

SINCERE WATCH LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 197700967C)
(the "**Company**")

**DESPATCH OF OFFER DOCUMENT IN RELATION TO THE VOLUNTARY
CONDITIONAL CASH OFFER FOR SINCERE WATCH LIMITED BY
SINCERE HOLDINGS LIMITED**

Where capitalised terms are used in this announcement and not otherwise defined, such capitalised terms shall bear the same meanings as ascribed to them in the Company's announcement dated 30 September 2009 in relation to the Offer.

A. Introduction

The Board of Directors of the Company (the "**Board**") refers to the voluntary conditional cash offer (the "**Offer**") by Sincere Holdings Limited (the "**Offeror**") for all of the issued ordinary shares (the "**Shares**") in the capital of the Company, other than those Shares held directly or indirectly, by the Offeror as at the date of the Offer (the "**Offer Shares**").

B. Despatch of Offer Document

The Board wishes to inform shareholders of the Company (the "**Shareholders**") that the Offeror has, on 14 October 2009 announced that an offer document dated 14 October 2009 (the "**Offer Document**") setting out the terms and conditions of the Offer and enclosing the Form of Acceptance and Transfer has been despatched by the Offeror on the same day to the Shareholders.

The Offer is subject to the terms and conditions set out in the Offer Document. For further details of the Offer, please refer to a copy of the Offer Document which is available on the website of the Company at www.sincere.com.sg.

A circular (the "**Offeree Board Circular**") containing the recommendation of CIMB Bank Berhad, Singapore Branch ("**CIMB**"), the independent financial adviser to the directors of the Company in respect of the Offer, will be despatched by the Company to the Shareholders within 14 days of the date of despatch of the Offer Document.

In the meantime, Shareholders are advised to refrain from taking any action in respect of their Offer Shares which may be prejudicial to their interests, and to exercise caution when dealing in their Offer Shares, until they and their advisers have considered the information and the recommendation of CIMB to be contained in the Offeree Board Circular.

C. Responsibility Statement

The Directors of the Company (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted from published or otherwise publicly available sources (including, without limitation, the Offer Announcement and the Offer Document), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information has been accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Mr. John Howard Batchelor
Chairman
14 October 2009