

**SINCAP GROUP LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No.:201005161G)

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**THE PROPOSED ALLOTMENT AND ISSUANCE OF UP TO 175,500,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S\$0.07 PER PLACEMENT SHARE (THE "PROPOSED PLACEMENT")**

**- RECEIPT OF LISTING AND QUOTATION NOTICE**

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*Unless otherwise defined, capitalised terms herein shall have the same meaning as ascribed to them in the Company's announcements dated 27 May 2014 and 10 June 2014 (the "**Announcements**").*

The board of directors (the "**Board**") of Sincap Group Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the Announcements and is pleased to announce that the Company has, on 24 June 2014, obtained the listing and quotation notice (the "**LQN**") from the SGX-ST for the listing of and quotation for up to 175,500,000 new ordinary shares in the capital of the Company ("**Placement Shares**") on Catalist, subject to the following conditions:

- (a) compliance with the SGX-ST's listing requirements; and
- (b) Shareholders' approval for the Proposed Placement being obtained at the EGM.

The Placement Shares have to be placed out within seven (7) market days from the date of the EGM.

**The LQN is not to be taken as an indication of the merits of the Placement Shares, the Proposed Placement, the Company, its subsidiaries and its securities.**

Shareholders and potential investors should exercise caution when trading in the Shares in relation to this announcement as there is no certainty that the Proposed Placement will be completed as they are subject to, *inter alia*, fulfilment of terms and conditions set out in the Placement Agreement and Shareholders' approval. When in doubt as to the action they should take, Shareholders and potential investors should consult their financial, tax or other advisors.

**BY ORDER OF THE BOARD**

Ng Hong Whee  
*Executive Chairman & Chief Executive Officer*

25 June 2014

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Canaccord Genuity Singapore Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of 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, at 77 Robinson Road #21-02 Singapore 068896, telephone 68546160.*