

JOINT VENTURE AGREEMENT WITH BIMEX LLC

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 26 May 2011 relating to the Proposed Joint Venture.

Further to the announcement on 26 May 2011, the Board of Directors of Super Group Ltd (the "**Company**") is pleased to announce that SCCPL, a wholly-owned subsidiary of the Company has entered into a joint venture agreement ("**JVA**") with Bimex LLC ("**BIMEX**") to jointly establish a company by the name of "BS Global LLC" ("**JV Co**") in Mongolia under the laws of Mongolia. The main purposes of the JV Co are to carry out the activities of (i) foreign and local trade such as manufacturing, sale and distribution of food products in Mongolia, Russia and other countries and (ii) having its product to meet the international and Mongolian production standards.

The JV Co will have an initial paid-up capital of US\$1,681,000 to be contributed in the following manner by BIMEX and SCCPL in the proportion of 70:30.

BIMEX

- (1) Contribution of industrial land valued at US\$750,000;
- (2) Existing Purified Water factory and business valued US\$90,000; and
- (3) In cash of US\$336,000.

SCCPL

- (1) Machineries and technical knowhow expertise valued at US\$505,000.

Pursuant to the terms of the JVA, the key responsibilities of BIMEX and SCCPL are as follows:

BIMEX

- (i) To assist in the arranging procurement of raw materials, machinery and equipment and other items required for the JV Co; and
- (ii) To arrange the premises and building to be contributed to the registered capital of the JV Co for utilization at the agreed time and to obtain all legal documents concerning their possession and use.

SCCPL

To arrange procurement of raw materials, machinery and equipment and other items needed for the JV Co.

...2/-

The Directors of the Company believe the joint venture is in line with the Company's strategy to continuously seek out complementary businesses in its coffee, non-dairy creamer and cereal related food products to increase shareholders' value and further improve the range of products offered by the Company.

The investment in the JV Co will be funded through internal resources and is not expected to have any material impact on the consolidated net tangible assets and earnings per share of the Company for the current financial year.

The above transaction does not constitute a discloseable transaction under Rule 1010 of the SGX-ST Listing Manual and none of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the investment save for their shareholdings interests in the Company.

**BY ORDER OF THE BOARD
SUPER GROUP LTD.**

Tan Cher Liang
Company Secretary
1 August 2011