

# AVI-TECH HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)  
Company Registration No. 202002889W

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (“**AGM**” or “**Meeting**”) of Avi-Tech Holdings Limited (the “**Company**”) will be convened and held at 19A Serangoon North Avenue 5, 6th floor, Singapore 554859 on Tuesday, 29 October 2024 at 11:00 a.m. for the following purposes:

### AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the year ended 30 June 2024 together with the Auditor’s Report thereon. **(Resolution 1)**
2. To re-elect as Director Mr Lim Eng Hong who is retiring pursuant to Regulation 104(2) of the Company’s Constitution and Rule 720(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).  
[See explanatory note (i)] **(Resolution 2)**
3. To record the retirement of Mr Michael Grenville Gray as a Director of the Company at the conclusion of the AGM under Regulation 104(2) of the Company’s Constitution and who has decided not to seek re-election.  
  
(Note: The Board would like to express its appreciation to Mr Michael Grenville Gray for his invaluable contributions to the Board and Company).
4. To re-elect as Director Mr Chan Yu Meng who is retiring pursuant to Regulation 104(2) of the Company’s Constitution and Rule 720(5) of the Listing Manual of the SGX-ST.  
[See explanatory note (ii)] **(Resolution 3)**
5. To elect Mr Giang Sovann as Director.  
[See explanatory note (iii)] **(Resolution 4)**
6. To approve the payment of Directors’ fees of S\$150,000 for the year ended 30 June 2024. (FY2023: S\$150,000) **(Resolution 5)**
7. To approve the final one-tier tax exempt dividend of 0.75 cents per ordinary share for the year ended 30 June 2024. **(Resolution 6)**
8. To re-appoint Deloitte & Touche LLP as the Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 7)**
9. To transact any other ordinary business which may properly be transacted at an AGM.

## AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without modifications:

### 10. Authority to allot and issue shares in the capital of the Company

That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual ("**Listing Manual**") of the SGX-ST, authority be and is hereby given to the Directors of the Company to allot and issue:

- (a) shares; or
- (b) convertible securities; or
- (c) additional convertible securities issued pursuant to Rule 829 of the Listing Manual (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the additional securities are issued, provided that the adjustment does not give the holder a benefit that a shareholder does not receive); or
- (d) shares arising from the conversion of the securities in (b) and (c) above (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the shares are to be issued),

in the Company (whether by way of rights, bonus or otherwise) at any time to such persons and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, provided that:

- (i) the aggregate number of shares and convertible securities to be allotted and issued pursuant to this Resolution must be not more than 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company (calculated in accordance with (ii) below), of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 20% of the total number of issued shares (excluding treasury shares) in the capital of the Company (calculated in accordance with (ii) below); and
- (ii) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the number of shares and convertible securities that may be issued pursuant to (i) above, the percentage of issued shares shall be calculated based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this Resolution is passed, after adjusting for: (a) new shares arising from the conversion or exercise of convertible securities; (b) new shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and (c) any subsequent bonus issue, consolidation or subdivision of shares. Adjustments in accordance with (a) or (b) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

Unless revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, this Resolution shall remain in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.

[See explanatory note (iv)]

**(Resolution 8)**

11. **Authority to grant awards and issue shares under the Avi-Tech Restricted Share Plan 2021 (the "RSP 2021") (for all persons eligible to participate except for controlling shareholders and their associates)**

That, where the committee of Directors to be nominated by the Board to administer the RSP 2021 ("**Committee**") has decided on the grant of any awards ("**Awards**") in accordance with the provisions of the RSP 2021, pursuant to Section 161 of the Companies Act 1967, authority be and is hereby given to the Directors to:

- (a) offer and grant Awards in accordance with the rules and terms of the RSP 2021; and
- (b) allot and issue new fully-paid up ordinary shares in the capital of the Company ("**RSP Shares**"), as may be required to be allotted and issued from time to time pursuant to the vesting of Awards under the RSP 2021,

provided that the aggregate number of shares available pursuant to Awards granted under the RSP 2021 and any other share-based schemes (if applicable), which the Company may have in place, shall not exceed fifteen per cent. (15%) of the total issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time.

