



ANNOUNCEMENT

Singapore UEN 2012010180E | ARBN 158 717 492 | www.asaplusresources.com

A\$0.12

[27 July 2017]

ASX Code: AJY

ISSUED CAPITAL

Issued Shares: 88,000,000

Market Cap: \$10,560,000

BOARD OF DIRECTORS

Ir Che Mohamed Hussein

LAU Eng Foo (Andy)

Dominic LIM Kian Gam

CLARIFYING ANNOUNCEMENT:

- (1) **ADDENDUM TO THE NOTICE OF MEETING DATED 5 JULY 2017**
- (2) **TERMINATION OF PROPOSED PLACEMENT OF SHARES TO LAU ENG FOO (ANDY) ANNOUNCED ON 11 MAY 2017**

ADDENDUM TO NOTICE OF MEETING

Directors of Asaplus Resources Limited (the “**Company**”) refer to the Notice of Annual General Meeting dated 5 July 2017 (the “**NOM**”) and advise that the NOM is amended as follows:

Amendments to proposed Resolution 4

The proposed Resolution 4 be amended as follows:

4. Resolution 4

Mandate For Directors To Issue Shares

RESOLVED THAT pursuant to Section 161 of the Companies Act (Cap. 50), the Directors of the Company be and are hereby authorised to issue shares and convertible securities in the Company whether by rights issue, bonus issue, private placement or otherwise, to such persons and on such terms and for such purposes as the Directors may in their absolute discretion deem fit AND THAT such authority shall continue in force until the earlier of:

- 1.1. the conclusion of the next annual general meeting; or
- 1.2. the date by which the next annual general meeting is required by law to be held; or
- 1.3. the date on which this mandate is revoked by a resolution passed at an extraordinary general meeting,

PROVIDED ALWAYS THAT:

- (b) the aggregate number of shares and/or convertible securities issued pursuant to this mandate shall not exceed 15% of fully paid ordinary shares on issue 12 months before the date of the issue or agreement to issue the shares and/or convertible securities; and
- (b) shares and/or convertible securities issued pursuant to this mandate shall not be issued to a related party of the Company.

Explanatory note to amended proposed Resolution 4

Singapore law requires that the issue of any new shares or securities be approved by Shareholders of the Company. The proposed resolution, if passed, will

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empower the Directors to issue such number of shares and/or convertible securities representing up to 15% of the Company's existing share capital to persons other than a related party, which the Listing Rules define to include, amongst others, a director of the Company.

This proposed resolution, as amended, does not seek Shareholders' approval to:

- (a) issue securities in the Company pursuant to the requirements of Listing Rule 7.1 or Listing Rule 7.1A; or
- (b) issue of securities in the Company to related parties (as defined in Chapter 19 of the Listing Rules) pursuant to the requirements of Listing Rule 10.11.

Withdrawal of Proposed Resolution 5

The proposed Resolution 5 is withdrawn. The Company will disregard any votes on this proposed Resolution 5.

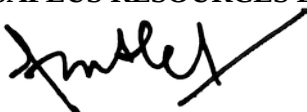
The Company will convene an extraordinary general meeting to seek shareholders' approval for the issue of the 2017 Performance Shares (as defined in the NOM).

TERMINATION OF PROPOSED PRIVATE PLACEMENT OF SHARES

In an announcement dated 11 May 2017 (the "**Earlier Announcement**"), the Company disclosed, amongst other things, that the Company proposes to issue the Placement Shares (as defined in the Earlier Announcement) to LAU Eng Foo (Andy), a director. As of the date of this clarifying announcement, the aforesaid proposed placement has not been completed. Accordingly, the Company wishes to announce it has terminated this proposed private placement to LAU Eng Foo (Andy).

The Company will convene an extraordinary general meeting to seek shareholders' approval under Listing Rule 10.11 to make a new placement of shares to LAU Eng Foo (Andy).

Issued for and on behalf of
ASAPLUS RESOURCES LIMITED



Ir. Che Mohamed Hussein Bin Mohamed Shariff
Chairman
28 July 2017