

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, 5 August 2011 and 19 August 2011 in relation to the Top Great Acquisition (the “Announcements”).

ALLOTMENT AND ISSUE OF THE 2nd 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 7,346,939 2nd Tranche Consideration Shares at the Issue Price of S\$0.490 for each 2nd Tranche Consideration Share to the Vendors and the Nominee in accordance with the terms and conditions of the Agreement. The number of 2nd Tranche Consideration Shares to be received by each of the Vendor and the Nominee is as follows:

	No. of 2nd Tranche Consideration Shares issued
Vendor #1	4,877,551
Vendor #2	242,449
Vendor #3	1,653,061
Nominee	573,878
Total	7,346,939

The 2nd Tranche Consideration Shares represent approximately 3.33% of the enlarged issued share capital of the Company comprising 220,859,312 Shares following the issuance of the 2nd Tranche Consideration Shares.

The 2nd Tranche Consideration Shares will be listed and quoted on the Mainboard of the SGX-ST on 6 August 2012 and trading of the 2nd 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 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
3 August 2012
