

SINCAP GROUP LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201005161G)
(the “**Company**”)

THE PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 2,603,350,000 RIGHTS SHARES ON THE BASIS OF FIVE (5) RIGHTS SHARES FOR EVERY ONE (1) EXISTING SHARE HELD BY SHAREHOLDERS AS AT THE BOOKS CLOSURE DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED

- ISSUE AND LISTING OF 379,830,410 RIGHTS SHARES

The Board of Directors (the “**Board**”) of Sincap Group Limited (the “**Company**”) refers to the Company’s circular dated 31 January 2017 (the “**Circular**”) in relation to the Company’s proposed renounceable non-underwritten rights issue of up to 2,603,350,000 new ordinary shares in the capital of the Company (“**Rights Shares**”), on the basis of five (5) Rights Shares for every one (1) existing ordinary share in the capital of the Company held as at the books closure date to be determined, fractional entitlements to be disregarded, as well as the Company’s previous announcements dated 5 December 2016, 24 January 2017, 24 February 2017, 7 March 2017, 15 March 2017 and 5 April 2017 (the “**Previous Announcements**”).

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Circular, the Offer Information Statement, the Addendum to the Offer Information Statement and the Previous Announcements.

Further to the Previous Announcements, the Board wishes to announce that the Company has allotted and issued 379,830,410 Rights Shares today pursuant to the Rights Issue. Following the allotment and issuance of 379,830,410 Rights Shares, the total number of issued Shares (excluding treasury shares) has increased from 520,670,000 Shares to 900,500,410 Shares. The gross proceeds raised is S\$3,798,304.10.

The Rights Shares allotted and issued to subscribers with Securities Accounts (including those who have elected to receive their Rights Shares in their respective Securities Accounts) will be credited into their respective securities accounts on 10 April 2017. There are no other subscribers other than those with Securities Accounts.

The 379,830,410 Rights Shares when issued, will rank *pari passu* in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the 379,830,410 Rights Shares.

The 379,830,410 Rights Shares are expected to be listed and quoted on Catalist with effect from 9.00 a.m. on 11 April 2017.

BY ORDER OF THE BOARD
SINCAP GROUP LIMITED

Chu Ming Kin

Executive Chairman and Chief Executive Officer
7 April 2017

*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s Sponsor, Stamford Corporate Services Pte. Ltd. (the “**Sponsor**”), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (“**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. The Sponsor and the SGX-ST assume 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 Mr. Bernard Lui, Telephone: +65 63893000, Email: bernard.lui@morganlewis.com.