



## China SunSine Chemical Holdings Ltd.

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Company Registration No.: 200609470N

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### DISCLOSURE PURSUANT TO RULE 704(31) AND RULE 728 OF THE LISTING MANUAL

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*All capitalized terms used herein but not defined have the same meaning ascribed to it in the announcement made by China SunSine Chemical Holdings Ltd. (the “Company”) on 5 November 2013.*

The Board of Directors (the “**Board**”) of the Company wishes to announce that pursuant to Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), its wholly-owned subsidiary, Shandong SunSine Chemical Co., Ltd (“**Subsidiary**”), has, on 2 December 2013, entered into two new loan agreements of RMB 20 million and RMB 30 million with Agricultural Bank of China (“**ABC**”) and China Construction Bank Corporation (“**CCB**”), respectively (each a “**New Loan Agreement**” and collectively, the “**New Loan Agreements**”) for purposes of its working capital requirements.

The New Loan Agreements contain the following clauses which place restrictions on a change of control of the Company:

#### New Loan Agreement with ABC

“The Borrower shall notify the Lender in advance in writing, and obtain the prior consent of the Lender before carrying out any of the following: entering into any contract or lease, reconstruction of shareholding, amalgamation, merger, consolidation, division, acquisition, reduction of registered capital, entering into joint ventures, transfer of substantial assets, material overseas investment, issuance of debt securities, major fund raising, entering into material related party transactions, application for suspension of business for reorganisation, application for dissolution or insolvency. The Lender may participate in any of the above.”

#### New Loan Agreement with CCB

“The Borrower shall obtain prior written consent from the Lender before carrying out any of the following: merger, division, equity transfer, overseas investment and material increase in issuance of debt securities, and other important events, provided that the Lender’s written consent shall not prejudice the Lender’s right to take remedial actions provided for in the loan agreement should the Lender considers that the aforesaid may materially threaten the Lender’s debt security in the future.”

In addition, the New Loan Agreement with CCB is secured by a personal guarantee from Mr Xu Chengqiu, the Company’s Executive Chairman.

As at 3 December 2013, the aggregate level of the facilities, and the outstanding loan amounts are set out below:

<b>Lending Bank</b>	<b>Loan Amount (RMB' million)</b>	<b>Loan Outstanding (RMB' million)</b>	<b>Due Date</b>
Agricultural Bank of China	20	20	21 Jul 2014
	20	20	10 Oct 2014
	20 (New Loan Agreement)	20	1 Dec 2014
China Construction Bank Corporation	20	20	24 May 2014
	30	30	16 Jun 2014
	20	20	21 Sep 2014
	30 (New Loan Agreement)	30	1 Dec 2014
Industrial and Commercial Bank of China	30	30	14 Dec 2013
	50	50	12 Mar 2014
Laishang Bank	20	20	24 Oct 2014
Rural Credit Cooperative of Shandong	15	15	5 Jun 2015
Aggregate Amount	275	275	

Any breach of the aforesaid clauses or of the provisions of the other loan agreements in respect of the facilities set out above, may cause a default and may trigger a cross default under each of the New Loan Agreements. The aggregate level of the facilities that may be affected by such breach will be the outstanding aggregate loan amount of RMB 275 million as at 3 December 2013.

In compliance with Rule 728 of the Listing Manual of the SGX-ST, the Company has procured an undertaking from its controlling shareholder, Success More Group Ltd, for it to notify the Company, as soon as it becomes aware, of any share pledging arrangements relating to the shares in the Company and any event which may result in a breach of the Conditions.

**BY ORDER OF THE BOARD**

Xu Chengqiu  
Executive Chairman  
3 December 2013