
CONDITIONAL SHARE PURCHASE AGREEMENT IN RELATION TO THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID UP SHARE CAPITAL OF STRAITS CONSTRUCTION GROUP PTE LTD – APPOINTMENT OF FINANCIAL ADVISER

Unless otherwise defined herein, all capitalised terms and references used herein shall bear the same meanings ascribed to them in the Company's announcements dated 26 February 2014 and 21 April 2014.

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Transcu Group Limited (the “**Company**”) had on 21 April 2014 announced that the Company had entered into a conditional share purchase agreement (the “**Sale and Purchase Agreement**”) dated 16 April 2014 in relation to a proposed acquisition of the entire issued and paid up share capital of Straits Construction Group Pte Ltd (“**SC Group**”) with the shareholders of SC Group (the “**Proposed Acquisition**”).

2. APPOINTMENT OF FINANCIAL ADVISER

The Board wishes to announce that the Company has, on 7 May 2014, appointed PrimePartners Corporate Finance Pte. Ltd. as its financial adviser in respect of the Proposed Acquisition. The Company will provide further updates on the status of the Proposed Acquisition from time to time.

3. CAUTION IN TRADING

Shareholders are accordingly advised to exercise caution in trading their Shares as the Proposed Acquisition is subject to numerous conditions and there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed. The Company will make necessary announcements when there are further developments on the Proposed Acquisition and Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

4. RESPONSIBILITY STATEMENT

The Directors of the Company (including those who may have delegated detailed supervision of the preparation of this announcement) jointly and severally 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, the facts stated and opinions expressed herein are fair and accurate in all material respects as at the date hereof, and that there are no material facts the omission of which would make this announcement misleading.

By Order of the Board
TRANSCU GROUP LIMITED

Koo Ah Seang
Director
7 May 2014