

SINCAP GROUP LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 201005161G)

**MONTHLY VALUATION OF ASSETS AND UTILISATION OF CASH
FOR THE MONTH OF NOVEMBER 2023**

The board of directors (the “**Board**” or “**Directors**”) of Sincap Group Limited (the “**Company**” and together with its subsidiaries, collectively the “**Group**”) wishes to announce the following pursuant to Rules 1017(1)(b) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”):

1. MONTHLY VALUATION OF ASSETS

The Company’s assets and liabilities as at 30 November 2023 are as follows:

	RMB (’000)
<u>Assets</u>	
Cash and cash equivalents	71
	71
 <u>Liabilities</u>	
Other payables	4,497
Loans from a director	4,493
Other borrowing	802
	9,792
 Net liabilities	9,721

2. MONTHLY UTILISATION OF CASH

	RMB (’000)
Opening balance as at 1 November 2023	34
Add	
- Net proceeds from borrowing ⁽¹⁾	658
Less	
- Professional services ⁽²⁾	193
- Audit fees	428
- Others, net ⁽⁴⁾	(1)
	621
 Closing balance as at 30 November 2023	71

*: Less than RMB1,000

Notes:

- (1) The Company has requested the professional investor to provide loans for the working capital of the Group, as the Company has not fulfilled certain key conditions precedent to the Proposed Investment (as announced and defined in Company's announcement dated 12 August 2022). The Company has agreed that any loan provided by the professional investor (the "**Professional Investor**") to the Company prior to the Proposed Investment, shall bear interest of 18% per annum, accrued in advance.

As disclosed in the Company's annual report for the financial years ended 31 December 2021 and 31 December 2022, the Company's auditor (the "**Auditor**"), as part of their going concern assessment, stated in the auditor's report for the financial year ended 31 December 2022 that "*We however noted that as at the date of this report, the Company has not fulfilled certain key conditions precedent to the Proposed Investment with the Professional Investor; and the ability of the Company to (i) pay its debts as and when they fall due; and (ii) undertake and complete the Proposed Reorganisation depends heavily on the willingness of the Professional Investor to provide continuous support to the Company*". The Board and the Audit and Risk Committee have noted the Auditor's comments and are of the view that the terms and conditions of loans provided by the Professional Investor are in the best interest of the Company given that (i) the Professional Investor who, at the request of the Company, has agreed to provide loans pending the fulfilment of the key conditions precedent to the Proposed Investment; and (ii) there have been no other avenues for the Company to seek funding for working capital given the current financial position and state of affairs of the Company.

- (2) Mainly comprises payments for listing fees, accounting, corporate administrative services, and central depository and share registrar services.
- (3) Mainly comprises non-cash adjustments relating to unrealised foreign exchange movements arising from foreign currency cash holdings and bank charges (computed based on the closing exchange rate of S\$/RMB 5.3505 as at 30 November 2023).

All figures set out in this announcement have not been reviewed or audited by the Company's auditor.

3. CAUTIONARY STATEMENT

The shares in the Company have been suspended from trading since 4 May 2021. Shareholders and potential investors of the Company are advised to read this announcement and any past and future announcements by the Company carefully and to exercise caution when dealing in the securities of the Company. Shareholders and potential investors of the Company are advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. In the event of any doubt, shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors, accountants and other professional advisers.

4. 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 in respect of 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.

By Order of the Board
SINCAP GROUP LIMITED

CHU MING KIN
EXECUTIVE CHAIRMAN AND CHIEF EXECUTIVE OFFICER
26 DECEMBER 2023

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"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (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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