



China Sunsine Chemical Holdings Ltd.

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Company Registration No.: 200609470N

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

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 26 January 2015.

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 entered into a new loan agreement with Agricultural Bank of China on 26 January 2015, in order to replace the RMB 30 million loan from Industrial and Commercial Bank of China maturing on 10 March 2015. The aforesaid loan agreement contains the following clause which places restrictions on a change of control of the Company (the “**Condition**”):

“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.”

As at 28 January 2015, the aggregate level of the facilities, and the outstanding loan amounts are set out below:

Lending Bank	Loan Facilities Amount (RMB' million)	Loan Outstanding (RMB' million)	Due Date
Agricultural Bank of China	20.0	20.0	9 Jun 2015
	20.0	20.0	9 Jun 2015
	20.0	20.0	8 Jul 2015
	20.0 (New Loan)	20.0	9 Jan 2016
China Construction Bank Corporation	20.0	20.0	3 May 2015
	30.0	30.0	25 Jun 2015
	20.0	20.0	1 Sep 2015
	30.0	30.0	10 Mar 2015
Laishang Bank	30.0	30.0	22 Jan 2016
Industrial and Commercial Bank of China	30.0	30.0	10 Mar 2015
Rural Credit Cooperative of Shandong	50.0	48.0	10 Mar 2017
Aggregate Amount	290.0	288.0	

Any breach of the Condition 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 the Loan Agreement. The aggregate level of the facilities that may be affected by such breach will be the outstanding aggregate loan amount of RMB 288.0 million as at 28 January 2015.

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 of any event which may result in a breach of the Conditions.

BY ORDER OF THE BOARD

Xu Chengqiu
Executive Chairman
28 January 2015