

## SINCAP GROUP LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number 201005161G)

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### ISSUE AND ALLOTMENT OF NEW SHARES PURSUANT TO THE SINCAP PERFORMANCE SHARE PLAN

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*Unless otherwise defined, all terms not defined herein shall be as defined in the rules of the Sincap Performance Share Plan (“Sincap PSP”) and the Announcement (as defined below).*

The board of directors (the “**Board**”) of Sincap Group Limited (the “**Company**”) refers to the Company’s announcement dated 12 March 2015 in relation to the grant of Share Awards (the “**Announcement**”) pursuant to the Sincap PSP.

Further to the Announcement, the Board wishes to announce that the Company had, on 12 March 2015, issued and allotted 3,604,000 new ordinary shares in the capital of the Company (the “**New Shares**”) to the Participants pursuant to the vesting of the Awards under the Sincap PSP.

The New Shares shall be eligible for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the relevant issue or transfer date, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

The New Shares are expected to be listed and quoted on Catalist on or around 17 March 2015, and trading of the New Shares is expected to commence with effect from 9.00 a.m. on the same date.

Following the issuance and allotment of the New Shares, the number of issued and paid-up ordinary shares of the Company has increased from 351,000,000 to 354,604,000 ordinary shares.

#### BY ORDER OF THE BOARD

LUN CHEE LEONG  
Company Secretary

12 March 2015

*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor (the “**Sponsor**”), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “**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.*

*The contact person for the Sponsor is Ms. Karen Soh, Managing Director, Corporate Finance, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.*