

SINWA LIMITED
(Company Registration No. 200206542H)
(Incorporated in Singapore)

APPLICATION TO AND APPROVAL FROM THE SGX-ST IN RELATION TO:-

- (i) THE WITHDRAWAL OF MONIES FROM THE ESCROW ACCOUNT TO BE OPENED BY THE COMPANY FOR PRO-RATA DISTRIBUTIONS TO SHAREHOLDERS BY WAY OF A SPECIAL DIVIDEND; AND**
(ii) THE CONTINUED TRADING OF THE SHARES OF THE COMPANY ON THE MAINBOARD OF THE SGX-ST
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Unless otherwise expressly defined herein, all capitalised terms in this announcement shall bear the same meanings ascribed to them under the Company's announcements dated 13 November 2018 and 4 January 2019 (the "Announcements"), and the circular to shareholders dated 7 January 2019 (the "Circular").

1. INTRODUCTION

- 1.1 The Board of Directors (the "**Board**" or the "**Directors**") of Sinwa Limited (the "**Company**") refers to the Announcements and the Circular in relation to the Disposal and the Australian Properties Sale.
- 1.2 As stated in paragraph 8.1 of the Circular, the Sale Group Subsidiaries will cease to be subsidiaries of the Company upon Closing. The Company will cease to have any operating subsidiaries or businesses and will become a cash company as defined under Rule 1018 of the Listing Manual. Accordingly, the Company will have to comply with the requirements pursuant to Rule 1018 of the Listing Manual.

2. APPLICATION TO AND APPROVAL FROM THE SGX-ST

- 2.1 As stated in paragraph 8.2 of the Circular, under Rule 1018(1) of the Listing Manual, the Shares will normally be suspended from trading until the Company has a business which is able to satisfy the SGX-ST's requirements for a new listing. Upon Closing, 90% of the Company's cash and short-dated securities will be required to be placed in an escrow account.
- 2.2 Accordingly, the Company had on 20 December 2018 applied to the SGX-ST under Rule 1018(1) of the Listing Manual for approval for the continued trading of the Shares to be maintained upon Closing, and had provided the contractual undertakings from the Directors, controlling shareholders, and their associates, as stated in paragraph 8.3 of the Circular. The Company had on 21 December 2018 also made a separate application to the SGX-ST for the withdrawal of monies from the escrow account for the payment of a special dividend to Shareholders after Closing.
- 2.3 The Board wishes to announce that the Company had on 10 January 2019 received confirmation from the SGX-ST that (i) no waiver of Rule 1018(1)(a) of the Listing Manual is required for the special dividend; and (ii) the SGX-ST has no objection to the Company's application for continued trading in its securities after Closing, subject to the following:-
- (a) Compliance with the SGX-ST's continuing listing requirements;
 - (b) The submission of the contractual undertakings from the Directors of the Company, controlling shareholder, and their associates to observe the moratorium on the transfer or disposal of all their interests, direct and indirect, in the securities of the Company as required under Listing Rule 1018(1) of the Listing Manual; and
 - (c) The Company providing monthly valuation of its assets and utilisation of cash, and quarterly updates of milestones in obtaining a new business to the market via SGXNet.

- 2.4 The Company is making this announcement in relation to the above conditions for the payment of the special dividend and the approval for continued trading of the Shares, and will take the necessary steps to satisfy the conditions as mentioned above.
- 2.5 The Company will make further announcements on the above as appropriate or when there are material developments on the same.

By Order of the Board

Tan Lay Ling
Executive Director and Chief Operating Officer
11 January 2019