

SINCAP GROUP LIMITED
(Incorporated in the Republic of Singapore)
(UEN No. 201005161G)
(the “Company”)

UPDATES TO THE REPAYMENT OBLIGATIONS UNDER THE FUND REPAYMENT AGREEMENT BETWEEN BEIJING LU KUANG ENGINEERING CONSULTANCY CO., LTD., BEIJING RAFFLES INVESTMENT ADVISORY CO., LTD. AND MR. FU HAO

The board of directors of the Company (the “**Board**”) wishes to announce the following updates to the repayment obligations of the Company and/or its subsidiaries (the “**Group**”) in respect of the Fund Repayment Agreement (as defined below).

As disclosed on page 144 of the offer document of the Company dated 17 July 2012, the Company had entered into a fund repayment agreement dated 31 December 2011 (the “**Fund Repayment Agreement**”) with Beijing Lu Kuang Engineering Consultancy Co., Ltd. (“**Beijing Lukuang**”), Beijing Raffles Investment Advisory Co., Ltd. (“**Beijing Raffles**”) and Mr. Fu Hao in respect of interest-free advances which had been extended to the Group. Pursuant to the Fund Repayment Agreement, Mr. Fu Hao and Beijing Lukuang agreed, *inter alia*, that the repayment of RMB16,690,477.22 (the “**Undertaking Amount**”) which had been previously extended from Beijing Lukuang to Beijing Raffles on an interest-free basis, would be progressively repaid according to the repayment schedule as set out in (the “**Repayment Schedule**”) the Fund Repayment Agreement.

The Company wishes to inform the shareholders of the Company that on 11 July 2014, Beijing Lukuang, Beijing Raffles and Mr. Fu Hao had entered into a novation agreement in respect of the Fund Repayment Agreement (the “**Novation Agreement**”), to novate, *inter alia*, Beijing Lukuang’s rights and obligations under the Fund Repayment Agreement to Mr. Fu Hao. Thus, following the execution of the Novation Agreement, Beijing Raffles owes an amount equal to the Undertaking Amount (on an interest-free basis) to Mr. Fu Hao and shall repay such amounts in accordance with the Repayment Schedule.

Additionally, the Company also wishes to announce that Mr. Fu Hao had entered into a deed of undertaking dated 11 July 2014 (the “**Undertaking**”) whereby he undertakes to the Company and Beijing Raffles, *inter alia*, that the Company shall continue to observe the Repayment Schedule and that he will not demand repayment of the Undertaking Amount save as in accordance with the Fund Repayment Agreement and the Novation Agreement.

A copy of the Fund Repayment Agreement, the Novation Agreement and the Undertaking are available for inspection during normal business hours at 28 Sin Ming Lane, #08-131, Singapore (573972) for a period of three (3) months from the date of this announcement.

BY ORDER OF THE BOARD

LUN CHEE LEONG
Company Secretary

11 July 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.

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