

CHANGES TO THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

*Capitalised terms used but not defined herein shall have the same meanings ascribed to them in the Company's announcement dated 18 March 2025 in relation to the entry of a sales and purchase agreement with PM Capital Pte. Ltd. (the "**Vendor**") for the acquisition of all issued shares in the capital of Skylink APAC Pte. Ltd. (the "**Target**" and together with its subsidiaries post restructuring, the "**Target Group**") (the "**Proposed Acquisition**").*

The Board of Directors (the "**Board**") of Sincap Group Limited (the "**Company**") and together with its subsidiaries, collectively the "**Group**") wishes to announce that Mr. Tay Boon Zhuan ("**Max Tay**") has resigned as an Independent Director of the Company with effect from 20 June 2025.

In view of the work experience of Max Tay, the management of the Vendor of the Target Group have approached Max Tay to join the Non-Target Group¹ as an executive officer to assist with financial reporting and management relating to its potential corporate actions, which Max Tay has agreed. Consequently, Max Tay has tendered his resignation as Independent Director of the Company. The Board would like to express its thanks and appreciation to Max Tay for his contribution to the Company during his tenure.

It is envisaged that following the completion of the Proposed Acquisition, new independent directors (the "**Proposed New Independent Directors**") would be appointed to the Board and the respective Board Committees of the Company. During this transition period, Mr. Teh Wing Kwan, who is currently the Non-Independent Non-Executive Chairman will temporarily assume the role of Acting Chairman of the Audit and Risk Committee until the appointment of the Proposed New Independent Directors.

The detailed announcement pursuant to Rule 704(6) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited relating to the resignation of Max Tay, has been released separately via SGXNet today.

¹ Non-Target Group refers to entities which are owned by the Vendor that do not form part of the Target Group. The business of the entities which are part of the Non-Target Group includes amongst others, mainly the trading and retail of commercial and passenger motor vehicles.

CHANGES IN THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

Consequent to the aforementioned changes, the composition of the Board and Board Committees of the Company shall be re-constituted as follows with effect from 20 June 2025:

Board of Directors

Mr. Teh Wing Kwan	Non-Independent Non-Executive Chairman
Mr. Lee Fang Wen	Independent Director

Audit and Risk Committee

Mr. Teh Wing Kwan	Acting Chairman
Mr. Lee Fang Wen	Member

Nominating Committee

Mr. Lee Fang Wen	Chairman
Mr. Teh Wing Kwan	Member

Remuneration Committee

Mr. Lee Fang Wen	Acting Chairman
Mr. Teh Wing Kwan	Member

By Order of the Board

SINCAP GROUP LIMITED

TEH WING KWAN

NON-INDEPENDENT NON-EXECUTIVE CHAIRMAN

20 JUNE 2025

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (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 Charmian Lim, Telephone: +65 6232 3210, at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.