

Nippecraft Ltd
Extraordinary General Meeting
Proposed Transfer from Mainboard to Catalist

8 June 2018 • 9 a.m.

Disclaimer

The presentation is prepared by Nippecraft Limited (the "Company") and is intended solely for your personal reference and is strictly confidential. The information contained in this presentation is subject to change without notice, its accuracy is not guaranteed and it may not contain all material information concerning the Company. Neither the Company nor any of its affiliates, advisors or representatives make any representation regarding, and assumes no responsibility or liability whatsoever (in negligence or otherwise) for, the accuracy or completeness of, or any errors or omissions in, any information contained herein nor for any loss howsoever arising from any use of these materials. By attending this presentation, you are agreeing to be bound by the restrictions set out below. Any failure to comply with these restrictions may constitute a violation of applicable securities laws.

The information contained in these materials has not been independently verified. No representation or warranty, expressed or implied, is made as to, and no reliance should be placed on the fairness, accuracy, completeness or correctness of, the information or opinions contained herein. It is not the intention to provide, and you may not rely on these materials as providing, a complete or comprehensive analysis of the Company's financial or trading position or prospects. The information and opinions contained in these materials are provided as at the date of this presentation and are subject to change without notice. None of the underwriters nor any of their respective affiliates, advisors or representatives shall have any liability whatsoever (in negligence or otherwise) for any loss howsoever arising from any use of these materials.

In addition, the information contains projections and forward-looking statements that reflect the Company's current views with respect to future events and financial performance. These views are based on a number of estimates and current assumptions which are subject to business, economic and competitive uncertainties and contingencies as well as various risks and these may change over time and in many cases are outside the control of the Company and its directors. No assurance can be given that future events will occur, that projections will be achieved, or that the Company's assumptions are correct. Actual results may differ materially from those forecast and projected.

This presentation and such materials is not and does not constitute or form part of any offer, invitation or recommendation to purchase or subscribe for any securities and no part of it shall form the basis of or be relied upon in connection with any contract, commitment or investment decision in relation thereto. This document may not be used or relied upon by any other party, or for any other purpose, and may not be reproduced, disseminated or quoted without the prior written consent of the Company.

Any investment in any securities issued by the Company or its affiliates should be made solely on the basis of the final offer document issued in respect of such securities.

Relaying copies of this presentation to other persons in your company or elsewhere is prohibited.

These materials are not for distribution, directly or indirectly, in or into the United States, Canada or Japan.

These materials are not an offer of securities for sale into the United States, Canada or Japan. The securities may not be offered or sold in the United States under the U.S. Securities Act of 1933, as amended, unless they are registered or exempt from registration. There will be no public offer of securities in the United States.



Main Board vs Catalist Board

	Main Board	Catalist
Supervision	The SGX-ST supervises the compliance of issuer's with their continuing listing obligations under the Main Board rules.	Sponsors supervise the compliance of issuers' with their continuing listing obligations under the Catalist rules.
Changes in Capital	An issuer can obtain the mandate of shareholders to issue up to 50% of the issuer's share capital excluding treasury shares (of which shares issued on a non pro-rata basis must not exceed 20%).	An issuer can obtain the mandate of shareholders to issue up to 100% of the issuer's share capital excluding treasury shares (of which shares issued on a non pro-rata basis must not exceed 50%). If shareholders approve such mandate by special resolution, the 50% limit can be increased to 100%.
Acquisitions and Realisations	Acquisitions or disposals of assets resulting in the relevant bases set out in the Main Board rules (i.e. group's net assets, profits, market capitalisation or equity securities issued, as the case may be) being more than 20% will require the approval of shareholders.	Acquisitions of assets resulting in the relevant bases set out in the Catalist rules (i.e. group's net assets, profits, market capitalisation or equity securities issued, as the case may be) being more than 75% will require the approval of shareholders. Disposals of assets resulting in the relevant bases set out in the Catalist rules (i.e. group's net assets, profits, market capitalisation or equity securities issued, as the case may be) being more than 50% will require the approval of shareholders.



STATIONERY CORPORATE CUSTOMISATION

Main Board vs Catalist Board (Continued)

	Main Board	Catalist
Minimum Trading Price	There is a minimum trading price of S\$0.20.	There is no minimum trading price.
Watch-list Criteria	The SGX-ST will place an issuer on the watch-list under either of the following:- (i) Financial Entry Criterion Records pre-tax losses for the 3 most recently completed consecutive financial years (based on the audited full year consolidated accounts), and an average daily market capitalisation of less than S\$40 mil over the last 6 months. (i) MTP Requirement Records a volume weighted average price of less than S\$0.20 and an average daily market capitalisation of less than S\$40 mil over the last 6 months, save that for the purposes of this rule, real estate investment trusts and business trusts are only subject to the MTP Requirement but not the Financial Entry Criterion.	There is no watch-list.



JOURNAL
PLANNER
ORGANISER
STATIONERY
CORPORATE
CUSTOMISATION

Role of a Sponsor

- The role of a sponsor is to supervise the companies listed on Catalist to ensure that they comply with continuing listing obligations ie Catalist listing rules.
- SAC Capital Pte Ltd will be appointed as the sponsor.



Timeline

Stock counter / code Nippecraft /N32 (remains

unchanged)

Catalist indication "t"

Extraordinary General Meeting 8 June 2018

Effective date of transfer 13 June 2018

Removal from Financial and Minimum 13 June 2018
Trading Price ("MTP") watch lists

Trading of shares will proceed as per normal. There will be no trading disruption from 8 June to 13 June 2018.

DIARY

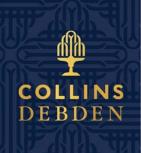
NOTEBOOK

JOURNAL PLANNER

ORGANISER

STATIONERY

CORPORATE



DIARY

NOTEBOOK

ORGANISER

STATIONERY

JOURNAL PLANNER

Use of CPF Savings

- The Board wishes to highlight that Central Provident Fund ("CPF") savings cannot be used to purchase shares that are listed on the Catalist, except for companies that were migrated from the Stock Exchange of Singapore Dealing and Automated Quotation (SESDAQ) to the Catalist on 17 December 2007.
- Hence, once the Company transfers its listing to the Catalist, CPF account savings can no longer be used to purchase the Company's shares ("Shares") under the Central Provident Fund Investment Scheme ("CPFIS").
- Shareholders who have purchased the Shares using their CPF savings under the CPFIS can choose to hold or sell such Shares or participate in corporate actions, subject to prevailing CPFIS rules and limits for such shares.



Thank You



Question and Answer