

REPLY TO SGX QUERIES REGARDING THE COMPANY'S SUBSCRIPTION OF CONVERTIBLE LOAN NOTE ISSUED BY BARONS VISTA LLC.

The Board of Directors (the "**Board**") of Sinjia Land Limited (the "**Company**") refers to the previous announcement dated 8 July 2014 (the "**Previous Announcement**") in relation to the proposed subscription of a convertible loan note issued by Barons Vista LLC. The Company has received the following queries from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 14 July 2014, and would like to provide the following responses to the queries.

Unless otherwise defined herein, all capitalised terms used in this announcement shall bear the same meanings as ascribed to the in the Previous Announcement.

SGX Queries:

1. Brief details on the Project including the stage of acquisition of the land (referred to in paragraph 3 of the Announcement), stage of development, etc;
2. Background information on Barons Vista and Property Barons including directors, date of incorporation, financial position and financial performance;
3. What is Mr Lim Beng Siang's stake in Property Barons and parties holding the remaining stakes?
4. Details of any arrangement between Property Barons and Baron's Vista;
5. Brief details on the party who had referred the deal to the Company;
6. Any connection (including business dealings) between Mr Lim, Baron Property, Barons Vista with any of the Company's directors or substantial shareholders;
7. The bases and factors taken into consideration by the Company's Board of Directors in accepting the Guarantee and Indemnity provided by each of Property Barons and Mr Lim Beng Siang to the Company; and
8. Under the "Conversion of Note", please confirm if the Balance Amount of US\$1,000,000 is S\$ or US\$.

Company's response:

1. Barons Vista has completed the acquisition of the Land, and has granted a mortgage over the Land in favour of the Company to secure the due and punctual payment of all monies payable by Barons Vista and performance of all obligations of Barons Vista under the Agreement and the Convertible Loan Note.

As disclosed in the Previous Announcement, Barons Vista is undertaking a project for a proposed mixed development of residential properties (including single family homes, paired homes or duplexes or townhouses) and commercial properties (including offices, a hotel and a mall) on the Land.

The Project has received a Comprehensive Plan Amendment from the authorities for the supply of utilities such as sewer, water and electricity to the Land. A Planned Unit Development has been submitted and will be followed by the Preliminary & Final Plat, being the regulatory processes that

form part of the infrastructure approvals, layout of the detailed development plans and the legal description of each parcel of land, lot boundaries, street indication and easements.

2. Barons Vista is a company incorporated in Delaware on 8 April 2014 and located at 637 Bernie Street, Killdeer, North Dakota. Mr. Lim Beng Siang is the sole director of Barons Vista.

Property Barons is a company incorporated in Singapore on 16 September 2010 with its registered office at 100 Beach Road, #12-09, Shaw Towers, Singapore 189702. Mr. Lim Beng Siang is the sole director of Property Barons.

In the event that the Company elects to exercise the Option to convert the Balance Amount portion of the Convertible Loan Note into new ordinary shares of Barons Vista, the Company will provide information on the financial position and financial performance of Barons Vista, as well as the reasons for such conversion.

3. Mr Lim Beng Siang's stake in Property Barons is 88% and the other shareholders are Goh Kim Hiang Mabel and Jacqueline Yee Lin who own 7% and 5% respectively.
4. Barons Vista is currently only a holding company that owns the Land. Property Barons controls the planning, operations and engagement of the vendors, associates and suppliers for the Project in the United States, until such time when Barons Vista hires its own staff and carries out its own operations. Mr Lim Beng Siang is the director of both Property Barons and Barons Vista.
5. Mr Cheong Weixiong, the Executive Director and Group Chief Executive Officer of the Company, referred the deal to the Company. Mr Cheong and Mr Lim Beng Siang were acquainted through the Real Estate Developers Association of Singapore.
6. To the best knowledge and belief of the Company, none of the Directors or controlling shareholders of the Company has any connection (including prior business dealings) with Mr Lim Beng Siang, Property Barons or Barons Vista.
7. The Board has, in addition to the mortgage granted by Barons Vista over the Land, requested for the guarantee and indemnity to be provided by Property Barons and Mr Lim Beng Siang as additional safeguards to secure the due and punctual payment of all monies payable by Barons Vista and performance of all obligations of Barons Vista under the Agreement and the Convertible Loan Note.
8. Under "Conversion of Note" in section 3 of the Previous Announcement, the Balance Amount should be S\$1,000,000 and not US\$1,000,000.

By Order of the Board
SINJIA LAND LIMITED

Cheong Weixiong
Group Chief Executive Officer

16 July 2014