Unless revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, this Resolution shall remain in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.

[See explanatory note (v)]

**(Resolution 9)**

12. **Authority to grant awards and issue shares under the RSP 2021 (for controlling shareholders and their associates)**

That, subject to further shareholder approval being obtained in accordance with Rule 853 of the Listing Manual, where the Committee has decided on the grant of any Awards in accordance with the provisions of the RSP 2021 to controlling shareholders and/or their associates (all such persons collectively, the "**Controlling Participants**"), pursuant to Section 161 of the Companies Act 1967, authority be and is hereby given to the Directors to:

- (a) offer and grant Awards in accordance with the rules and terms of the RSP 2021 to the Controlling Participants; and
- (b) allot and issue RSP Shares, as may be required to be allotted and issued from time to time pursuant to the vesting of Awards under the RSP 2021, to the Controlling Participants,

provided that:

- (a) the aggregate number of shares available pursuant to Awards granted under the RSP 2021 to Controlling Participants shall not exceed twenty-five per cent. (25%) of the shares available under the RSP 2021; and
- (b) the number of shares available pursuant to Awards granted under the RSP 2021 to each Controlling Participant shall not exceed ten per cent. (10%) of the shares available under the RSP 2021.

Unless revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, this Resolution shall remain in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier.

[See explanatory note (vi)]

**(Resolution 10)**

By Order of the Board  
Adrian Chan Pengee  
Company Secretary

Singapore  
4 October 2024

**Explanatory Notes:**

- (i) Resolution 2 – Detailed information about Directors of the Company can be found in the “Board of Directors” section of the Company’s Annual Report, including their current directorships in other listed companies and other principal commitments held. Please also refer to the section titled “Additional Information on Directors Seeking Election/Re-Election” appended to this Notice of Annual General Meeting for additional information on Mr Lim Eng Hong. Mr Lim Eng Hong will, upon re-election as a Director of the Company, continue to serve as Executive Chairman and Chief Executive Officer of the Company.
- (ii) Resolution 3 – Detailed information about Directors of the Company can be found in the “Board of Directors” section of the Company’s Annual Report, including their current directorships in other listed companies and other principal commitments held. Please also refer to the section titled “Additional Information on Directors Seeking Election/Re-Election” appended to this Notice of Annual General Meeting for additional information on Mr Chan Yu Meng. Mr Chan Yu Meng will, upon re-election as a Director of the Company, remain as Chairman of the Remuneration Committee, and a member of the Audit and Risk Committee and Nominating Committee, and will be considered independent for the purposes of Rule 704(8) of the Listing Manual. Save that he is an Independent Director of the Company, Mr Chan Yu Meng has no relationships including immediate family relationships with any of the Directors, the Company, its related corporations or its substantial shareholders.
- (iii) Resolution 4 – Please refer to the section of the Company’s Annual Report entitled “Persons Standing for Election as Directors of the Company at the Forthcoming Annual General Meeting” for further details. Please also refer to the section titled “Additional Information on Directors Seeking Election/Re-Election” appended to this Notice of Annual General Meeting for additional information on Mr Giang Sovann. Mr Giang Sovann will, upon election as a Director of the Company, be considered independent for the purposes of Rule 704(8) of the Listing Manual. Mr Giang Sovann has no relationships including immediate family relationships with any of the Directors, the Company, its related corporations or its substantial shareholders.

