

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

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**THE PROPOSED ACQUISITION OF ORION ENERGY RESOURCES PTE. LTD.**  
**- RECEIPT OF LISTING AND QUOTATION NOTICE**

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The board of directors (the "**Board**") of Sincap Group Limited (the "**Company**") refers to the Company's announcements dated 1 April 2015, 18 May 2015, 2 July 2015, 31 July 2015 and 9 September 2015 (the "**Announcements**") relating to the proposed acquisition of Orion Energy Resources Pte. Ltd.. Unless otherwise defined, all capitalised terms used herein shall bear the same meaning as ascribed to them in the Announcements.

Further to the Announcements, the Board wishes to announce that the Company has, on 9 September 2015, received the listing and quotation notice ("**LQN**") from the SGX-ST in respect of the listing of and quotation for 38,000,000 Revised Consideration Shares on Catalist, subject to compliance with the SGX-ST's listing requirements

The LQN is not to be taken as an indication of the merits of the Revised Consideration Shares, the Proposed Acquisition, the Company, its subsidiaries and their securities.

Further announcement(s) will be made by the Company in due course upon the allotment and issuance of the Revised Consideration Shares as well as completion of the Proposed Acquisition.

BY ORDER OF THE BOARD

**CHU MING KIN**  
Chairman and CEO

9 September 2015

*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 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.*

*The contact person for the Sponsor is Ms. Alice Ng, Director and Head of Continuing Sponsorship, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road, #21-02, Singapore 068896, telephone (65) 6854-6160.*