

## OTCQB Certification

I, Xingping Hou, Chief Executive Officer of General Agriculture Corporation ("the Company"), certify that:

a. The Company is registered with the SEC or exempt from SEC registration as indicated below (check one):

- ☒ Company is registered under Section 12g of the Exchange Act
- ☐ Company is relying on Exchange Act Rule 12g3-2(b)
- ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
- ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
- ☐ Other (describe) \_\_\_\_\_

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on [www.otcmarkets.com](http://www.otcmarkets.com) is current and complete as of January 28, 2015 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Bernard & Yam, LLP, 140-75 Ash Avenue, Suite 2D, Flushing, NY 11355

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

None

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Please see attached sheet		

Date: Jan 29, 2015

Name of Certifying CEO or CFO: Xingping Hou

Title: CEO

Signature: /s/Xingping Hou

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Unless otherwise noted, the principal address of each of the stockholders, directors and officers listed below is **Room 801, Plaza B, Yonghe Building, No.28 AnDingMen East Street, Dongcheng District, Beijing, China**

<b>Name &amp; Address of Beneficial Owner</b>	<b>Amount &amp; Nature of Beneficial Ownership <sup>(1)</sup></b>	<b>Percent of Class <sup>(2)</sup></b>
Xingping Hou <sup>(3)</sup>	9,997,841	62.80%
Shaokang Zeng	-	-
Amy Xue	-	-
Liwei Jia	-	-
Wei Lu	-	-
Hongai Li	-	-
Across Asia Investments Limited <sup>(4)</sup>	1,082,500	6.80%
Ever Shining Investments Limited <sup>(5)</sup>	1,083,750	6.81%
Hua Mei Investments Limited <sup>(3)</sup>	9,997,841	62.80%
Zhihao Sabio Zhang <sup>(3)</sup>	9,997,841	
<b>All officers and directors as a group (5 persons)</b>	9,997,841	62.80%
<b>All 5% and more stockholders</b>	12,164,091	76.41%

(1) Pursuant to Rule 13d-3 under the Exchange Act, a person has beneficial ownership of any securities as to which such person, directly or indirectly, through any contract, arrangement, undertaking, relationship or otherwise has or shares voting power and/or investment power or as to which such person has the right to acquire such voting and/or investment power within 60 days. Unless otherwise stated, each beneficial owner has sole power to vote and dispose of the shares.

(2) Based on 15,918,940 shares of Common Stock outstanding as of January 28, 2015

(3) Xingping Hou is the sole director of Hua Mei Investments Limited, and Zhihao Sabio Zhang owns all of the outstanding shares of Hua Mei Investments Limited. Pursuant to a call option agreement dated July 1, 2012, Mr. Hou has the right to purchase all of the shares in Hua Mei Investments Limited held by Mr. Zhang. Such option vests in three annual installments over a period of three years, of which 34% becomes exercisable on July 1, 2013, 33% becomes exercisable on July 1, 2014, and the remaining 33% becomes exercisable on July 1, 2015. The option expires on July 1, 2017.

(4) The address of Across Asia Investment Limited (“Across Asia”) is **Room 1605, Plaza A, Xin-Tian-Di, No. Jia-1, Xi-Ba-He Nan Road, Chaoyang District, Beijing City, 100028, China**. Shiqiu Xiao is the sole director and shareholder of Across Asia and may be deemed to beneficially own the 1,082,500 shares of common stock of the Company owned by Across Asia.

(5) The address of Ever Shining Investment Limited (“Ever Shining”) is **Room 1605, Plaza A, Xin-Tian-Di, No. Kia-1, Xi-Ba-He Nan Road, Chaoyang District, Beijing City, 100028, China**. Chunquan Luo is the sole director and shareholder of Ever Shining and may be deemed to beneficially own the 1,083,750 shares of common stock of the Company owned by Ever Shining.