- (iv) Resolution 8 – If passed, this Resolution will empower the Directors from the date of the AGM until the date of the next annual general meeting of the Company, to allot and issue shares and convertible securities in the Company up to an amount not exceeding 50% of the total number of issued shares in the capital of the Company (excluding treasury shares), of which up to 20% may be issued other than on a pro rata basis.
- (v) Resolution 9 – If passed, this Resolution will empower the Directors to allot and issue RSP Shares pursuant to the vesting of Awards under the RSP 2021, provided that the aggregate number of shares available pursuant to Awards granted under the RSP 2021 and any other share-based schemes (if applicable), which the Company may have in place, shall not exceed fifteen per cent. (15%) of the total issued shares excluding treasury shares and subsidiary holdings in the capital of the Company from time to time. Pursuant to Rule 859 of the Listing Manual, shareholders who are eligible to participate in the RSP 2021 shall abstain from voting on Resolution 9.
- (vi) Resolution 10 – If passed, and subject to further shareholder approval being obtained in accordance with Rule 853 of the Listing Manual, this Resolution will empower the Directors to allot and issue RSP Shares to Controlling Participants pursuant to the vesting of Awards under the RSP 2021, provided that: (a) the aggregate number of shares available pursuant to Awards granted under the RSP 2021 to Controlling Participants shall not exceed twenty-five per cent. (25%) of the shares available under the RSP 2021; and (b) the number of shares available pursuant to Awards granted under the RSP 2021 to each Controlling Participant shall not exceed ten per cent. (10%) of the shares available under the RSP 2021. Pursuant to Rule 859 of the Listing Manual, shareholders who are eligible to participate in the RSP 2021 shall abstain from voting on Resolution 10. Pursuant to Rule 853 of the Listing Manual, participation in the RSP 2021 by the Controlling Participants must be approved by independent shareholders. Shareholders who are not independent shall therefore abstain from voting on Resolution 10.

**Notes:**

1. The AGM is being convened, in a wholly physical format, at 19A Serangoon North Avenue 5, 6th floor, Singapore 554859 on Tuesday, 29 October 2024 at 11:00 a.m.. There will be no option for shareholders to participate virtually. Printed copies of the Notice of Annual General Meeting and the Proxy Form will be sent to shareholders. Printed copies of the Annual Report and Sustainability Report for the financial year ended 30 June 2024 (the “**FY2024 Annual and Sustainability Reports**”) will not be sent to shareholders. Instead, the FY2024 Annual and Sustainability Reports may be accessed at the Company’s website at the URL <http://www.avi-tech.com.sg>. The FY2024 Annual and Sustainability Reports are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. Nonetheless, shareholders who wish to obtain a printed copy of the FY2024 Annual and Sustainability Reports may complete, sign and return the enclosed request form to the Company to make an appointment during ordinary business hours to collect the FY2024 Annual and Sustainability Reports at the Company’s office at 19A Serangoon North Avenue 5, 6th floor, Singapore 554859.
2. Save for members of the Company which are nominee companies or Relevant Intermediaries (as defined below), a member of the Company entitled to attend and vote at a meeting of the Company shall not be entitled to appoint more than two proxies to attend and vote on his behalf. Where a member of the Company (other than a Relevant Intermediary) appoints more than one proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
3. Pursuant to Section 181(1C) of the Companies Act, any member who is a Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified). “**Relevant Intermediary**” means: (a) a banking corporation licensed under the Banking Act 1970 of Singapore or its wholly-owned subsidiary which provides nominee services and who holds shares in that capacity; (b) a capital markets services license holder which

provides custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or (c) the Central Provident Fund ("CPF") Board, established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the CPF, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

4. A proxy need not be a member of the Company.
5. The Proxy Form must be submitted to the Company in the following manners:
  - a. if submitted by post, be deposited at the registered office of the Company at 19A Serangoon North Avenue 5, Singapore 554859; or
  - b. if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at [ir@avi-tech.com.sg](mailto:ir@avi-tech.com.sg).

