
THE PROPOSED ISSUE OF 1% EQUITY LINKED REDEEMABLE STRUCTURED CONVERTIBLE NOTES DUE 2016

- **ALLOTMENT AND ISSUE OF SHARES PURSUANT TO THE CONVERSION OF THE FIFTH SUB-TRANCHE OF TRANCHE 1 NOTES IN THE AGGREGATE AMOUNT OF S\$550,000**
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Capitalised terms used herein shall have the same definitions ascribed to them in the Company's circular to shareholders dated 4 November 2013, unless otherwise stated or the context otherwise requires.

The Board wishes to announce that pursuant to the issuance of the fifth sub-tranche of the Tranche 1 Notes to the Subscriber, the Subscriber has, on 3 April 2014, exercised its right to convert the fifth sub-tranche of Tranche 1 Notes in the aggregate principal amount of S\$550,000 into 687,500,000 Conversion Shares, at the Floating Conversion Price of S\$0.0008.

The Floating Conversion Price of S\$0.0008 was determined by taking 80% of the average of three (3) consecutive Closing Prices per Share as selected by the Subscriber during the forty five (45) Business Days immediately preceding the Conversion Date (i.e 3 April 2014). The three (3) consecutive Closing Prices per Share selected are as follows:

	Share Price	Date
X	S\$0.001	24 January 2014
Y	S\$0.001	27 January 2014
Z	S\$0.001	28 January 2014

Floating Conversion Price	=	$\frac{X + Y + Z}{3}$	x	0.8
	=	0.0008		

The 687,500,000 Conversion Shares represents 6.4% of the total enlarged share capital of the Company. With the issue and allotment of the 687,500,000 Conversion Shares, the total issued share capital of the Company shall be increased from 10,028,641,748 ordinary shares to 10,716,141,748 ordinary shares.

The Company will make further announcement on the date of the listing and quotation of the Conversion Shares on the SGX-ST.

**BY ORDER OF THE BOARD
TRANSCU GROUP LIMITED**

Alan David Gordon
Chief Financial Officer
3 April 2014