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AGTech Holdings Limited
亞博科技控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8279)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 23.06A of the Rules Governing the Listing of Securities of the Growth Enterprise Market (**"GEM"**) of The Stock Exchange (the **"GEM Listing Rules"**).

The board (the "**Board**") of directors (the "**Directors**") of AGTech Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that the Company has granted share options (the "**Options**") to certain directors and employees and business development consultants of the Group, subject to acceptances by such grantees, under the share option scheme adopted by the Company on 18 November 2004. The following are the details of the share options granted:

Date of grant	: 17 August 2012 (the "**Date of Grant**")
Exercise price of the Options granted	: HK$0.1006 to subscribe for one ordinary share of HK$0.002 each of the Company (the "**Share**")
The Options granted entitling the grantees to subscribe up to a total of	: 94,189,000 Shares
Closing price of the Shares on the Date of Grant	: HK$ 0.1000 per Share

Average closing price of the Shares for the five business days immediately preceding the Date of Grant on which the Shares were traded on the Stock Exchange	: HK$0.1006 per Share
Validity period of the Options	: 17 August 2013 to 16 August 2014 for 23,547,250 Shares 17 August 2014 to 16 August 2015 for 23,547,250 Shares 17 August 2015 to 16 August 2016 for 23,547,250 Shares 17 August 2016 to 16 August 2017 for 23,547,250 Shares

Among the total of 94,189,000 Options granted, 10,500,000 Options are granted to three directors of the Company as follows:

Name of director	**Position**	**Number of Options granted**
Mr. Robert Geoffrey Ryan	Executive Director	3,500,000
Mr. Bai Jin Min	Executive Director	3,500,000
Mr. Liang Yu	Executive Director	3,500,000

Save as disclosed above, none of the grantees is a director, chief executive nor substantial shareholder of the Company or an associate of any of them (as defined in the GEM Listing Rules).

By order of the Board
AGTech Holdings Limited
Sun Ho
Chairman & CEO

The Hong Kong Special Administrative Region of
the People's Republic of China, 17 August 2012

As at the date of this announcement, the Board comprises (i) Mr. Sun Ho, Mr. Robert Geoffrey Ryan, Mr. Bai Jinmin and Mr. Liang Yu as executive Directors; (ii) Ms. Yang Yang as non-executive Director; and (iii) Mr. Wang Ronghua, Mr. Hua Fengmao and Mr. Kwok Wing Leung Andy as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all *material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

This announcement will remain on the "Latest Company Announcement" page of the internet website operated by the Stock Exchange for the purposes of the GEM at www.hkgem.com for at least seven days from the day of its posting and will be published on the website of the Company at http://www.agtech.com.

** For identification purpose only*