

UNITED FIBER SYSTEM LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number: 199508589E

PROPOSED INVESTMENT IN ASIA RESOURCE MINERALS PLC – MEMORANDUM OF UNDERSTANDING

1. INTRODUCTION

The Board of Directors (“**Board**”) of United Fiber System Limited (“**UFS**” or “**Company**”) wishes to announce that the Company has, on 15 April 2015, entered into a non-binding memorandum of understanding (“**MOU**”) with ASM Administration Limited (“**ASM**”), pursuant to which the Company contemplates making an investment into Asia Resource Minerals Plc (“**ARMS**”), subject to the execution of definitive agreements.

2. BACKGROUND OF PARTIES

ARMS is a major international mining group that is listed on the London Stock Exchange, which is engaged in exploration, development, mining and delivery of coal. ARMS operates its coal mines through its subsidiary PT Berau Coal Energy Tbk.

ASM is the sole shareholder of Asia Coal Energy Ventures Limited (“**ACEV**”), a discretionary fund managed by Argyle Street Management Limited, a Hong Kong-based hedge fund.

3. TERMS OF INVESTMENT

On or about the date of the MOU, ACEV has announced its intention to make an offer (the “**Offer**”) for all the issued and paid-up ordinary shares in the capital of ARMS other than those already owned, controlled or agreed to be acquired by ACEV (“**Offer Shares**”) in accordance with the City Code on Takeovers and Mergers (“**Code**”).

Under the terms of the MOU, the Company contemplates acquiring from ASM, and ASM contemplates selling to the Company, the entire issued and paid-up share capital of ACEV, on such price that is no less favourable than when ACEV acquired the Offer Shares pursuant to the Offer (“**Proposed ACEV Acquisition**”), taking into account any professional fees and associated costs reasonably incurred by ACEV pursuant to the Offer.

The Proposed ACEV Acquisition will be subject to, *inter alia*, the following conditions precedent:

- (a) the Company being satisfied with its due diligence investigations into the financial, legal, tax and business of ARMS and ACEV;
- (b) Completion of the proposed acquisition of 66.9998% of PT Golden Energy Mines Tbk by the Company (“**UFS RTO**”);
- (c) Completion of the placement of shares in the Company to comply with the minimum public float requirements in the listing manual of Singapore Exchange Securities Trading Limited following completion of the UFS RTO;

- (d) The resolutions of shareholders of the Company having been obtained for the Proposed ACEV Acquisition (as applicable); and
- (e) All necessary consents, approvals or waivers from any relevant governmental or regulatory authority or agency having jurisdiction over the Parties in relation to the Proposed ACEV Acquisition having been obtained (as applicable).

Each of the Company and ASM agrees that it shall not, and shall procure that their respective concert parties shall not, make any other acquisitions of shares in ARMS without the prior written consent of the other party, save as pursuant to the Offer and the Proposed ACEV Acquisition.

4. EXCLUSIVITY

ASM has agreed that it shall not, until the earlier of three (3) months from the completion of the UFS RTO or the execution of the definitive written agreement for the Proposed ACEV Acquisition, solicit or enter into any agreement in respect of any transaction or arrangement which is similar in nature to the transactions or arrangements contemplated in the MOU.

4. CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their UFS Shares as the MOU remains subject to the execution of definitive agreements and there is no certainty or assurance as at the date of this Announcement that the transactions or arrangements contemplated therein will be entered in or completed. Shareholders are advised to read this Announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD
UNITED FIBER SYSTEM LIMITED

Pauline Lee
Acting CEO
15 April 2015