

SINCAP GROUP LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201005161G)
(the "Company")

- (1) **RESULTS OF ANNUAL GENERAL MEETING**
(2) **RETIREMENT OF DIRECTOR**

Results of Annual General Meeting

The Board of Directors (the "**Board**") of Sincap Group Limited (the "**Company**") is pleased to announce that at the Annual General Meeting ("**AGM**") of the Company held on 26 April 2017, all resolutions relating to matters set out in the Notice of the AGM dated 11 April 2017 were duly approved and passed by the shareholders of the Company by way of poll vote.

Poll Results

The following are the poll results in respect of the resolution passed at the AGM of the Company which were confirmed by Ardent Business Advisory Pte. Ltd. as the scrutineers: -

RESOLUTIONS		FOR		AGAINST		TOTAL NO. OF VALID VOTES CAST
		No. of shares	Percentage (%)	No. of shares	Percentage (%)	
1.	Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2016	194,464,500	88.50	25,270,300	11.50	219,734,800
2.	Re-election of Mr Lim Jin Wei as a Director	194,464,500	88.50	25,270,300	11.50	219,734,800
3.	Re-election of Mr Yau Woon Foong as a Director	194,464,500	88.50	25,270,300	11.50	219,734,800
4.	Re-election of Mr Robby as a Director	194,464,500	88.50	25,270,300	11.50	219,734,800
5.	Approval of Directors' fees of S\$155,000 for the financial year ended 31 December 2016	194,464,500	88.50	25,270,300	11.50	219,734,800
6.	Re-appointment of Messrs Baker Tilly TFW LLP as Auditors	194,464,500	88.50	25,270,300	11.50	219,734,800
7.	Authority to issue shares	194,464,500	88.50	25,270,300	11.50	219,734,800
8.	Authority to issue shares under the Sincap Performance Share Plan	182,464,500	87.835	25,270,300	12.165	207,734,800

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9.	Authority to issue shares under the Sincap Group Employee Share Option Scheme 2014	182,464,500	87.835	25,270,300	12.165	207,734,800

Mr Chu Ming Kin abstained from voting on Resolutions 8 and 9.

Mr Lim Jin Wei who is re-elected as Director of the Company, remains as Lead Independent Director, Chairman of the Audit & Risk Committee (the "ARC"), a member of the Nominating Committee (the "NC") and Remuneration Committee (the "RC") respectively and will be considered independent for the purpose of Rule 704(7) of the Listing Manual Section B: Rules of Catalyst (the "Catalist Rules") of the Singapore Exchange Securities Trading Limited (the "SGX-ST").

Mr Yau Woon Foong who is re-elected as Director of the Company, remains as Independent Director.

Mr Robby who is re-elected as Director of the Company, remains as Independent Director.

Retirement of Director

Mr Lim Teck Chai, Danny did not seek re-election pursuant to Regulation 81 of the Constitution of the Company at the AGM.

Mr Danny Lim has retired as Director of the Company at the conclusion of the AGM. Accordingly, Mr Danny Lim has ceased to be the Chairman of the NC, and a member of ARC and RC upon retirement from office.

The Board would like to thank Mr Danny Lim for his guidance and advice during his tenure in office. The details of the cessation of Mr Danny Lim as required pursuant to Rules 704(6) of the Catalyst Rules of the SGX-ST are set out in a separate announcement.

The Board endeavours to fill up the vacancies in the various Board Committees as soon as possible.

By order of the Board

Chu Ming Kin
Executive Chairman and Chief Executive Officer
26 April 2017

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Stamford Corporate Services Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("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.

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