

**SINCAP GROUP LIMITED**  
**(Incorporated in the Republic of Singapore)**  
**(Company Registration Number 201005161G)**

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**SINCAP GROUP LIMITED – UPDATES ON THE PROPOSED ACQUISITION**

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1. The board of directors (the “**Board**”) of Sincap Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to:
  - (a) the announcement of the Company dated 12 August 2014 (the “**12 August Announcement**”); and
  - (b) the announcement of the Company in response to the queries of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) dated 26 August 2014 (“**26 August Response**”).

*Unless otherwise defined herein, all capitalized terms and references used herein shall bear the same meaning ascribed to them in the 12 August Announcement.*

2. In view of the high trading activity in the shares of the Company on 26 August 2014, the Board had, in prudence, requested for a trading halt on the same day. Further to the 26 August Response, the parties were anticipating and looking at inserting an addendum to the Term Sheet dated 11 August 2014, details of which were announced in the 12 August Announcement, for the inclusion of the further piece of land in Australia during the trading halt period.
3. As at the date hereof, negotiations amongst the relevant parties are still in progress with a view to enter into a definitive legal agreement. No definitive terms or agreements have been entered into to-date.
4. The Board will continue to ensure compliance with the Company’s obligations under the Listing Manual Section B: Rules of Catalist of the SGX-ST, in making further announcements of any material developments in respect of the negotiations, the Proposed Acquisition, or when the definitive legal agreement has been entered into.

**CAUTIONARY STATEMENT**

5. **At this preliminary stage, shareholders should be cautioned that there is no assurance of the successful outcome of the negotiations between the Parties, that the definitive legal agreement will be entered into, that the terms of the Proposed Acquisition will not change from those in the Term Sheet dated 11 August 2014 (details of which were announced in the 12 August Announcement) and that the Proposed Acquisition will proceed.**

**Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully and to exercise caution when trading or dealing in their shares of the Company. Shareholders and potential investors should seek advice from their stockbrokers, bank managers, solicitors, accountants or other professional advisers if they have any doubts about the actions they should take.**

**By Order of the Board**

**LUN CHEE LEONG**  
**Company Secretary**

**29 August 2014**

*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.*