

This is a Second Supplementary Prospectus dated 5 January 2016 intended to be read with the Prospectus dated 30 October 2015 relating to the Offer to apply for CDIs in the Company and the First Supplementary Prospectus dated 19 November 2015.

China Dairy Corporation Limited
ARBN 607 996 449
Hong Kong Company Registration
Number 2190508

I, John James Fick, Deputy Chairman and Independent Non-Executive Director of China Dairy Corporation Limited, consent to the lodgement of the Second Supplementary Prospectus with ASIC.



John James Fick
Dated: 5 January 2016

Second Supplementary Prospectus

Important Information

This second supplementary prospectus is dated 5 January 2016 (**Second Supplementary Prospectus**) and was lodged with the Australian Securities and Investments Commission (**ASIC**) on the same date. This Second Supplementary Prospectus supplements the Prospectus dated 30 October 2015 (**Original Prospectus**) and First Supplementary Prospectus dated 19 November 2015 (**First Supplementary Prospectus**) issued by China Dairy Corporation Limited, a company incorporated in Hong Kong with the Hong Kong Company Registration Number 2190508 and registered in Australia as a foreign company with the ARBN 607 996 449 (**Company**) in relation to the Offer of CDIs by the Company.

Neither ASIC nor ASX takes any responsibility for the contents of this Second Supplementary Prospectus. This Second Supplementary Prospectus must be read together with the Original Prospectus and First Supplementary Prospectus. Pursuant to section 719(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**), the Original Prospectus is taken to include the First Supplementary Prospectus and the Second Supplementary Prospectus. Unless otherwise indicated, terms defined in the Original Prospectus have the same meaning in this Second Supplementary Prospectus.

This Second Supplementary Prospectus, First Supplementary Prospectus and Original Prospectus can be accessed online at www.chinadairyco.com.

1. Extension of the Offer

The Minimum Subscription (of A\$15,000,000) under the Offer has not been met and therefore the Directors have resolved to extend the Closing Date of the Offer to 18 March 2016 with the revised indicative timetable set out below:

Event	*Date
Original Prospectus lodged with ASIC	30 October, 2015
Opening Date	9 November, 2015
First Supplementary Prospectus lodged with ASIC	19 November, 2015
Second Supplementary Prospectus lodged with ASIC	5 January, 2016
Closing Date	18 March, 2016
Allotment and issue of CDIs under the Offer	25 March, 2016
Expected date for despatch of holding statements	25 March, 2016
CDIs commence trading on ASX	5 April, 2016

Note: *The timetable above is indicative only. The Company, in consultation with the Lead Manager, reserves the right to vary the dates and times set out above subject to the Corporations Act and other applicable laws. In particular, the Company reserves the right to close the Offer early, extend the Closing Date, accept late Applications or cancel the Offer before settlement, subject to the Corporations Act and other applicable laws, without prior notice. If the Offer is cancelled before the issue of CDIs, then all Application Monies will be refunded in full (without interest) as soon as practicable in accordance with the requirements of the Corporations Act.

2. **ASIC Relief and Effect on an Applicant's Right to Withdraw**

Pursuant to sections 723(3) and 724(1)(b) of the Corporations Act, the CDIs offered under the Original Prospectus must be admitted to quotation on ASX within 3 months of the date of the Original Prospectus. As the Original Prospectus is dated 30 October 2015, the period for admission to quotation of the CDIs on ASX will expire on 30 January 2016 (**ASX Quotation Deadline**).

Pursuant to section 724(1)(a) of the Corporations Act, the Minimum Subscription (of A\$15,000,000) condition to the Offer must be satisfied within 4 months of the date of the Original Prospectus. As the Original Prospectus is dated 30 October 2015, the period for achieving the Minimum Subscription will expire on 29 February 2016 (**Minimum Subscription Deadline**).

The Company sought relief from ASIC from the provisions of sections 723(3) and 724(1)(a) and 724(1)(b) of the Corporations Act so that these conditions may be satisfied after the times provided for in those sections. By a declaration under section 741(1)(b) of the Corporations Act dated 4 January 2016 (**ASIC Declaration**), ASIC has granted the Company an extension of the time periods set out in sections 723(3), 724(1)(a) and 724(1)(b) of the Corporations Act.

Pursuant to section 724 of the Corporations Act, applicants under the Original Prospectus have an opportunity to withdraw their Application and receive a refund in certain circumstances, including in the event that CDIs under the Offer are not admitted to quotation on ASX by the ASX Quotation Deadline and the Minimum Subscription condition is not met by the Minimum Subscription Deadline.

By lodgement of this Second Supplementary Prospectus, the ASIC Declaration operates to extend the ASX Quotation Deadline and the Minimum Subscription Deadline so that they must be satisfied within 3 months and 4 months (respectively) of the date of this Second Supplementary Prospectus.

The effect of the ASIC Declaration is that Applicants will not have an opportunity to withdraw their Applications on the basis of the expiration of the ASX Quotation Deadline and the Minimum Subscription Deadline until the expiration of the new deadlines set out in this section 2 immediately above.

