

SINCAP GROUP LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.:201005161G)

- (I) **THE PROPOSED DIVERSIFICATION OF THE BUSINESS OF THE GROUP TO INCLUDE PROPERTY DEVELOPMENT AND PROPERTY INVESTMENT (THE "PROPOSED DIVERSIFICATION"); AND**
 - (II) **THE PROPOSED ALLOTMENT AND ISSUANCE OF UP TO 175,500,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S\$0.07 PER PLACEMENT SHARE (THE "PROPOSED PLACEMENT").**
- **DESPATCH OF CIRCULAR AND NOTICE OF EXTRAORDINARY GENERAL MEETING**
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Unless otherwise defined, all terms and references used herein shall bear the same meaning ascribed to them in the Circular (as defined herein).

Further to the announcement made by the board of directors (the "**Board**") of Sincap Group Limited (the "**Company**", and together with its subsidiaries, the "**Group**") on 27 May 2014, the Board wishes to announce that the Company has today despatched to shareholders of the Company ("**Shareholders**"), a circular dated 10 June 2014 in relation to the Proposed Diversification and the Proposed Placement (the "**Circular**").

The notice of the extraordinary general meeting (the "**EGM**") of the Company to be held on 25 June 2014 at 2.00 p.m. at Boardroom 2, Level 2, Parkroyal on Pickering, 3 Upper Pickering Street, Singapore 058289, and details of the Proposed Diversification and the Proposed Placement to be tabled at the EGM are set out in the Circular.

Shareholders who have not received the Circular within 7 days from the date of this announcement should contact the share registrar of the Company at the following address:

Boardroom Corporate & Advisory Services Pte Ltd

50 Raffles Place

#32-01 Singapore Land Tower

Singapore 048623

An electronic copy of the Circular will be made available at the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at www.sgx.com. Shareholders are advised to read the Circular carefully.

BY ORDER OF THE BOARD

Ng Hong Whee

Executive Chairman & Chief Executive Officer

10 June 2014

*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 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, at 77 Robinson Road #21-02 Singapore 068896, telephone 68546160.