ABTERRA LTD.
(Registration No. 199903007C)

APPLICATION FOR WAIVER TO COMPLY WITH RULES 705(1) AND 705(2)(D) OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") (THE "LISTING MANUAL") AND EXTENSION OF TIME

1. The Board of Directors (the "**Board**") of Abterra Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce that the Group has today applied to the SGX-ST for the following waivers and extensions of time:

   (i) a waiver from Rule 705(1) of the Listing Manual and accordingly to request for a second extension of time for the release of its unaudited full year financial statements for FY2019 (the "**Unaudited FY2019 Financial Statements**") by 30 June 2020 (the "**Second UFS FY2019 Waiver**"); and

   (ii) a waiver from Rule 705(2)(d) of the Listing Manual and accordingly to request for an extension of time for the release of its unaudited financial statements for 1QFY2020 (the "**Unaudited 1QFY2020 Financial Statements**") by 31 July 2020 (the "**UFS 1QFY2020 Waiver**"),

   (collectively, the "**Extension**").

2. While the SGX-ST had, on 14 March 2020, granted an extension of time for the Company to release its Unaudited FY2019 financial statements by 30 April 2020 (the "**First UFS FY2019 Waiver**"), the Company is applying for the Second UFS FY2019 Waiver, as well as the UFS 1QFY2020 Waiver, for the reasons set out below. While the Company had already disclosed some of the information set out below during the application process leading up to the grant of the First UFS FY2019 Waiver and in the Company's corresponding announcement dated 18 February 2020, information and/or conditions which remain applicable for the purposes of its application for the Second UFS FY2019 Waiver and UFS 1QFY2020 Waiver have been reiterated for completeness:

   (i) Due to the outbreak of the Coronavirus disease 2019 (the "**COVID-19**"), the Chinese government has imposed several restrictions on the resumption of operations for industries and enterprises.

   (ii) In particular, the Tian Jin Municipal People's Government of China (the "**Tian Jin Government**") has released a notice dated 31 January 2020 (the "**Notice**") which stipulates that save for enterprises involved in ensuring the operation of urban and rural areas, the prevention and control of epidemic diseases, the livelihood of the public and other relevant enterprises related to the people's livelihood (collectively, the "**Exempted Enterprises**"), all other enterprises shall not resume operations until further notice.

   (iii) In particular, based on the Company's understanding, '*enterprises involved in the livelihood of the public and other relevant enterprises related to the people's livelihood*' as set out in the Notice includes the following:

      (a) continuing operation of the city, such as the provision of water and electricity, telecommunications, transport;

      (b) control of the epidemic, such as medical equipment and pharmaceuticals;

(c) living needs of residents within the community, such as supermarkets and food production; and

(d) enterprises related to the national economy and livelihood of its people (国计民生).

(iv) The Company's principal subsidiary, Tianjin Belong Faith Energy Minerals Co., Ltd ("**BLX**") does not fall within any category of the Exempted Enterprises as set out in the Notice. Accordingly, BLX has not resumed its operations and will not resume its operations until it receives further notice from the Tian Jin Government.

(v) As at the date of this letter, the Notice remains in force and the Tian Jin Government has not released any subsequent notices and/or directives to cancel, vary or supersede the Notice. While BLX had previously targeted to resume its operations by 10 April 2020, it has not been able to do so given that the restrictions set out in the Notice remains in force and there is no indication as to when the restrictions set out in the Notice will be lifted for BLX to resume its operations.

(vi) The Notice and conditions in Tian Jin have affected BLX and the Company in the following ways:

(a) BLX's employees, including those from the finance and accounting department, can only access financial records, documentation and programme(s) needed for the preparation of BLX's financial statements using the Company's terminals and they do not have remote access of the same using their personal computers. As such, employees from the finance and accounting department would need to physically be present in the office in order to prepare BLX's financial statements. The Company understands that some employees of BLX have previously attempted to go back to BLX's office but were stopped by personnel of the local authorities from doing so; and

(b) As a result of the circumstances described in sub-paragraph (a) above, the Company's ability to produce the Unaudited FY2019 Financial Statements and the Unaudited 1QFY2020 Financial Statements have been adversely affected as the financial statements of BLX, being the principal subsidiary of the Group, is required for consolidation purposes.