3. **Right to withdraw**

In accordance with section 724(2) of the Corporations Act, the Company hereby gives Applicants that **HAVE** already applied for CDIs under the Original Prospectus, the opportunity to withdraw their Application within one month of the date of this Second Supplementary Prospectus.

If you have lodged an Application Form prior to the date of this Second Supplementary Prospectus and do not wish to proceed with your Application, the Company will refund your Application Monies within a reasonable time. Any Applicant wishing to withdraw their Application and be repaid their Application Monies (at A\$0.20 per CDI applied for) has until 5.00pm Sydney time on 5 February 2016 to withdraw their Application and request a refund. To withdraw an Application, Applicants must send a written request signed by the original Applicant to the Company's Share Registry at:

China Dairy Corporation Limited

C/- Boardroom Pty Limited

GPO Box 3993

SYDNEY NSW 2001

A refund cheque will be sent to the address set out in the Application Form previously lodged by the Applicant.

If you do not wish to withdraw your Application, you do not need to take any action.

4. Status of Offer

As at the date of this Second Supplementary Prospectus:

- the CDIs have not been admitted to quotation on the official list of ASX and the Company is in the process of meeting the conditions for listing on ASX; and
- the Company has received applications for 17,144,158 CDIs for a total subscription price of \$3,428,831.60.

5. Application Form

From the date of this Second Supplementary Prospectus, persons who wish to apply for CDIs should use the Application Form which is attached to this Second Supplementary Prospectus. Applicants should NOT use the Application Form which is attached to the Original Prospectus.

6. Financial update

China Modern Agricultural Information Inc. (**CMCI**) is listed on OTC Markets Group in the US and through its wholly owned subsidiary, Hope Dairy Holdings Ltd., is the majority shareholder in the Company.

On 23 November 2015, CMCI filed a Form 10-Q (Quarterly Report) for the period ending 30 September 2015 with the OTC Markets Group.

CMCI's results have been adjusted to represent the financial position of the Company for the 3 months ending 30 September 2015. The financial information in this section is unaudited, but is accompanied by a review opinion from Wei, Wei & Co. LLP, the Company's auditor.

(a) Profit and Loss for the 3 months ending 30 September 2015 presented in \$US

Unaudited Profit and Loss		3 months ending 30 September 2015
Revenues		
Milk sales		15,954,007
Sales commissions		5,192,856
Total revenues		21,146,863
Cost of goods sold		(8,760,384)
Gross profit		12,386,479
Operating expenses		
Selling and marketing		(428,024)
General and administrative		(442,014)
Total operating expenses		(870,038)
Net operating income		11,516,441
Other income and expenses		
Interest income on notes receivable		199,914
Gain (loss) on disposal of non-current assets		(34,818)
Other non-operating income		55,508
Net other income and expenses		220,604
Income before provision for income taxes		11,737,045
Provision for income taxes		(2,464,645)
Net income before non-controlling interests		9,272,400
Non-controlling interests		(90,862)
Net income attributable to common stockholders		9,181,538
Other comprehensive income		
Foreign currency translation adjustment		(5,040,228)
Total comprehensive income		4,141,310

(b) Balance Sheet as at 30 September 2015 presented in \$US

Unaudited Balance Sheet		30 September 2015
Assets		
Current Assets		
Cash		40,001,283
Accounts receivable		9,227,284
Inventories		1,379,949
Prepayments		1,053,567
Deferred charges		387,000
Interest receivable		198,300
Notes receivable		2,492,862
Total Current Assets		54,740,245
Non-Current Assets		
Property, plant and equipment		22,858,502
Notes receivable		6,284,419
Prepayments		48,778,430
Biological assets		45,678,043
Total Non-Current Assets		123,599,394
Total Assets		178,339,639
Liabilities		
Current Liabilities		
Accrued expenses and other payables		3,330,980
Related party loans		1,434,450
Total Current Liabilities		4,765,430
Non-Current Liabilities		
Deferred income taxes		42,620,287
Total Non-Current Liabilities		42,620,287
Total Liabilities		47,385,717
Net Assets		130,953,922
Equity		
Issued and paid-up capital		1,206,800
Reserves		792,174
Retained earnings		127,854,661
Non-controlling interests		1,367,635
Foreign currency translocation reserve		(267,348)
Total Equity		130,953,922

(c) Review Opinion from Wei, Wei & Co. LLP on quarter ending 30 September 2015



• MAIN OFFICE
133-10 39TH AVENUE
FLUSHING, NY 11354
TEL. (718) 445-6308
FAX. (718) 445-6760

• CALIFORNIA OFFICE
36 W BAY STATE STREET
ALHAMBRA, CA 91801
TEL. (626) 282-1630
FAX. (626) 282-9726

• BEIJING OFFICE
SUITE 2503
CHINA WORLD OFFICE 2
1 JIANGUOMENWAI AVENUE
BEIJING 100004, PRC
TEL. (86 10) 65355871
FAX. (86 10) 65355870

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and
Stockholders of China Dairy Corporation Limited

We have reviewed the condensed consolidated balance sheet of China Dairy Corporation Limited, and subsidiaries (the "Company") as of September 30, 2015 and the related condensed consolidated statements of income for the three month periods ended September 30, 2015. These condensed consolidated financial statements are the responsibility of the Company's management.

