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Nippecraft Ltd

Extraordinary General Meeting

Proposed Transfer from Mainboard to Catalist

8 June 2018 • 9 a.m.

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# Main Board vs Catalyst Board

	Main Board	Catalist
<b>Supervision</b>	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 Catalyst rules.
<b>Changes in Capital</b>	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%.
<b>Acquisitions and Realisations</b>	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 Catalyst 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 Catalyst 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.

# Main Board vs Catalyst Board (Continued)

	Main Board	Catalist
<b>Minimum Trading Price</b>	There is a minimum trading price of S\$0.20.	There is no minimum trading price.
<b>Watch-list Criteria</b>	<p>The SGX-ST will place an issuer on the watch-list under either of the following:-</p> <p>(i) Financial Entry Criterion</p> <p>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.</p> <p>(i) MTP Requirement</p> <p>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.</p>	There is no watch-list.



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# Role of a Sponsor

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- 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.

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# Timeline

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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 Trading Price (“MTP”) watch lists	13 June 2018
Trading of shares will proceed as per normal. There will be no trading disruption from 8 June to 13 June 2018.	

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# Use of CPF Savings

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- 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.

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# Thank You





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# Question and Answer

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