

<b>B #:</b>	0108-13
<b>Date:</b>	01/16/2013
<b>To:</b>	All Participants
<b>Category:</b>	Dividends
<b>From:</b>	Supervisor, Stock Dividend Department
<b>Attention:</b>	Dividend Managers, Cashiers, and Reorganization Managers
<b>Subject:</b>	Stock Dividend Event: Sino Agro Food Incorporated. CUSIP: 829355106 R/D: 09/28/2012 P/D: 01/17/2013 Rate: 0.01

\*\*\*\*\*WARNING TIME CRITICAL\*\*\*\*\*

Participants are advised that Sino Agro Food Incorporated will be issuing to the company's common stockholders of record (09/28/2012) a dividend consisting of one (1) share of restricted Series F Non-Convertible Preferred Stock ("Series F") for every 100 shares of common stock owned by the stockholder as of the Record Date, with lesser or greater amounts being rounded up to the nearest 100 shares of common stock for the purposes of computing the dividend.

The Transfer Agent, Broadridge Corporate Issuer Solutions, Inc., has advised that a CUSIP number and certificate have not been created for the restricted Series F Non-Convertible Preferred Stock ("Series F"), and that the dividend will be recorded by way of a non-trading/non-transferable book entry credit directly with the Company and Transfer Agent. Each stockholder or designated nominee will be receiving a letter/statement verifying the amount of Series F shares being credited to their accounts.

The Series F stock carries with it a cash coupon, which shall be redeemed on May 30, 2014 and thereafter until Redemption occurs. Upon the Coupon Redemption Date, holders of the Series F stock shall be entitled to a lump-sum cash payment directly from the Company, or authorized agent, equal to \$3.40 for every one (1) share of Series F stock held.

DTCC will not be allocating restricted Series F Non-Convertible Preferred Stock ("Series F") to Participants. A record date Participant listing will be provided to the transfer agent on 01/16/2013.

The Company and its Transfer Agent will oversee and administer all matters related to determining the stockholders of record on the September 28, 2012 Record Date, their respective distribution of Series F shares to all applicable accounts, and the subsequent Redemption of those shares for cash on May 30, 2014.

DTCC offers enhanced access to all important notices via a Web-based subscription service. The notification system leverages RSS Newsfeeds, providing significant benefits including real-time updates and customizable delivery. To learn more and to set up your own DTCC RSS alerts, visit [http://www.dtcc.com/subscription\\_form.php](http://www.dtcc.com/subscription_form.php).

Non-Confidential

**B# 0108-13**

**THE DIVIDEND POSITION (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY.**

If there are any questions regarding this Important Notice, Participants should contact DTC's Customer Service Center at (888) 382-2721. If there are any questions regarding the distribution of Series F stock, Participants should contact the Broadridge Corporate Issuer Solutions, Inc. Shareholder Services hotline at 1-800-733-1121.

**Important Legal Information:** *The Depository Trust Company ("DTC") does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages. To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that maybe imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*