JAPFA LTD
(Company Registration Number: 200819599W)
(Incorporated in Singapore)

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

Japfa Ltd (the "Company" and together with its subsidiaries, the "Group") wishes to announce that it has entered into a Multicurrency facility agreement of up to US$150 million with DBS Bank Ltd ("DBS") as Arranger, Facility Agent and Offshore Security Agent, Coöperatieve Rabobank U.A., Singapore Branch ("Rabobank"), as Arranger, and PT Bank DBS Indonesia as Onshore Security Agent ("Club Loan").

The new Club Loan is a committed 3-year revolving loan facility for general corporate purposes, including refinancing of existing bank facilities and capital expenditure of the Japfa Group. It is structured specifically to provide the Company with flexibility of funding use over the next 3 years to support the Group's growth plans.

Together with the cash proceeds of US$254.4 million from the proposed disposal of a minority stake in our China dairy subsidiary ("Meiji Transaction"), the Club Loan will be partially utilised to fully repay the Company's existing 2018 Syndicated Loan[1]. The repayment of the Company's 2018 Syndicated loan will help to deleverage the Group and enhance the Company's ability to support its subsidiaries in capitalising on growth opportunities.

The Meiji Transaction refers to the sale of shares representing a 25% shareholding in the capital of the Company's subsidiary, AustAsia Investment Holdings Pte Ltd., to Meiji Co., Ltd., as announced on SGXnet on 15 April 2020.

The Club Loan contains a prohibition against change of control of the Company tied to the Santosa Family and its affiliates in that the Santosa Family must (directly or indirectly) beneficially and collectively (i) own at least 30% of the issued capital of the Company; or (ii) remain the single largest shareholder of the Company.

The above restrictive covenants tied to the Santosa Family is a historical requirement of the Group's bankers.

In compliance with Rule 728 of the Listing Manual of the SGX-ST, the Company had on 29 July 2014 obtained an undertaking from its controlling shareholders Mr. Handojo Santosa and Ms. Rachel Anastasia Kolonas to notify the Company as soon as he or she becomes aware of any share pledging arrangements by the Scuderia Trust and the Capital Two Trust (directly and/or indirectly) respectively and of any event which may result in a breach of the

[1] US$303 million Facility Agreement dated 30 January 2018, arranged by DBS as Arranger and Facility Agent, Rabobank as Arranger and Credit Suisse AG, Singapore Branch as Security Agent.

[2] Total aggregate amount of bank facilities refers to bank facilities which are drawn and any unutilised facilities available for drawdown, at the time of announcement

provisions under the then existing or any future banking facilities, where the shareholdings of the Controlling Shareholders are referenced.

With the above-mentioned Club Loan, the total aggregate amount of bank facilities[2] that may be affected by a breach of the Santosa Family covenants is about US$1,311 million.

Save as disclosed above, none of the Directors or Controlling Shareholders of the Company has an interest, directly or indirectly, in the above transaction, save through their shareholdings (if any) in the Company.

By Order of the Board
Japfa Ltd

Tan Yong Nang
Executive Director and Chief Executive Officer

Date: 25 June 2020