

Corporate Action Notice

Termination Notice

November 2, 2017

NOTICE TO HOLDERS OF AMERICAN DEPOSITARY SHARES EVIDENCED BY AMERICAN DEPOSITARY RECEIPTS REPRESENTING DEPOSITED ORDINARY SHARES OF:

Agria Corporation
ONE ADS REPRESENTS TWO SHARES
CUSIP: 00850H103

You are hereby notified, as owners and beneficial owners of the above American Depositary Receipts ("ADRs"), that we will terminate the Deposit Agreement, dated November 6, 2007 between Agria Corporation ("Agria"), The Bank of New York Mellon, as Depositary, and Owners and Holders of American Depositary Shares (the "Deposit Agreement"). **As a result, the existing ADR facility will be terminated effective at 5:00 PM (Eastern Time) on January 2, 2018.**

Under the terms of the Deposit Agreement, you have until at least **May 7, 2018** to decide if you would like to attempt to surrender your Agria ADRs for delivery of the underlying shares. If you surrender ADRs for delivery of the underlying shares, you must pay a cable fee of \$17.50, a cancellation fee of up to \$0.05 per ADS surrendered and any applicable U.S. or local taxes or governmental charges. Payment should be made payable to The Bank of New York Mellon.

Subsequent to **May 7, 2018**, under the terms of the Deposit Agreement, the Depositary may attempt to sell the underlying shares. **Please be advised that there is currently no public trading market for the company's ordinary shares. The Depositary may not be able to sell the shares or receive any value for the shares.** If the Depositary has sold such shares, you must surrender your ADRs to obtain payment of the sale proceeds, net of the expenses of sale, any applicable U.S. or local taxes or government charges and a cancellation fee of up to \$0.05 per ADS.

To surrender your ADRs, the address of the Depositary is: The Bank of New York Mellon, 101 Barclay Street, Depositary Receipts Division – 22nd Floor, Attention: Cancellation Desk, New York, NY 10286. Registered or overnight mail is the suggested method of delivering DRs to the Depositary.

To learn more about Depositary Receipts and issuer programs, please contact our marketing desks:

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