



AUSTRALIA NEW AGRIBUSINESS & CHEMICAL GROUP LTD

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ASX Limited
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4 November 2014

Investment Cooperation Agreement between New Agri and ZLD

Australia New Agribusiness & Chemical Group Ltd (the “Company” or “New Agri”), the Company is pleased to announce that the Company has entered into an Investment Cooperation Agreement (the “Agreement”) with ZLD International Holdings Ltd (“ZLD”) for the joint development of Australia Venus Phosphate Fertiliser Pty Ltd (“Venus Phosphate”) subject to the following terms and conditions:

1. New Agri and ZLD shall invest in the form of cash or mining resources and the total equity of Venus Phosphate will be \$24,500,000. Of that, New Agri shall invest mining resources valued at \$12,000,000 which is 49% of total equity. ZLD shall invest \$12,500,000 in cash which is 51% of total equity at three phases for the operation of Venus Phosphate.

2. Phase 1: ZLD shall invest \$2,000,000 within five (5) business days of signing the Agreement, in return, receiving 8.16% of Venus Phosphate’s total equity.

Phase 2: ZLD shall invest a further \$4,000,000 for 16.32% of Venus Phosphate’s total equity (24.48% cumulative) after Venus Phosphate has executed Phosphate Rock Distribution Contract with third parties and the profit has to be exceed \$20 / tonne.

Phase 3: ZLD shall invest \$6,500,000 for 26.52% of the total equity (51% cumulative) subject to the successful production of the phosphate mining lease tenement based on the



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Bank-level Feasibility Study report and the completion of transferring the total twelve (12) phosphate tenements holding by New Agri.

3. The Agreement is unconditional on the same day that ZLD has completed the first phase of investment which is \$2,000,000.
4. New Agri shall transfer the twelve (12) phosphate tenements to Venus Phosphate within ninety (90) days of receiving the phase 2 investment from ZLD.
5. Within seven (7) business days of each investment by ZLD, New Agri shall complete the relevant equity transfer procedure based on the ratio.

All the twelve (12) tenements currently holding by New Agri:

No.	Name of Tenements	Land Description
1	Korella	ML90209
2	Pilgrim	EPM15072
3	Corella	EPM15572
4	Templeton River	EPM19092
5	Merlin Tank	EPM15811
6	GE2 (Georgina East)	EPM15833
7	Yttro	EPM19145
8	Stranger Creek	EPM18105
9	Lily Hole Creek	EPM19090
10	Taringa Creek	EPM19091
11	Brumby Dam	EPM19093
12	Conkerberry Dam	EPM19094



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About ZLD International Holdings Ltd (“ZLD”)

ZLD is a British Virgin Islands registered investment company with its main business carried out in China, Indonesia, and Russian. ZLD’s main investment area is mineral rights. ZLD has a professional team with extensive experience in the mineral rights filed especially in the distribution of mineral products.

About Australia Venus Phosphate Fertiliser Pty Ltd (“Venus Phosphate”)

Venus Phosphate is a wholly owned subsidiary company of New Agri incorporated in 2013 primarily involved as an investment company in undertaking and developing phosphate resources and in the downstream production of phosphates and phosphate based products.

For further information, please contact:

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