



## **GRP LIMITED**

*(Company Registration No: 197701449C)*

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### **PROPOSED PRIVATE PLACEMENT OF 27,800,000 NEW ORDINARY SHARES (THE "PLACEMENT SHARES") IN THE CAPITAL OF GRP LIMITED (THE "PLACEMENT") – RECEIPT OF IN-PRINCIPLE APPROVAL FROM THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED**

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*Unless otherwise defined, all terms used or referred to in this announcement shall have the meanings as assigned to them in the announcement made by the Company on 30 January 2014 (the "Announcement") in relation to the Placement.*

Further to the Announcement, the Board of Directors of the Company is pleased to announce that the Singapore Exchange Securities Trading Limited ("**SGX-ST**") has today granted in-principle approval for the listing and quotation of the Placement Shares on the Official List of the SGX-ST.

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

- (a) Compliance with the SGX-ST's listing requirements;
- (b) Submission of:
  - (i) A written undertaking from the Company that it will comply with Rule 704(30) and Rule 1207(20) of the Listing Manual in relation to the use of the proceeds from the proposed placement of shares and where proceeds are to be used for working capital purposes, the Company will disclose a breakdown with specific details on the use of proceeds for working capital in the Company's announcements on use of proceeds and in the annual report;
  - (ii) A written undertaking from the Company that it will comply with Listing Rule 803; and
  - (iii) A written confirmation from the Company that it will not issue the Placement Shares to persons prohibited under Rule 812(1) of the Listing Manual.

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

A separate announcement will be made 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**  
**Kwan Chee Seng**  
**Executive Director**

14 February 2014