

## **SINCAP GROUP LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration Number 201005161G)

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### **(1) CHANGES IN THE COMPOSITION OF THE BOARD (2) RECONSTITUTION OF THE AUDIT AND RISK, NOMINATING AND REMUNERATION COMMITTEES**

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The board of directors (the "**Board**") of Sincap Group Limited (the "**Company**") wishes to announce that with effect from 22 September 2014, Professor Sha Zhenquan will relinquish his positions as the Independent Director of the Company, the Chairman of the Nominating Committee and member of the Audit and Risk Committee and Remuneration Committee.

The Board would like to extend its gratitude and appreciation to Professor Sha Zhenquan for his contributions to the Company. The Board and management wish him all the best for his future endeavours.

The particulars of Professor Sha Zhenquan as required under Rule 704(6) of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") will be set out in a separate announcement.

Following the above resignation, Mr Tay Wee Kwang has been designated as the Chairman of the Nominating Committee with effect from 22 September 2014. The Board and its Board Committees will be reconstituted as follows:

#### **Board of Directors**

- |    |                   |                              |
|----|-------------------|------------------------------|
| 1. | Mr Ng Hong Whee   | - Executive Chairman and CEO |
| 2. | Mr Tan Seow Kheng | - Non-Executive Director     |
| 3. | Mr Yong Chor Ken  | - Lead Independent Director  |
| 4. | Mr Lin Song       | - Independent Director       |
| 5. | Mr Tay Wee Kwang  | - Independent Director       |

#### **Audit and Risk Committee**

- |    |                  |            |
|----|------------------|------------|
| 1. | Mr Yong Chor Ken | - Chairman |
| 2. | Mr Lin Song      | - Member   |
| 3. | Mr Tay Wee Kwang | - Member   |

#### **Nominating Committee**

- |    |                  |            |
|----|------------------|------------|
| 1. | Mr Tay Wee Kwang | - Chairman |
| 2. | Mr Lin Song      | - Member   |
| 3. | Mr Yong Chor Ken | - Member   |

**Remuneration Committee:**

1. Mr Lin Song - Chairman
2. Mr Yong Chor Ken - Member
3. Mr Tay Wee Kwang - Member

**BY ORDER OF THE BOARD**

LUN CHEE LEONG  
Company Secretary

22 September 2014

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of 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.*

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