

MENCAST HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 200802235C)

THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF TOP GREAT ENGINEERING & MARINE PTE LTD (“TOP GREAT ACQUISITION”)

Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meanings as in the Company’s announcements dated 18 May 2011, 8 July 2011, 22 July 2011, 4 August 2011 and 5 August 2011 in relation to the Top Great Acquisition (the “Announcements”).

ALLOTMENT AND ISSUE OF THE 1st TRANCHE CONSIDERATION SHARES TO THE VENDORS AND THE NOMINEE

Further to the Announcements, the Board of Directors is pleased to announce that the Company has today issued and allotted 14,693,877 1st Tranche Consideration Shares at the Issue Price of S\$0.490 for each 1st Tranche Consideration Share to the Vendors and the Nominee in accordance with the terms and conditions of the Agreement. The number of 1st Tranche Consideration Shares to be received by each of the Vendor and the Nominee is as follows:

	No. of 1st Tranche Consideration Shares issued
Vendor #1	8,765,102
Vendor #2	484,898
Vendor #3	4,040,816
Nominee	1,403,061
Total	14,693,877

The 1st Tranche Consideration Shares represent approximately 7.93% of the enlarged issued share capital of the Company comprising 185,266,477 Shares following the issuance of the 1st Tranche Consideration Shares.

The 1st Tranche Consideration Shares will be listed and quoted on the Catalist on 22 August 2011 and trading of the 1st Tranche Consideration Shares will commence with effect from 9.00 a.m. on the same date.

Further announcements in respect of the allotment and issuance of the 2nd Tranche Consideration Shares and the 3rd Tranche Consideration Shares will be made in due course.

BY ORDER OF THE BOARD

SIM SOON NGEE GLENN DLE
Executive Chairman and Chief Executive Officer
19 August 2011

This announcement and its contents have been reviewed by the Sponsor, CIMB Bank Berhad, Singapore Branch, for compliance with the relevant rules of the SGX-ST, this being the Catalist Rules. 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 Mah Kah Loon, Head, Corporate Finance, CIMB Bank Berhad, Singapore Branch, 50 Raffles Place, #09-01 Singapore Land Tower, Singapore 048623, telephone (65) 6337-5115.