PINE CAPITAL GROUP LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 196800320E
(the "**Company**")

RESPONSES TO QUERIES FROM THE SGX-ST IN RELATION TO THE COMPANY'S ANNOUNCEMENT OF 30 NOVEMBER 2020 ON THE RESIGNATION OF THE COMPANY'S EXECUTIVE DIRECTOR (THE "ANNOUNCEMENT")

The board of directors (the "**Board**" or "**Directors**") of the Company refers to the Announcement in relation to the resignation of Mr. Lee Sin Ann, the Company's Executive Director.

The Board would like to provide the Company's response to queries raised by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in relation to the Announcement as follows:

Query 1

Considering that Mr. Lee Sin Ann has been the key person driving the Company's matters, who will be running the Company going forward, especially the Company's trading resumption plans and finding a new core business.

Company's response

Mr. Andrew Lee, who is the Company's Executive Director, will be managing the Company. He is currently in discussions with other parties in respect of finding a suitable new core business to fulfil the requirements of the SGX-ST's Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"), in order to submit a trading resumption proposal and to maintain the Company's listing on the SGX-ST.

Query 2

Why is there no notice period given by Mr. Lee Sin Ann?

Company's response

Under the terms of Mr. Lee Sin Ann's employment agreement, Mr. Lee Sin Ann has a notice period of three months. The Board and Mr. Lee Sin Ann had mutually agreed to waive the notice period for the reason that as a cash company with minimal operations, the Board had considered that the waiver of Mr. Lee Sin Ann's notice period would be in the interests of the Company as part of the Company's cost cutting measures.

Query 3

There is only one Independent Director (Mr. Chan Wai Leung) one Executive Director (Mr. Andrew Lee) on the Company's Board currently, which is not compliant with Catalist Rule 704(7), which requires a minimum of three members on the Audit Committee. Is the Company looking to appoint two more Independent Directors?

Company's response

As set out in the Company's announcement on 1 December 2020 in relation to the changes in the composition of the Board committees, the Board is aware that it is not in compliance with the Catalist Rules. The Board is actively searching for suitable candidates to join the Board, but in light that the Company has been deemed a cash company as announced on 24 June 2020, the Board recognises

that it may potentially face challenges in identifying suitable candidates to join the Board. Nonetheless, the Board is taking all steps to identify suitable candidates and intends to appoint two more Independent Directors. The Board will look to reconstitute the board committees, including the Audit Committee, once additional directors are appointed.

BY ORDER OF THE BOARD

Lee Tze Wee, Andrew
Executive Director
2 December 2020

---

*This announcement has been prepared by the Company and reviewed by the sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

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 Mr. Pong Chen Yih, Chief Operating Officer, at 9 Raffles Place, #17-05 Republic Plaza Tower 1, Singapore 048619, telephone (65) 6950 2188.