

SINCAP GROUP LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 201005161G)

PROPOSED PLACEMENT OF UP TO 351,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF SINCAP GROUP LIMITED AT A PLACEMENT PRICE OF S\$0.10 FOR EACH PLACEMENT SHARE

- EXTENSION OF CUT-OFF DATE

*Unless otherwise defined herein, all capitalised terms shall have the same meaning as ascribed to them in the announcement dated 26 January 2015 ("**Placement Announcement**").*

1. INTRODUCTION

The Board of Directors (the "**Board**") of Sincap Group Limited (the "**Company**") refers to the placement agreement dated 26 January 2015 entered into between the Company and UOB Kay Hian Private Limited ("**Placement Agreement**"). Please refer to the Placement Announcement for further details on the Proposed Placement.

2. EXTENSION OF CUT-OFF DATE

- 2.1. As announced in the Placement Announcement, if any of the conditions precedent in the Placement Agreement is not satisfied within four (4) weeks from 26 January 2015 (being the date of the Placement Agreement) ("**Cut-Off Date**"), or such other date as the Company and the Placement Agent may agree in writing, the Placement Agreement shall terminate and the Company and the Placement Agreement shall not have any claim against each other.
- 2.2. The Company and the Placement Agent have, on 10 February 2015, mutually agreed to extend the Cut-Off Date to 30 March 2015 for fulfilment of conditions precedent in the Placement Agreement ("**Letter**").
- 2.3. Save for the extension of the Cut-Off Date, all other terms of the Placement Agreement remain unchanged.

3. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the Letter is available for inspection during normal business hours at the Company's registered office at 28 Sin Ming Lane, #08-131 Midview City, Singapore 573972 for a period of three (3) months from the date of this announcement.

4. CAUTIONARY STATEMENT

Shareholders are advised to exercise caution in trading their Shares as there is no certainty or assurance as at the date of this announcement that the Proposed Placement, which is on a best efforts basis, will proceed to completion. Shareholders are advised to read this announcement as well as any further announcements and the Circular (to be prepared and despatched to Shareholders in due course) carefully. Shareholders should exercise caution when dealing in the Shares, and should consult their stockbrokers, solicitors or other professional advisors if they have any doubts about the actions they should take.

BY ORDER OF THE BOARD

Lun Chee Leong
Company Secretary
10 February 2015

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Canaccord Genuity Singapore Pte. Ltd. (the "**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). The Sponsor has not independently verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Karen Soh, Managing Director, Corporate Finance, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road, #21-02, Singapore 068896, telephone (65) 6854-6160.