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Asia Resources Holdings Limited **亞洲資源控股有限公司***

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

SUPPLEMENTAL AGREEMENT IN RELATION TO MAJOR DISPOSAL IN RELATION TO THE DISPOSAL OF 40% EQUITY INTEREST IN AND SALE LOAN OWNED BY SHENZHEN PENGHONGSHENG INDUSTRIAL DEVELOPMENT COMPANY LIMITED#

Reference is made to the announcement of Asia Resources Holdings Limited (the “**Company**”) dated 6 June 2017 (the “**Announcement**”) in relation to the disposal of 40% equity interest in and sale loan owned by Shenzhen Penghongsheng Industrial Development Company Limited# (深圳鵬鴻昇實業發展有限公司). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

SUPPLEMENTAL AGREEMENT

Pursuant to the Disposal Agreement, if any of the conditions precedent of the Disposal Agreement has not been fulfilled on or before the date falling ninety (90) days from the date of the Disposal Agreement or such later date as the Purchaser and the Vendor may agree in writing (the “**CP Long Stop Date**”), the Disposal Agreement shall be terminated and neither party shall have any claim against each other save for any antecedent breaches of the Disposal Agreement provided that the Vendor shall refund all the Consideration actually paid by the Purchaser (without interest) to the Purchaser.

Further, pursuant to the Disposal Agreement, if completion does not take place on the date falling one hundred (100) days from the date of the Disposal Agreement (or such other date as may be agreed between the Vendor and the Purchaser) (the “**Completion Long Stop Date**”),

* *For identification purpose only*

the Disposal Agreement shall be terminated and neither party shall have any claim against each other save for any antecedent breaches of the Disposal Agreement provided that the Vendor shall refund all the consideration actually paid by the Purchaser (without interest) to the Purchaser and all changes brought by the entering into of the Disposal Agreement shall be unwound and the relevant parties shall be brought back to the position which they were in before the entering into of the Disposal Agreement.

As additional time is required for the fulfilment of the conditions precedent of the Disposal Agreement, on 28 August 2017, the Purchaser and the Vendor entered into the supplemental agreement to the Disposal Agreement, pursuant to which:-

- (a) the CP Long Stop Date shall be extended to the date falling one hundred and eighty (180) days from the date of the Disposal Agreement or such later date as the Purchaser and Vendor may agree in writing; and
- (b) the Completion Long Stop Date shall be extended to the date falling one hundred and ninety (190) days from the date of the Disposal Agreement (or such other date as may be agreed between the Vendor and the Purchaser).

Save for the aforementioned, all other terms and conditions of the Disposal Agreement remain unchanged.

Shareholders and potential investors of the Company should be aware that completion of the Disposal Agreement is subject to fulfilment of the conditions precedent of the Disposal Agreement, and consequently the Disposal may or may not proceed. Accordingly, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company

By order of the Board
Asia Resources Holdings Limited
Huang Yilin
Executive Director

Hong Kong, 28 August 2017

The English translation of the Chinese names or words in this announcement, where indicated, are included for identification purpose only, and should not be regarded as the official English translation of such Chinese names or words.

As at the date of this announcement, the Board consists of five executives Directors, Mr. Huang Yilin, Mr. Chan Shi Yin, Keith, Mr. Liu Yan Chee, James, Mr. Chan Yuk Sang and Mr. Li Yuguo; and three independent non-executive Directors, Mr. Zhang Xianlin, Mr. Kwok Hong Yee, Jesse and Mr. Ng Ping Yiu.