                                                                           |
| (Other class)                                  |                                |                                    |                            |                              | N / A                                                                |                                                                                           |

For Main Board and GEM listed issuers

|                                                                                                                                                      |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------|--|

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. N / A                                                                                                |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| (    /    /    )                                                                                        |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
| 2. N / A                                                                                                |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| (    /    /    )                                                                                        |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
| 3. N / A                                                                                                |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| (    /    /    )                                                                                        |                                                                      |                                                                                           |
| shares (Note 1)                                                                                         |                                                                      |                                                                                           |
|                                                                                                         |                                                                      |                                                                                           |
| Total D. (Ordinary shares)                                                                              | N / A                                                                |                                                                                           |
| (Preference shares)                                                                                     | N / A                                                                |                                                                                           |
| (Other class)                                                                                           | N / A                                                                |                                                                                           |

## Other Movements in Issued Share Capital

| Type of Issue   |                                 |                                                                                                                                   |         | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|---------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A                                                                | N / A                                                                                     |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A                                                                | N / A                                                                                     |
| 3. Placing      | At price : State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A                                                                | N / A                                                                                     |
| 4. Bonus issue  |                                 | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / ) | N / A                                                                | N / A                                                                                     |

## For Main Board and GEM listed issuers

|               |                         |                                    |                                                                                                                                                   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------|-------------------------|------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue |                         |                                    |                                                                                                                                                   |                                                                                        |                                                                                                                   |
| 5.            | Scrip dividend          | At price : State<br>currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment<br>date : (dd/mm/yyyy) _____<br>EGM approval date:<br>(dd/mm/yyyy) _____ | ( / / )<br>N / A                                                                       | N / A                                                                                                             |
| 6.            | Repurchase of<br>shares |                                    | Class of shares _____<br>repurchased <i>(Note 1)</i><br>Cancellation date : _____<br>(dd/mm/yyyy)<br>EGM approval date: _____<br>(dd/mm/yyyy)     | ( / / )<br>N / A                                                                       | N / A                                                                                                             |
| 7.            | Redemption of<br>shares |                                    | Class of shares _____<br>redeemed <i>(Note 1)</i><br>Redemption date : _____<br>(dd/mm/yyyy)<br>EGM approval date: _____<br>(dd/mm/yyyy)          | ( / / )<br>N / A                                                                       | N / A                                                                                                             |
| 8.            | Consideration issue     | At price : State<br>currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment<br>date : (dd/mm/yyyy) _____<br>EGM approval date:<br>(dd/mm/yyyy) _____ | ( / / )<br>N / A                                                                       | N / A                                                                                                             |



For Main Board and GEM listed issuers

| Type of Issue              |                                            |                |                                            | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |               |       |       |
|----------------------------|--------------------------------------------|----------------|--------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|---------------|-------|-------|
| 9. Capital reorganisation  | Class of shares issuable _____<br>(Note 1) |                |                                            |                                                                      |                                                                                           |               |       |       |
|                            | Issue and allotment date : (dd/mm/yyyy)    |                |                                            | (   /   /   )                                                        | N / A                                                                                     | N / A         |       |       |
|                            | EGM approval date: (dd/mm/yyyy)            |                |                                            | (   /   /   )                                                        |                                                                                           |               |       |       |
| 10. Other (Please specify) | At price : _____                           | State currency | Class of shares issuable _____<br>(Note 1) |                                                                      |                                                                                           |               |       |       |
|                            |                                            |                | Issue and allotment date : (dd/mm/yyyy)    |                                                                      |                                                                                           | (   /   /   ) | N / A | N / A |
|                            |                                            |                | EGM approval date: (dd/mm/yyyy)            |                                                                      |                                                                                           | (   /   /   ) |       |       |
| Total E. (Ordinary shares) |                                            |                |                                            | N / A                                                                |                                                                                           |               |       |       |
| (Preference shares)        |                                            |                |                                            | N / A                                                                |                                                                                           |               |       |       |
| (Other class)              |                                            |                |                                            | N / A                                                                |                                                                                           |               |       |       |

|                                                                                                                  |     |       |
|------------------------------------------------------------------------------------------------------------------|-----|-------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | N / A |
|                                                                                                                  | (2) | N / A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     | N / A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  |     | N / A |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |       |

Remarks (if any):

N / A

Submitted by: **Mr Wong Wai Sing**

Title: **Company Secretary**  
(Director, Secretary or other duly authorised officer)

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*