

General Announcement::Supplemental Deed to the Deed of Indemnity dated 21 June 2013

Issuer & Securities

Issuer/ Manager	ASIAPHOS LIMITED
Securities	ASIAPHOS LIMITED - SG2G24997246 - 5WV
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Announcement Details

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Announcement Sub Title	Supplemental Deed to the Deed of Indemnity dated 21 June 2013
Announcement Reference	SG170220OTHRMERF
Submitted By (Co./ Ind. Name)	Kenneth Leong
Designation	Company Secretary
Description (Please provide a detailed description of the event in the box below)	Please refer to the attached.
Attachments	📄20170220 AsiaPhos - Supplemental Deed.pdf Total size =61K

SUPPLEMENTAL DEED TO THE DEED OF INDEMNITY DATED 21 JUNE 2013

1. INTRODUCTION

The board of directors of the Company (the “**Board**”) refers to the deed of indemnity dated 21 June 2013 (the “**Original Deed**”) pursuant to which Dr. Ong Hian Eng, the Chief Executive Officer and Executive Director and a substantial shareholder of the Company, Ong Kwee Eng, a substantial shareholder of the Company, Chia Chin Hau and Wang Xuebo (collectively, the “**Indemnitors**”) had jointly and severally undertaken to, *inter alia*, indemnify the Company and its subsidiaries (the “**Group**”) against losses incurred by the Group in connection with, *inter alia*, the requisite licences, permits and approvals for the production of phosphate-based chemical products by the Company’s wholly-owned subsidiary, Sichuan Mianzhu Norwest Phosphate Chemical Co., Ltd (四川绵竹华丰磷化工有限公司), on the Group’s land located at Xiangliu Village, Gongxing Town, Mianzhu City, Sichuan Province, the People’s Republic of China (“**Indemnity**”).

Please refer to the Company’s offer document dated 25 September 2013 in relation to the Company’s initial public offering and its listing on the Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for further information.

2. THE SUPPLEMENTAL DEED

The Board wishes to announce that the Company and the Indemnitors have entered into a supplemental deed dated 20 February 2017 (the “**Supplemental Deed**”), pursuant to which it was agreed that the Indemnity under the Original Deed shall terminate upon the occurrence of the following events:

- (a) any transaction or series of related transactions resulting in the Indemnitors and their associates (as defined in the SGX-ST Listing Manual Section B: Rules of Catalist) collectively holding less than 51.0% of the total issued and paid-up share capital of the Company; and
- (b) Dr. Ong Hian Eng, Ong Eng Hock Simon, Ong Eng Siew Raymond and Ong Bee Pheng, and any relative (including by marriage) of Dr. Ong Hian Eng from time to time, no longer collectively constituting a majority representation on the Board.

3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Save as disclosed in this announcement and save for their interests arising by way of their shareholdings in the Company, none of the directors or substantial shareholders of the Company has any interest, direct or indirect, in the Supplemental Deed.



4. RESPONSIBILITY STATEMENT

The Board (including those who may have delegated detailed supervision of the preparation of this announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Supplemental Deed and the Board is not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Board has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

5. DOCUMENTS FOR INSPECTION

Copies of the Original Deed and the Supplemental Deed are available for inspection during normal business hours at the registered office of the Company at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 for a period of three (3) months from the date of this announcement.

BY ORDER OF THE BOARD

Simon Ong Eng Hock
Executive Director
ASIAPHOS LIMITED

20 February 2017

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, United Overseas Bank Limited (the "**Sponsor**"), for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST.*

The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lim Hoon Khiat, Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, Telephone: +65 65339898.

