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SINOFERT HOLDINGS LIMITED

中化化肥控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 297)

SUPPLEMENTAL NOTICE OF SPECIAL GENERAL MEETING

Reference is made to the circular (the “**SGM Circular**”) and notice (the “**SGM Notice**”) of Sinofert Holdings Limited (the “**Company**”) dated 26 February 2015, which set out the time and venue of the special general meeting of the Company (the “**SGM**”) and contain the resolution to be considered and approved at the SGM.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the SGM will be held as originally scheduled at Salon I, Mezzanine Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 17 March 2015 at 10:00 a.m., and in addition to the resolution contained in the SGM Notice, the following supplemental resolution will also be considered and approved at the same meeting:

SUPPLEMENTAL ORDINARY RESOLUTION

2. “THAT:

“the re-election of Mr. Lu Xin as an independent non-executive Director of the Company be and is hereby approved.”

For and on behalf of the Board of
Sinofert Holdings Limited
Wang Hong Jun
Executive Director and Chief Executive Officer

Hong Kong Special Administrative Region of the People’s Republic of China

27 February 2015

Notes:

1. Apart from the proposed supplemental resolution set out above, all other matters of the SGM remain unchanged. For details of other resolution to be considered and approved at the SGM, proxy arrangement, closure of register of members and other relevant matters, please refer to the SGM Circular and the SGM Notice dated 26 February 2015.
2. A supplemental form of proxy for the SGM is enclosed herewith. To be valid, the supplemental form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power or authority, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof.
3. The supplemental form of proxy is intended to be used for the supplemental resolution set out in this supplemental notice, and will not affect the validity of the form of proxy duly completed by you in respect of the resolution set out in the SGM Notice. If you have already validly appointed a proxy to attend and act on your behalf at the SGM but have not completed and returned the supplemental form of proxy, your proxy will have the right to vote on the supplemental resolution set out in this supplemental notice at his/ her discretion.

As at the date of this notice, the executive directors of the Company are Mr. Wang Hong Jun (Chief Executive Officer) and Mr. Harry Yang; the non-executive directors of the Company are Mr. Liu De Shu (Chairman), Mr. Yang Lin, Dr. Stephen Francis Dowdle and Ms. Xiang Dandan; and the independent non-executive directors of the Company are Mr. Ko Ming Tung, Edward, Mr. Lu Xin and Mr. Tse Hau Yin, Aloysius.

* *For identification purposes only*