We conducted our review in accordance with the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with standards of the Public Company Accounting Oversight Board (United States), the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial statements referred to above for them to be in conformity with accounting principles generally accepted in the United States of America.

Wei, Wei & Co., LLP
Flushing, New York
December 30, 2015

7. **Directors' authorisation**

Other than as set out above, all details in relation to the Original Prospects and First Supplementary Prospectus remain unchanged. In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Second Supplementary Prospectus with ASIC.

Dated: 5 January 2016



Signed for and on behalf of
China Dairy Corporation Limited
John James Fick
Deputy Chairman and Independent Non-Executive Director

Guide to the Application Form

YOU SHOULD READ THE PROSPECTUS CAREFULLY BEFORE COMPLETING THIS APPLICATION FORM.

Please complete all relevant sections of the appropriate Application Form using BLOCK LETTERS.

These instructions are cross-referenced to each section of the Application Form.

Instructions

- A. If applying for CDIs insert the **number** of CDIs for which you wish to subscribe at Item **A** (not less than 10,000 and then in multiples of 1,000). Multiply by **\$0.20** to calculate the total for CDIs and enter the **dollar amount** at B.
- C. Write your **full name**. Initials are not acceptable for first names.
- D. Enter your **postal address** for all correspondence. All communications to you from the Company will be mailed to the person(s) and address as shown. For joint Applicants, only one address can be entered.
- E. If you are sponsored in CHES by a stockbroker or other CHES participant, you may enter your CHES HIN if you would like the allocation to be directed to your HIN.
- NB: your registration details provided must match your CHES account exactly.**
- F. Enter your Australian **tax file number** ("TFN") or ABN or exemption category, if you are an Australian resident. Where applicable, please enter the TFN /ABN of each joint Applicant. Collection of TFN's is authorised by taxation laws. Quotation of your TFN is not compulsory and will not affect your Application Form.
- G. Complete **cheque details** as requested. Make your cheque payable to "**China Dairy Corporation Limited**", cross it and mark it "**Not negotiable**". Cheques must be made in Australian currency, and cheques must be drawn on an Australian Bank.
- H. Enter your **contact details** so we may contact you regarding your Application Form or Application Monies.
- I. Enter your **email address** so we may contact you regarding your Application Form or Application Monies or other correspondence.

Correct Forms of Registrable Title

Note that ONLY legal entities can hold the CDIs. The Application must be in the name of a natural person(s), companies or other legal entities acceptable to the Company. At least one full given name and surname is required for each natural person.

Examples of the correct form of registrable title are set out below.

Type of Investor	Correct Form of Registrable Title	Incorrect Form of Registrable Title
Individual	Mr John David Smith	J D Smith
Company	ABC Pty Ltd	ABC P/L or ABC Co
Joint Holdings	Mr John David Smith & Mrs Mary Jane Smith	John David & Mary Jane Smith
Trusts	Mr John David Smith <J D Smith Family A/C>	John Smith Family Trust
Deceased Estates	Mr Michael Peter Smith <Est Lte John Smith A/C>	John Smith (deceased)
Partnerships	Mr John David Smith & Mr Ian Lee Smith	John Smith & Son
Clubs/Unincorporated Bodies	Mr John David Smith <Smith Investment A/C>	Smith Investment Club
Superannuation Funds	John Smith Pty Limited <J Smith Super Fund A/C>	John Smith Superannuation Fund

Lodgement

Mail your completed Application Form with cheque(s) attached to the following address:

Mailing address:

China Dairy Corporation Limited
C/- Boardroom Pty Limited
GPO Box 3993
SYDNEY NSW 2001

Delivery address:

China Dairy Corporation Limited
C/- Boardroom Pty Limited
Level 12, Grosvenor Place
225 George Street
SYDNEY NSW 2000

It is not necessary to sign or otherwise execute the Application Form.

If you have any questions as to how to complete the Application Form, please contact Boardroom Pty Limited on 1300 737 760 within Australia and +61 02 9290 9600 outside Australia.

Privacy Statement:

Boardroom Pty Limited advises that Chapter 2C of the Corporations Act 2001 (Cth) requires information about you as a Shareholder (including your name, address and details of the CDIs you hold) to be included in the public register of the entity in which you hold CDIs. Information is collected to administer your shareholding and if some or all of the information is not collected then it might not be possible to administer your Shareholding. Your personal information may be disclosed to the entity in which you hold CDIs. You can obtain access to your personal information by contacting us at the address or telephone number shown on the Application Form.

Our privacy policy is available on our website (<http://www.boardroomlimited.com.au/Privacy.html>).