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CODE AGRICULTURE (HOLDINGS) LIMITED
科地農業控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 8153)

**POLL RESULTS OF SPECIAL GENERAL MEETING HELD
ON 27TH MARCH 2020 (“SGM”)**

Reference is made to the circular (the “**Circular**”) of Code Agriculture (Holdings) Limited (the “**Company**”) dated 6th March 2020 in relation to Proposed Change of Company Name, and Proposal for Adoption of New Share Option Scheme. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS

The Board is pleased to announce that all resolutions set out in the Notice of SGM (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the SGM.

As at the date of the SGM, there were 4,902,391,929, issued Shares which were the total number of Shares entitling the Shareholders to attend and vote for or against the Proposed Resolution at the SGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolution at the SGM as set out in Rule 17.47A of the GEM Listing Rules.

None of the Shareholders was required under the GEM Listing Rules to abstain from voting on the required resolutions at the SGM. None of the Shareholders has stated in the Circular his/her/its intention to vote against or to abstain from voting on the required resolutions at the SGM.

Tricor Abacus Limited, the share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the SGM.

The poll results in respect of the Proposed Resolution put to the vote at the SGM are set out as follows:

Special resolution		Number of votes (Approximate%)	
		For	Against
1.	To approve the Change of Company Name.	619,975,928 (96.24%)	24,201,500 (3.76%)
Ordinary resolution		Number of votes (Approximate%)	
		For	Against
1.	To approve the New Share Option Scheme.	620,177,428 (96.27%)	24,000,000 (3.73%)

As not less than 75% of the votes were cast in favour of the above special resolution, the above special resolution was duly passed by the Shareholders at the SGM.

As more than 50% of the votes were cast in favour of the above ordinary resolution, the above ordinary resolution was duly passed by the Shareholders at the SGM.

PROGRESS OF THE PROPOSED CHANGE OF COMPANY NAME

As the above special resolution to approve the change of the English name of the Company from “Code Agriculture (Holdings) Limited” to “Farnova Group Holdings Limited”, and the Chinese name of the Company from “科地農業控股有限公司” to “法諾集團控股有限公司” was duly passed by the Shareholders of the Company at the SGM with approximately 96.24% of the votes casted in favour of such resolution, subject to the approval of the Change of Company Name by the Registrar of Companies in the Bermuda, the Change of Company Names will take effect from the date on which the Registrar of Companies in the Bermuda registers the new English names in place of the existing English name of the Company and registers the secondary name of the Company as set out in the certificate of incorporation on change of name and the certificate of secondary name to be issued by the Registrar of Companies in Bermuda respectively. The Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong upon the effectiveness of the Change of Company Names.

The Company will make further announcement(s) on the effective date of the Change of Company Names, the consequential change in the stock short names and website address of the Company as and when appropriate.

By order of the Board
Code Agriculture (Holdings) Limited
Guo Gelin
Chairman

Hong Kong, 27 March 2020

As of the date of this announcement, the executive Directors are Mr. Guo Gelin, Mr. Chow Chi Wah Vincent, Mr. Wang Rongqian and Mr. Hu Chao; the non-executive Director is Mr. Wang Dequn; and the independent non-executive Directors are Mr. Lee Chi Hwa Joshua, Mr. Wong Ching Keung, Ms. Ng Yin Ling Elaine and Dr. Antonio Maria Santos.

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 Announcements” page of the GEM website <http://www.hkgem.com> for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.code-hk.com>.