

FORM D: ACCREDITED INVESTOR DECLARATION FORM

Date:

(For Individuals)

Ref. No.:

Account Manager Name:

INDIVIDUAL ACCREDITED INVESTOR DECLARATION FORM**DEFINITIONS:**

“Accredited Investor” means an individual –

(A) An individual whose income in the preceding 12 months exceeded S\$300,000 (or its equivalent in a foreign currency) or such other amount as the Authority may prescribe in place of the first amount; or

(B) An individual whose net personal assets exceed in value S\$2 million (or its equivalent in a foreign currency) or such other amount as the Authority may prescribe in place of the first amount; when determining the value of an individual's net personal asset, the value of the individual's primary residence - Ba) is to be calculated by deducting any outstanding amounts in respect of any credit facility that is secured by the residence from the estimated fair market value of the residence; and bb) is taken to be the lower of the following: (i) the value calculated under paragraph (Ba) (ii) \$1 million

(C) An individual whose financial assets (net of any related liabilities) exceed in value S\$1 million (or its equivalent in a foreign currency) or such other amount as the Authority may prescribe in place of the first amount, where “financial asset” means — Ca) a deposit as defined in section 4B of the Banking Act; Cb) an investment product as defined in section 2(1) of the Financial Advisers Act; or Cc) any other asset as may be prescribed by regulations made under section 341.

“SC” means Sanctuary Capital Pte Ltd.

NOTICE:

Please note that being treated as an accredited investor means, among other things, that you will be deemed to have more knowledge and the ability to understand and manage the risks of the financial products that you choose to invest in. This means that we are allowed to assume that you have a certain level of understanding of financial products, including collective investment schemes, and are not obliged to determine your precise level of understanding of such products. We are also allowed to assume that you have sought independent advice prior to purchasing or participating in any financial instrument or investment. In addition, when you hold certain financial instruments or participate in certain activities, you will be afforded fewer statutory protections and remedies than retail investors.

Where you are purchasing capital markets products offered pursuant to section 275 or 305 of the SFA, you should be aware that the restrictions and prohibition on subsequent transfers of those products will apply to you.

GENERAL WARNING

Accredited Investors are assumed to be better informed, and better able to access resources to protect their own interests, and therefore require less regulatory protection. Investors who agree to be treated

as accredited investors therefore forgo the benefit of certain regulatory safeguards. For example, issuers of securities are exempted from issuing a full prospectus registered with the Monetary Authority of Singapore in respect of offers that are made only to accredited investors, and intermediaries are exempted from a number of business conduct requirements when dealing with accredited investors. Investors should consult a professional adviser if they do not understand any consequence of being treated as an accredited investor.

Explanatory Note

The following sets out the effect under the consent provisions of you being treated by us as an accredited investor. Where we deal with you as an accredited investor, we would be exempt from complying with certain requirements under the Securities and Futures Act, Chapter 289 of Singapore (the “SFA”) and certain regulations and notices issued thereunder.

Please note that the regulatory requirements that we are exempted from when dealing with you as an accredited investor may be amended and updated from time to time due to regulatory changes or otherwise.

Under the SFA and the regulations and notices issued thereunder:

Prospectus Exemption under Section 305 of the SFA. Under Part XIII of the SFA, all offers of securities and securities-based derivatives contracts, and units of collective investment schemes are required to be made in or accompanied by a prospectus in respect of the offer that is lodged and registered with the Monetary Authority of Singapore (the “MAS”) and which complies with the prescribed content requirements, unless exempted. The SFA further provides for criminal liability for false and misleading statements contained in the prospectus, omissions to state any information required to be included in the prospectus or omissions to state new circumstances that have arisen since the prospectus was lodged with the MAS which would have been required to be included in the prospectus if it had arisen before the prospectus was lodged with the MAS. In addition, certain persons, including the person making the offer, the issuer, the issue manager and the underwriter (the “Persons”) may be liable to compensate any person who suffers loss or damage as a result of the false or misleading statement in or omission from the prospectus, even if such persons were not involved in the making of the false or misleading statement or the omission.

Section 305 of the SFA is an exemptions from the prospectus registration requirement under the SFA, and exempt the offeror from registering a prospectus when units of collective investment schemes is made to relevant persons. Relevant persons include accredited investors.

When we deal with you as an accredited investor, we are exempt from the prospectus requirements under Part XIII of the SFA pursuant to the exemptions under Section 305 of the SFA. As a result of this, we are not under any statutory obligation to ensure that all offers of the relevant products to you are made in or accompanied by a prospectus that is lodged and registered with the MAS and which complies with the prescribed content requirements. Consequently, we are not subject to the statutory prospectus liability under the SFA and you would not be able to seek compensation from the Persons under the civil liability regime for prospectuses even if you suffer loss or damage as a result of any false or misleading statement in or omissions in the offering document. You are therefore not protected by the prospectus registration requirements of the SFA.

