M M P RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No: 200613299H)

TERMINATION OF THE FUNDING AGREEMENT WITH ALLIANCE BRANDS LIMITED AND ENTRY INTO FUNDING AGREEMENT WITH OPERATION ALLIANCE GLOBAL LIMITED

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*Unless otherwise defined, all capitalised terms shall bear the same meanings as the announcement released by MMP Resources Limited (the "**Company**") on 22 September 2017 (the "**Announcement**").*

1. INTRODUCTION

The board of directors of the Company (the "**Board**") refers to the Announcement in relation to the entry by the Company into the Agreement with ABL. As set out in the Announcement, the Agreement was entered into by the Company and ABL to set out the funding arrangement between the parties thereto, and that each loan under the Facility were to be taken up by OAGL and not by ABL.

2. TERMINATION OF THE AGREEMENT AND ENTRY INTO THE OAGL FUNDING AGREEMENT (AS DEFINED BELOW)

2.1 The Board wishes to announce that pursuant to further discussions with ABL and OAGL, the Company, ABL and OAGL have agreed that the loan(s) pursuant to the Facility shall be disbursed directly by the Company to OAGL, and that any obligations in relation to the loan(s), including, among others, the repayment of such loan(s), shall be directly owed by OAGL to the Company under a new funding agreement.

2.2 Accodingly, the Company has on 9 February 2018 entered into a deed of termination with ABL (the "**Termination Deed**") to formally terminate the Agreement. Following the execution of the Termination Deed, the Company's and ABL's obligations and liabilities under the Agreement shall cease save for ABL's obligation to transfer to the Company such number of shares in OAGL, representing 24% of the ordinary issued share capital of OAGL, by such date as may be agreed under the OAGL Funding Agreement.

2.3 Further to the entry by the Company into the Termination Deed, the Company has on 9 February 2018 entered into a funding agreement with OAGL in respect of the provision by the Company of a facility of up to S$6,000,000 (the "**OAGL Facility**") for the brand rollout to be undertaken by OAGL in respect of the brands managed by ABL (the "**OAGL Funding Agreement**").

2.4 The Company and OAGL have acknowledged that a principal sum of S$856,124.73 was taken up under the Facility pursuant to the previous Agreement (the "**Principal Indebtedness**"), with the Principal Indebtedness having been fully utilised by OAGL. Notwithstanding that the previous Facility was terminated, pursuant to the OAGL Funding

Agreement, the parties have agreed that the Principal Indebtedness together with the relevant interest accrued and accruing (the Principal Indebtedness and the relevant interest collectively, the "**Aggregate Existing Indebtedness**") shall continue to be due and owing by OAGL to the Company. The Principal Indebtedness will constitute a part of the loan(s) to be provided by the Company under the new OAGL Facility, and will be taken into account in calculating the aggregate amount of the loan(s) extended under the OAGL Facility. The Aggregate Existing Indebtedness will be payable by OAGL in accordance with the terms of the OAGL Funding Agreement (subject to the relevant exceptions as stated therein).

2.5 Most of the salient terms of the OAGL Funding Agreement are substantially similar to the equivalent terms in the Agreement save, for among others, the following:

(a) loan(s) to be taken up by OAGL pursuant to the OAGL Facility will carry an interest free period of 6 months (as opposed to 3 months under the previous Facility). For the avoidance of doubt, this interest free period of 6 months does not apply to the Principal Indebtedness;

(b) loan(s) to be taken up by OAGL pursuant to the OAGL Facility will be subejct to a default interest rate of 25% per annum in the event that, and for so long as, an event of default has occurred and is contiuning;

(c) the date for the transfer of such number of shares in OAGL representing 24% of the ordinary issued share capital of OAGL, is now extended to 31 March 2018 (or such other date as may be mutually agreed by the parties); and

(d) any obligations previously owed by ABL to the Company under the Agreement shall, under the OAGL Funding Agreement, be directly owed by OAGL to the Company.

3. INFORMATION ON OAGL

As set out in the Announcement, OAGL is a subsidiary of ABL, with ABL holding approximately 99% of the entire issued and paid-up share capital of OAGL. OAGL is incorporated for the purpose of rolling out the brands managed by ABL. Please refer to the Announcement for further details on OAGL and ABL.

4. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

The Directors of the Company, Christopher Michael Peck and Jason N Block, each holds 25% interest in Solar Founders, which holds 29% of the shares in the issued and paid-up share capital of ABL, the holding company of OAGL. The aforesaid Directors are also the shareholders of Maiora Asset Management Pte. Ltd., which is a registered fund management company based in Singapore. Maiora Asset Management Pte. Ltd. manages Maiora Asian Structured Finance Segregated Portfolio, a controlling shareholder of the Company.

Save as disclosed in this announcement and other than through their respective shareholdings in the Company, none of the Directors, or to the best of the Directors' knowledge, substantial shareholders of the Company has any interest, direct or indirect in the Agreement.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors 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 OAGL Funding Agreement, the Company and its subsidiaries, 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, 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.

6. CAUTION IN TRADING

Shareholders and potential investors are advised to exercise caution when dealing or trading in the shares of the Company. The OAGL Facility is subject to such further terms and conditions as are customary in similar transactions. The Company will provide further details, where necessary, in subsequent announcements in accordance with the listing rules of the SGX-ST at the appropriate junctures. Shareholders and potential investors are advised to 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

Chong Chee Meng Gerard
Lead Independent Director
9 February 2018