in either case, at least **72 hours** before the time fixed for holding the AGM. A member who wishes to submit the Proxy Form must first complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its Common Seal or under the hand of its attorney or a duly authorized officer.
7. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument of proxy lodged if such member, being the appointor, is not shown to have shares entered against his name in the Depository Register 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.
8. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the Meeting in order for the Depositor to be entitled to attend and vote at the Meeting.
9. CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 11:00 a.m. on 17 October 2024.
10. Members will be able to ask questions during the AGM. Nevertheless, all members may submit questions related to the resolutions to be tabled for approval at the AGM by email to [ir@avi-tech.com.sg](mailto:ir@avi-tech.com.sg), or in hard copy by post to the registered office of the Company at 19A Serangoon North Avenue 5, Singapore 554859, by no later than 11:00 a.m. on Wednesday, 16 October 2024. The Company will endeavour to respond to the substantial and relevant questions by 24 October 2024 at 11:00 a.m. and publish its responses on SGXNET and on the Company's website at the URL <http://avitech.listedcompany.com/#investors>.
11. Minutes of the AGM will be published on SGXNET and the Company's website within one month after the date of the AGM.

## **PERSONAL DATA PRIVACY:**

Photographic, sound and/or video recordings may be made by the Company at the Meeting for record keeping and to ensure the accuracy of the minutes prepared. Accordingly, your personal data (such as your name, your presence at this Meeting and any questions you may raise or motions you propose/second) may be recorded by the Company for such purpose. The Company may upon the request of any shareholder and in accordance with the Companies Act, provide such shareholder with a copy of the minutes of meeting, which may contain your personal data as explained herein. By participating in the Meeting, raising any questions and/or proposing/seconding any motion, you will be deemed to have consented to have your personal data recorded and dealt with for the purposes and in the manner explained herein.

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting, a member of the Company thereby: (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"). (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

## Additional Information on Directors Seeking Election/Re-Election

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST

Mr Lim Eng Hong and Mr Chan Yu Meng are the retiring Directors who are seeking re-election at the forthcoming AGM to be convened on 29 October 2024 under Ordinary Resolutions 2 and 3 as set out in the Notice of AGM dated 4 October 2024.

Mr Giang Sovann is seeking election at the forthcoming AGM to be convened on 29 October 2024 under Ordinary Resolution 4 as set out in the Notice of AGM dated 4 October 2024.

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the aforementioned persons seeking election or re-election, in accordance with Appendix 7.4.1 to the Listing Manual of the SGX-ST, is set out below:

	Lim Eng Hong	Chan Yu Meng	Giang Sovann
Date of initial appointment (including as a director of Avi-Tech Electronics Limited, where applicable)	16 May 1984	27 October 2022	N.A.
Date of last re-appointment (if applicable)	27 October 2022	N.A.	N.A.
Age	75	53	68
Country of principal residence	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)	The Board had considered the Nominating Committee's recommendation and assessment on Mr Lim Eng Hong's commitment in the discharge of his duties as a Director, <i>inter alia</i> , and is satisfied that he will continue to contribute to the Board.	The Board had considered the Nominating Committee's recommendation and assessment on Mr Chan Yu Meng's independence and commitment in the discharge of his duties as a Director, <i>inter alia</i> , and is satisfied that he will continue to contribute to the Board.	The Board had considered the Nominating Committee's recommendation and assessment on Mr Giang Sovann and is satisfied that he will, if elected as a Director, contribute to the Board.
Whether appointment is executive, and if so, the area of responsibility	Executive. Mr Lim Eng Hong oversees the Group's overall business activities.	Non-executive.	Non-executive.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Chief Executive Officer and Executive Chairman	Non-Executive Independent Director.  Chairman of the Remuneration Committee, and Member of the Audit and Risk Committee and Nominating Committee.	Non-Executive Independent Director



	<b>Lim Eng Hong</b>	<b>Chan Yu Meng</b>	<b>Giang Sovann</b>
Professional qualifications	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Chartered Accountant, Singapore  Chartered Professional Accountant, Canada  Senior Accredited Board Director, Singapore Institute of Directors  Please refer to the section of the Company's Annual Report entitled "Persons Standing for Election as Directors of the Company at the Forthcoming Annual General Meeting" for further details.
Working experience and occupation(s) during the past 10 years	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	January 2015 to present: Senior Director, RSM Risk Advisory Pte. Ltd.  2019 to present: Affiliate Faculty at Singapore Management University Teaching Associate at Singapore University of Social Sciences  Please refer to the section of the Company's Annual Report entitled "Persons Standing for Election as Directors of the Company at the Forthcoming Annual General Meeting" for further details.
Shareholding interest in the listed issuer and its subsidiaries	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	No	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Mr Lim Eng Hong, the Chief Executive Officer and Executive Chairman of the Company, is the father of Mr Lim Tai Meng Alvin, the Chief Operating Officer and Executive Director of the Company. Mr Lim Eng Hong is also the husband of Mdm Loh Zee Lan Nancy, a substantial shareholder of the Company.	No	No
Conflict of interest (including any competing business)	Nil	Nil	Nil