DECLARATION:

Please check the boxes that apply to you:

No.	Checkbox	Declaration
1.	<input type="checkbox"/>	<p>I am an individual whose net personal assets exceed S\$2 million in value (or its equivalent in a foreign currency) or such other amount as the Monetary Authority of Singapore may prescribe in place of the first amount, provided that in determining the value of such individual's net personal assets, the value of the individual's primary residence:</p> <p>(a) is to be calculated by deducting any outstanding amounts in respect of any credit facility that is secured by the residence from the estimated fair market value of the residence; and</p> <p>(b) is taken to be the lower of the following:</p> <p style="margin-left: 20px;">(i) the value calculated under (a); and</p> <p style="margin-left: 20px;">(ii) S\$1 million</p>
2.	<input type="checkbox"/>	<p>I am an individual whose Financial Assets (net of any related liabilities) exceed in value S\$1 million (or its equivalent in a foreign currency) or such other amount as the Monetary Authority of Singapore ("MAS") may prescribe in place of the first amount, where "Financial Asset" means:</p> <p>(a) a deposit as defined in section 4B of the Singapore Banking Act (Cap. 19);</p> <p>(b) an investment product as defined in section 2(1) of the Financial Advisers Act (Cap. 110) being any securities, units in collective investment scheme, derivatives contracts, spot FX contracts (whether carried out for the purpose of leveraged foreign exchange trading or otherwise) any life policies and structured deposits.; or</p> <p>(c) any other asset as may be prescribed by regulations made under section 341 of the Securities and Futures Act (Cap. 289) ("SFA").</p>
3.	<input type="checkbox"/>	<p>I am an individual whose income in the preceding 12 months is not less than S\$300,000 (or its equivalent in a foreign currency) or such other amount as the MAS may prescribe in place of the said amount.</p>
4.	<input type="checkbox"/>	<p>A corporation the entire share capital of which is owned by one or more persons, all of whom are "Accredited Investors" as defined under the SFA and any other applicable securities laws in Singapore.</p> <p>(Please submit a copy of this form countersigned by each shareholder of the corporation if you are making a declaration under this section.)</p>

I hereby declare that I am an Accredited Investor as defined in Section 4A(1)(a) of the Securities and Futures Act (Cap. 289) ("SFA") and consent to be treated as the same.

In completing, signing, and returning this form to SC, I represent and warrant that the information and confirmations I have provided in this form, and all information contained in this document and any other documentation that I provide are complete, true, and accurate.

If there is any change in circumstances relating to my (i) net personal or financial asset holdings or income that may affect any of my declarations and representations set out above or (ii) status as an Accredited Investor under Singapore law such that I cease to be an Accredited Investor at any time, I undertake to promptly inform SC of such change in circumstances. If such changes cannot be rectified, I acknowledge and accept that SC shall have full discretion to decide to refrain from treating me as an Accredited Investor.

I agree to submit any documentary evidence for verification purposes upon request from SC, and I confirm and agree to undertake that all information and supporting documents provided to SC is/will be true and accurate, and SC shall be entitled to rely on its accuracy.

I agree to hold SC and its directors, officers, agents and affiliates harmless and keep each party indemnified from and against any and all losses, costs (including legal costs on a full indemnity basis), claims, damages and expenses whatsoever which any of them may incur (directly or indirectly) as a result of SC relying on the information and documents furnished by me with regards to this declaration.

I am aware that I may at any time withdraw my consent by writing in to SC at Investor.relations@sanctuary-capital.com, upon which SC will not treat me as an Accredited Investor. I agree that SC will require up to 5 working days upon receipt of the request to process my withdrawal of consent.

I have read and understood the relevant terms, conditions and risks associated with investments, and I confirm that I know and understand the consequences of consenting to being treated by SC as an Accredited Investor. I confirm that I consent to being treated as an Accredited Investor, and I am capable and willing to assume the risks associated with investments, and SC does not accept any liability whatsoever for any investment decision that I make.

I hereby confirm that I have read and understood the contents of this Individual Accredited Investor Declaration Form in full, and I accept and agree with all the terms stated therein, including agreeing to be treated as an Accredited Investor as defined in Section 4A(1)(a) of the SFA for all my dealings with SC.

Signature of Client:

Name:

NRIC No.:

Date:

Signature of Witness:

Name:

NRIC No.:

Date: