

This announcement is not an offer for sale of the securities in the United States. The securities of the Company may not be offered or sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. Any public offering of securities of the Company in the United States would be made by means of a prospectus that would contain detailed information about the Company, as well as financial statements. The Company does not intend to register any portion of the offering in the United States or to conduct a public offering of securities in the United States.

PETRA FOODS LIMITED
(the “Company”)

Registration No. 198403096C
(Incorporated in the Republic of Singapore)

APPROVAL IN-PRINCIPLE GRANTED FOR THE LISTING AND QUOTATION OF 78,880,000 ORDINARY SHARES (THE “PLACEMENT SHARES”) IN THE CAPITAL OF THE COMPANY

Unless otherwise defined, all capitalised terms shall bear the same meanings as used in the Company's announcement dated 9 June 2010 in relation to the Placement.

Further to our announcements on 9 June and 10 June 2010 in relation to the Placement, the Directors of the Company wishes to announce that Singapore Exchange Securities Trading Limited (the "SGX-ST") has today granted approval in-principle for the listing and quotation of the Placement Shares.

The approval in-principle granted by the SGX-ST is subject to the following:-

- (a) Compliance with SGX-ST's listing requirements;
- (b) A written undertaking from the Company that it will make periodic announcements on the use of the proceeds from the proposed placement of shares and that it will provide status report on the use of the placement proceeds in the annual report;
- (c) A written undertaking from the Company that it will not allot and issue any of the Placement Shares so as to transfer a controlling interest in the Company without the prior approval of the Company's shareholders in a general meeting;
- (d) A written confirmation from the Company that the substantial shareholder will not receive any financial benefit (directly or indirectly), from the share borrowing arrangement pursuant to the Share Lending Agreement;
- (e) A written confirmation from the Company that it will not issue the Placement Shares to persons prohibited under Rule 812(1) of the SGX-ST's Listing Manual; and

- (f) A written confirmation from the Placement Agent that Placement Shares will not be placed out to persons prohibited under Rule 812(1) of the SGX-ST's Listing Manual.

The SGX-ST's in-principle approval for the listing of and quotation for the Placement Shares is not to be taken as an indication of the merits of the Shares, the Placement, the Placement Shares, the Company and/or its subsidiaries.

A separate announcement will be issued by the Company upon the allotment and issue of the Placement Shares and the listing and quotation of the Placement Shares on the Main Board of the SGX-ST.

By Order of the Board

Lian Kim Seng/ Chuang Yok Hoa
Company Secretaries
11 June 2010

IMPORTANT NOTICE

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Placement Shares.

The value of the Placement Shares and the income derived from them may fall as well as rise. Placement Shares are not obligations of, deposits in, or guaranteed by, the Company or any of their respective affiliates. An investment in the Placement Shares is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request that the Company redeem or purchase their Placement Shares while the Placement Shares are listed. It is intended that the holders of Placement Shares may only deal in their Placement Shares through trading on the SGX-ST. Listing of Placement Shares on the SGX-ST does not guarantee a liquid market for the Placement Shares.