(vii) Further, the Multi-Ministry Taskforce of the Singapore Government had, on 3 April 2020, implemented elevated safe distancing measures to pre-empt the trend of increasing local transmission of COVID-19 (the "**Circuit Breaker Measures**"). Save for those providing essential services and in selected economic sectors which are critical for local and global supply chains, physical workplace premises are required to temporarily suspend operations from 7 April 2020 until 4 May 2020. On 21 April 2020, the Singapore Government announced a further extension of the Circuit Breaker Measures by four (4) weeks, until 1 June 2020 (inclusive) (the "**Circuit Breaker Period**").

(viii) The Circuit Breaker Measures and the conditions in Singapore have affected the Company in the following ways:

(a) As the Company's operations in Singapore do not fall within any category of the essential services determined by the Singapore Government, the Company will, in compliance with the Circuit Breaker Measures, be closed throughout the entire Circuit Breaker Period.

(b) To the extent possible, the Company's employees have been instructed to work from home remotely during the Circuit Breaker Period.

(c) However, the Company's employees in the finance and accounts department are facing challenges in preparing the Unaudited FY2019 Financial Statements and the Unaudited 1QFY2020 Financial Statements as they do not have access to some financial materials, such as account record & documentation, which are kept in the Company's office premises and will be inaccessible for the entire Circuit Breaker Period. Due to security and information control considerations, the Company's employees in the finance and accounts department are not allowed to remove such financial materials from the Company's office premises and there are no digital copies (including scanned copies) of such financial materials could be assessed remotely (i.e. at home) by the Company's employees in the finance and accounts department using their own Internet connections.

(ix) In light of the abovementioned circumstances, the Company foresees that it would require the Second UFS FY2019 Waiver and the UFS 1QFY2020 Waiver due to the following reasons:

(a) BLX will only be able to prepare and present its financial statements for consolidation in the Unaudited FY2019 Financial Statements and the Unaudited 1QFY2020 Financial Statements after resumption of its operations.

(b) Upon resumption of operations, BLX's employees in the finance and accounting department would also require some time to prepare BLX's financial statements, especially if resumption of operations is only allowed to take place in phases, and/or if only a portion of or a skeletal team of employees (including those from the finance and accounting department) are allowed to return to office during such initial phase(s).

(c) After the Company's employees in the finance and accounts department are allowed to return to the office premises upon expiry of the Circuit Breaker Period, they will also need time to review the information provided by BLX, as well as other financial materials which are currently kept in the Company's office premises and are inaccessible to them, in order to prepare the Unaudited FY2019 Financial Statements and the Unaudited 1QFY2020 Financial Statements respectively for review by Management.

3. The Company's estimated timeline leading up to the release of the Unaudited FY2019 Financial Statements is as follows:

(i) 16 June 2020 – the finalisation of the Unaudited FY2019 Financial Statements by the Company's accounts department;

(ii) 16 June 2020 to 22 June 2020 – the discussion and finalisation of the Unaudited FY2019 Financial Statements by the Company's Management; and

(iii) 23 June 2020 – the holding of the Audit Committee meeting and Board meeting to discuss and approve the Unaudited FY2019 Financial Statements.

4. The Company's estimated timeline leading up to the release of the Unaudited 1QFY2020 Financial Statements is as follows:

(i) 17 July 2020 – the finalisation of the Unaudited 1QFY2020 Financial Statements by the Company's accounts department;

(ii) 17 July 2020 to 23 July 2020 – the discussion and finalisation of the Unaudited 1QFY2020 Financial Statements by the Company's Management; and

(iii) 24 July 2020 – the holding of the Audit Committee meeting and Board meeting to discuss and approve the Unaudited 1QFY2020 Financial Statements.

The indicative milestone timelines set out in paragraphs 3 and 4 above are subject to the status of the development of the COVID-19 situation as well as whether the Chinese authorities (including the authorities in Tian Jin) and/or the Singapore Government would extend the current measures put in place in the respective jurisdictions beyond what the Company anticipates. The Company wishes to highlight that there is no certainty as to when the Tian Jin Government would lift the restrictions set out in the Notice such that BLX is able to resume its operations. Further, while the Circuit Breaker Measures are intended by the Singapore Government last until 1 June 2020, there is no guarantee that no further extension(s) would be announced. The Company will provide updates on the current measures taken by the Chinese authorities (including the authorities in Tian Jin) when such updates are available.

5. The Company will announce the outcome of the application for the Extension in due course.

BY ORDER OF THE BOARD

Cai Suirong
Director and Chief Executive Officer
30 April 2020