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CHINA XLX FERTILISER LTD.

中國心連心化肥有限公司*

(Incorporated in Singapore on 17 July 2006)

(Company Registration No. 200610384G)

Hong Kong Stock Code: 1866

Singapore Stock Code: B9R

(“Company”)

** For identification purpose only*

VOLUNTARY DELISTING OF THE SHARES OF THE COMPANY FROM THE OFFICIAL LIST OF THE MAINBOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”) PURSUANT TO RULES 1307 AND 1309 OF THE SGX-ST LISTING MANUAL – LAST DAY OF TRADING AND SUSPENSION OF TRADING

1. INTRODUCTION

The board of directors (the “**Board**”) of the Company refers to:

- (a) the announcement dated 21 July 2014 issued by the Company in relation to the polling results of the EGM held on 21 July 2014 in respect of the Delisting Resolution; and

- (b) the joint announcement dated 21 July 2014 by the Offeror and the Company in relation to, *inter alia*, the Exit Offer becoming unconditional in all respects.

All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the offeree board circular dated 18 June 2014 issued by the Company in relation to the Exit Offer and the Delisting (the “**Circular**”).

2. LAST DAY OF TRADING AND SUSPENSION OF TRADING

As set out in the Circular, the Exit Offer is expected to close at 4.00 p.m. (Singapore and Hong Kong time) on 4 August 2014 (the “**Closing Date**”). The Board wishes to announce that based on the expected Closing Date, the last day of trading of the Shares on the Official List of the Mainboard of the SGX-ST will be 25 July 2014, and trading of the Shares on the SGX-ST will be suspended from 9.00 a.m. (Singapore and Hong Kong time) on 29 July 2014.

3. IMPORTANT DATES

Shareholders should take note of the following key dates and events in relation to the Delisting:

Last date of trading of Shares on the SGX-ST	: 25 July 2014
Trading suspension of Shares on the SGX-ST	: 9.00 a.m. (Hong Kong and Singapore time) on 29 July 2014
Final closing time and date of the Exit Offer	: 4.00 p.m. (Hong Kong and Singapore time) on 4 August 2014
Expected date of delisting of Shares from the Official List of the Mainboard of the SGX-ST	: 12 August 2014
Expected date of despatch of share certificates to Depositors and Singapore Registered Shareholders who continue to hold Shares subsequent to the Delisting	: 25 August 2014

4. RESPONSIBILITY STATEMENTS

4.1 Pursuant to the HK Takeover Code:

All Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

4.2 Pursuant to the Singapore Takeover Code:

The Directors (including any Director who may have delegated detailed supervision of the preparation of this announcement) collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Delisting, the Exit Offer, and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source (including, without limitation, information in relation to the Offeror Concert Group, the Undertaking Persons and the Joint Financial Advisers), the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board of
CHINA XLX FERTILISER LTD.
Yan Yunhua
Director

Singapore, 23 July 2014

As at the date of this announcement, the executive Directors are Mr. Liu Xingxu, Ms. Yan Yunhua and Mr. Li Buwen; the non-executive Director is Mr. Lian Jie; and the independent non-executive Directors are Mr. Ong Kian Guan, Mr. Li Shengxiao and Mr. Ong Wei Jin.

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