



**WILMAR INTERNATIONAL LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199904785Z)

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## **RESPONSE TO SGX REGCO'S QUERIES**

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Wilmar International Limited (the "Company" or "Wilmar") refers to the queries raised by the Singapore Exchange Regulations ("SGX RegCo") on 18 January 2024 in respect of the Company's announcement captioned "Wilmar Unit denies Involvement in Alleged China Palm Oil Fraud" released to SGXNet at 6.52 am on Tuesday, 16 January 2024 and responds as follows:

### **SGX RegCo Query 1**

The Company provided the link to the announcement made on 12 January 2024 by its listed subsidiary, Yihai Kerry Arawana Holdings Co., Ltd. ("YKA") which is in Chinese ("YKA's Announcement") without elaborating or disclosing the details of the ongoing litigation and allegations involved in the Company's announcement. The company should announced an English translation of YKA's announcement, which is the language used for SGXNet announcement. Accordingly, please announce an English translation of YKA's Announcement as required under the listing rules.

### **Company's Response**

Please find attached an English translation of YKA's Announcement, the Chinese version of which was submitted to the Shenzhen Stock Exchange ("SZSE") at around 11 pm on Friday, 12 January 2024.

### **SGX RegCo Query 2**

In YKA's Announcement, it was disclosed that the indictment was received by YKA's subsidiary, 益海(广州) 粮油工业有限公司 Yihai (Guangzhou) Grain and Oil ("Guangzhou Yihai") on 11 January 2024. YKA subsequently released the public statement in relation to the indictment on 12 January 2024. Rule 703 of the Listing Manual requires an issuer to make an immediate announcement of any information known to the issuer concerning it or any of its subsidiaries or associated companies which: (a) is necessary to avoid the establishment of a false market in the issuer's securities; or (b) would be likely to materially affect the price or value of its securities, please explain why did the Company only make the announcement on 16 January 2024. Please explain why this information is not material given the significance of People Republic of China (PRC)'s contribution to the Group's revenue and assets; as well as the significance of the quantum claimed to be the subject of trade fraud. Your response to our query should also explain why the Group did not announce this information earlier when it became aware of the investigation and of the indictment nor request for a trading halt pending its announcement on 16 January 2024.

### **Company's Response**

As stated in YKA's Announcement, legal advice was sought by Guangzhou Yihai from a reputable law firm as well as several criminal law experts on the charge against it of assisting in the commission of an offence. The advice from all of them was unanimous, namely, that Guangzhou Yihai's conduct should not be found to constitute a crime. The Company relied on these advice to form the view that the matter was not significant in terms of potential liability for Guangzhou Yihai and decided to monitor the situation to assess whether an announcement would be necessary.

Following the release of YKA's Announcement on Friday, 12 January 2024 evening, there were some media reports on the matter published over the weekend and on Monday, 15 January 2024 and in view of these media reports, the Company decided as a matter of prudence to release a statement before the market opened on 16 January 2024 to refer to these media reports and YKA's Announcement which sets out in detail the facts of the case and YKA's position on the allegations against its subsidiary, Guangzhou Yihai, which the Company felt was sufficient to address the media reports. On hindsight, we acknowledge that we should have released our statement earlier but as mentioned above, we were of the view that the matter was not significant in terms of potential liability for Guangzhou Yihai. We note that there was no unusual movement in the Wilmar share price on 15 January 2024.

As to why neither Wilmar nor YKA announced the matter when it became aware of the investigation, the investigation was initially targeted at Liu Degang, a former general manager of Guangzhou Yihai, who is alleged to have been bribed to provide assistance to Yunnan Huijia to commit the fraud against Anhui Huawen and it was only on 8 January 2024, that Guangzhou Yihai learnt through a telephone call from the local prosecutor's office that it was also going to be charged for assisting in the commission of an offence. Upon receipt by it of the formal charge (indictment) on 11 January 2024, YKA issued an announcement to SZSE on 12 January 2024. Under China listing rules, YKA is required to announce all criminal charges issued against it or its subsidiaries, irrespective of materiality.

### **SGX RegCo Query 3**

Please disclose YKA's current percentage of ownership in Guangzhou Yihai and how significant if the contribution of Guangzhou Yihai's to the financial position of YKA in terms of revenue, profits and net asset value based on the latest available financial results.

### **Company's Response**

Guangzhou Yihai is a 100% owned subsidiary of YKA.

With reference to Query 2 above on the materiality of the information in relation to Wilmar group's revenue and assets and in response to Query 3, please note that contribution of Guangzhou Yihai to the financial position of YKA in terms of revenue, profits and net asset value based on the latest available audited financial results of YKA for FY2022 is as follows:

Revenue	4.2%
Net Profits	6.7%
Net Assets	0.5%

Contribution of Guangzhou Yihai to the financial position of Wilmar group in terms of revenue, profits and net asset value based on the latest available audited financial results of Wilmar group for FY2022 is as follows :

Revenue	2.2%
Net Profits	1.2%
Net Assets	0.3%

**Issued by**  
**WILMAR INTERNATIONAL LIMITED**  
**19 January 2024**