

Fifth supplementary prospectus

This fifth supplementary prospectus is dated 24 January 2011 and acts to supplement the Replacement Prospectus dated and lodged with the Australian Securities and Investments Commission (**ASIC**) on 25 October 2010 issued by Dynamic Agri Tech Ltd ACN 060 891 796. It also acts to supplement the first supplementary prospectus dated 26 November 2010, the second supplementary prospectus dated 10 December 2010, the third supplementary prospectus dated 17 December 2010 and the fourth supplementary prospectus dated 7 January 2011, all of which operated to extend the Closing Date of the Replacement Prospectus to 31 January 2011.

The purpose of this fifth supplementary prospectus is to extend the date within which the minimum subscription is to be obtained by extending that date from 24 January 2011 to Monday 31 January 2011 (at 5.00pm) so that this date coincides with the closing date of the offers being Monday 31 January 2011 at 5.00pm. This supplementary prospectus also discloses extension of time notified by Gognos Holdings Limited (**Gognos**) from 31 December 2010 to 31 January 2011 relating to the sum of \$4,779,721.36 due to be paid by Gognos to the Company under the terms of the Payment Deed disclosed at section 11.3.3 of the Replacement Prospectus.

Applicable Dates

These dates remain the target or milestone dates:

Closing Date: **31 January 2011.**

Date when shares are expected to be allotted: **7 February 2011.**

Expected despatch of holding statements: **11 February 2011.**

Anticipated commencement date of ASX trading: **17 February 2011.**

Withdrawal rights

The Company has received subscription applications representing approximately \$1.8 million as at the date of this fifth supplementary prospectus. The extension of the minimum subscription period until 31 January 2011 will therefore result in withdrawal rights being available to the investors who subscribed for shares up to the date of this fifth supplementary prospectus, entitling them to withdraw their application for shares and to be provided with a full refund of the amount paid on subscription for those shares. Any person who wishes to avail themselves of that right should promptly post or deliver their written withdrawal application to either of these addresses:

By post

Dynamic Agri Tech Limited
c/o Link Market Services Limited
Locked Bag A14
SYDNEY SOUTH NSW 1235

By delivery

Dynamic Agri Tech Limited
c/o Link Market Services Limited
Level 12, 680 George Street
SYDNEY NSW 2000

These withdrawal rights are only open for one month.

If you have subscribed for Company shares and the delay occasioned by the extension of the minimum subscription period is not a problem for you, you do not need to do anything. Persons who have not withdrawn their applications for Shares together with new applicants will be advised of the status of the Company's offer following the close of the offer period on 31 January 2011.

Extension of payment date by Gognos

In section 11.3.3 of the Replacement Prospectus disclosure is made of the financial obligations entered into by Gognos with the Company under the Payment Deed which requires Gognos to make a payment of \$4,779,721.36 to the Company by 31 December 2010. Gognos has advised the Company that the payment will be made to coincide with the closing date of the offers i.e. on or by 31 January 2011.

ASIC relief

The Company has obtained relief from ASIC to ensure that any issue of shares made under the extended offer period and extended minimum subscription period is not voided because of section 723. The ASIC relief also has the effect of enabling the Company a further three months from the date of the fourth supplementary prospectus within which to obtain ASX quotation of its shares.

This fifth supplementary prospectus will circulate with the Replacement Prospectus, the first supplementary prospectus, second supplementary prospectus, the third supplementary prospectus and the fourth supplementary prospectus. This fifth supplementary prospectus will be provided to all persons known to have subscribed for and paid for Shares in order that they might consider their withdrawal rights in light of the above disclosure.

This fifth supplementary prospectus is signed and lodged with ASIC with the consent of the directors of Dynamic Agri Tech Ltd.



John De Andrade
Director
Dynamic Agri Tech Ltd