



TRITECH GROUP LIMITED

(Company Registration No.: 200809330R)
(the “Company”)

RESULTS OF EXTRAORDINARY GENERAL MEETING AND NOTICE OF BOOKS CLOSURE DATES IN RELATION TO:

- (1) THE PROPOSED SHARE SPLIT;
- (2) THE PROPOSED BONUS WARRANTS ISSUE; AND
- (3) THE PROPOSED WHITEWASH RESOLUTION FOR THE WAIVER OF THE RIGHTS OF THE INDEPENDENT SHAREHOLDERS TO RECEIVE A MANDATORY OFFER

1. INTRODUCTION

The Board of Directors (the “**Board**” or the “**Directors**”) of the Company (together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 27 September 2013, 3 October 2013 and 29 January 2014 (the “**Announcements**”) and the Company’s circular to its shareholders (“**Shareholders**”) dated 14 February 2014 (“**Circular**”) in relation to the above matters.

Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Announcements and Circular.

The LQN granted by the SGX-ST is not to be taken as an indication of the merits of the Proposed Share Split, the Proposed Bonus Warrants Issue, the Additional Shares, the Warrants, the New Shares, the Company, its subsidiaries and their securities.

2. RESULTS OF EXTRAORDINARY GENERAL MEETING

The Board wishes to announce that at the Extraordinary General Meeting of the Company held on Monday, 3 March 2014 (the “**EGM**”), all the resolutions relating to the matters set out in the Notice of EGM dated 14 February 2014 were duly approved and passed by Shareholders on a poll. The poll results on the resolutions put to the vote at the EGM are as follows:

ORDINARY RESOLUTION		FOR		AGAINST	
		No. of votes	Percentage over total votes cast at the EGM	No. of votes	Percentage over total votes cast at the EGM
1	To Approve the Proposed Share Split	196,422,845	99.91%	182,000	0.09%
2	To Approve the Proposed Bonus Warrants Issue	196,422,845	99.91%	182,000	0.09%
3	To Approve the Proposed Whitewash Resolution	41,382,068	99.56%	182,000	0.44%



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3. NOTICE OF BOOKS CLOSURE DATES

(i) Share Split Books Closure Date

NOTICE IS HEREBY GIVEN that the Transfer Books and the Register of Members of the Company will be closed at **5.00 p.m. on 11 March 2014** (the "**Share Split Books Closure Date**") for the purpose of determining the entitlements of Shareholders whose names appear in the Register of Members of the Company and Depositors whose Securities Accounts are credited with Shares as at the Share Split Books Closure Date, on the basis of the number of such Shares registered in their names or standing to the credit of their Securities Accounts as at the Share Split Books Closure Date.

Shareholders registered in the Register of Members of the Company and whose Securities Accounts with CDP are credited with Shares as at the Share Split Books Closure Date will be included for the purposes of the Proposed Share Split. Accordingly, every 1,000 Shares registered in the name, or standing to the credit of the Securities Account, of each Shareholder (as the case may be) will be sub-divided into 2,000 Shares.

Duly completed and stamped transfers together with all relevant documents of title received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623 up to the Share Split Books Closure Date will, subject to the Articles of Association of the Company, be registered to determine the Shareholders' entitlements under the Proposed Share Split.

(ii) Bonus Warrants Books Closure Date

NOTICE IS HEREBY GIVEN that the Transfer Books and the Register of Members of the Company will be closed at **5.00 p.m. on 24 March 2014** (the "**Bonus Warrants Books Closure Date**") for the purpose of determining the entitlements of Shareholders whose names appear in the Register of Members of the Company or the records of CDP as at the Bonus Warrants Books Closure Date, with registered addresses in Singapore or who have, at least three (3) Market Days prior to the Bonus Warrants Books Closure Date, provided to CDP or the Share Registrar, as the case may be, addresses in Singapore for the service of corporate actions, notices and documents, on the basis of one (1) Warrant for every two (2) existing Shares or in such other proportions as the Directors may think fit.

For practical reasons and in order to avoid any violation of securities laws applicable in countries other than Singapore, the Warrants will NOT be offered to Shareholders with registered addresses are outside Singapore as at the Bonus Warrants Books Closure Date and who have not, at least three (3) Market Days prior to the Bonus Warrants Books Closure Date, provided to CDP or the Company, as the case may be, addresses in Singapore for the service of corporate actions, notices and documents ("**Foreign Shareholders**"). The Warrants which would otherwise be allotted to Foreign Shareholders will, if practicable to do so, be sold by the Company at its sole discretion on the Catalist of the SGX-ST.

Shareholders (being depositors) ("**Entitled Depositors**") whose Securities Accounts with CDP are credited with Shares as at the Bonus Warrants Books Closure Date will be provisionally allotted the Warrants under the Proposed Bonus Warrants Issue on the basis of the number of Shares standing to the credit of their Securities Accounts with CDP as at the Bonus Warrants Books Closure Date.

Foreign Shareholders (being depositors) who wish to be eligible to participate in the Proposed Bonus Warrants Issue, may provide CDP at 4 Shenton Way #02-01 SGX Centre 2, Singapore 068807, with registered addresses in Singapore for the service of notices and documents at least three (3) Market Days prior to the Bonus Warrants Books Closure Date.



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Shareholders (being scripholders) (“**Entitled Scripholders**”) whose names appear in the Register of Members of the Company as at the Bonus Warrants Books Closure Date, will be provisionally allotted the Warrants under the Proposed Bonus Warrants Issue on the basis of the number of Shares held by them as stated in the Register of Members of the Company as at the Bonus Warrants Books Closure Date.

Foreign Shareholders (being scripholders) who wish to be eligible to participate in the Proposed Bonus Warrants Issue, may provide the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623, with registered addresses in Singapore for the service of notices and documents at least three (3) Market Days prior to the Bonus Warrants Books Closure Date.

Duly completed and stamped transfers (in respect of Shares not registered in the name of CDP), together with all relevant documents of title received by the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623 up to the Bonus Warrants Books Closure Date will, subject to the Articles of Association of the Company, be registered to determine Shareholders’ entitlements under the Proposed Bonus Warrants Issue.

4. KEY EVENTS AND INDICATIVE DATES

Shareholders are reminded of the following events and their expected dates:

Trading of the Shares on a pre-share split basis ceases on (Cessation Date)	:	6 March 2014, at 5:00 p.m.
Trading of the Shares on a post-share split basis commences on (Effective Trading Date)	:	7 March 2014, at 9:00 a.m.
Share Split Books Closure Date	:	11 March 2014, at 5:00 p.m.
Expected Share Split Effective Date	:	12 March 2014
Trading on a “cum” basis for Proposed Bonus Warrants Issue ceases	:	19 March 2014 , at 5:00 p.m.
Trading on a “ex” basis for Proposed Bonus Warrants Issue commences	:	20 March 2014, at 9:00 a.m.
Bonus Warrants Books Closure Date	:	24 March 2014 , at 5:00 p.m.
Expected Bonus Warrants Effective Date (for issuance of the Warrants)	:	31 March 2014
Expected date for listing and trading of the Warrants	:	2 April 2014

5. DIRECTORS’ RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Share Split, Proposed Bonus Warrants Issue and the Whitewash Resolution, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such



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information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD
Wang Xiaoning
Managing Director

3 March 2014

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance 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 Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.