	Lim Eng Hong	Chan Yu Meng	Giang Sovann
Undertaking (in the form set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes.	Yes.	Yes.
<b>Other Principal Commitments including Directorships</b>			
Past (for the last 5 years)	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Mr Giang was formerly an Independent Director of Rich Capital Holdings Limited and Independent Director of Silkroad Nickel Pte. Ltd (formerly known as Silkroad Nickel Ltd.)  Please refer to the section of the Company's Annual Report entitled "Persons Standing for Election as Directors of the Company at the Forthcoming Annual General Meeting" for further details.
Present	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Please refer to the section of the Company's Annual Report entitled "Board of Directors" for further details.	Mr Giang is presently a Non-Executive Independent Director at Cambodia Post Bank PLC, Funan Microfinance PLC, and Presbyterian Community Services.  Mr Giang is also presently a Non-Executive Director at Happiest Holdings Pte. Ltd., and an Independent Director at CNMC Goldmine Holdings Limited.  Please refer to the section of the Company's Annual Report entitled "Persons Standing for Election as Directors of the Company at the Forthcoming Annual General Meeting" for further details.
<b>Information required</b>			
Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No.	No.	No.

	Lim Eng Hong	Chan Yu Meng	Giang Sovann
Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No.	No.	Yes.  In February 2020, a suit was filed against Rich Capital Holdings Limited (" <b>Rich Capital</b> ") in relation to a breach of fiduciary duty on the part of the other directors (excluding Mr Giang) and officers of the company. Mr Giang was an independent director of Rich Capital then. The suit was discontinued in May 2021.  In November 2018, a suit was filed against Silkroad Nickel Ltd (" <b>Silkroad</b> "), two of its executive directors and a major shareholder. The suit involved allegations of payment of introducer fees in relation to the reverse takeover of Silkroad. Mr Giang, who was an independent director of Silkroad then, was not party to and was not involved in the suit, which was discontinued in March 2019.
Whether there is any unsatisfied judgment against him?	No.	No.	No.
Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No.	No.	No.

	<b>Lim Eng Hong</b>	<b>Chan Yu Meng</b>	<b>Giang Sovann</b>
Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No.	No.	No.
Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No.	No.	No.
Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No.	No.	No.

	Lim Eng Hong	Chan Yu Meng	Giang Sovann
Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No.	No.	No.
Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No.	No.	No.
Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:  (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No.	No.	<p>Yes. Mr Giang was a director of the following companies which underwent reviews:</p> <p>(i) Rich Capital: Independent review in 2019 to 2020</p> <p>(ii) Epicentre Holdings Limited: Independent review in 2017 and special audit in 2019</p> <p>(iii) SBI Offshore Limited: Independent review in 2018 and special audit in 2019</p> <p>None of the aforesaid reviews related to transactions carried out by Mr Giang or involved him personally. His role was confined to assisting the independent reviewers.</p> <p>To the best of Mr Giang's knowledge, following the reviews, there were no further investigations or queries directed at him personally.</p>

	Lim Eng Hong	Chan Yu Meng	Giang Sovann
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No.	No.	No.
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No.	No.	No.
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,  in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No.	No.	No.
Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No.	No. However in 2012, a complaint was lodged against Mr Chan Yu Meng with the Law Society of Singapore (" <b>Law Society</b> "). The Law Society subsequently determined that a formal investigation was unnecessary and accordingly the complaint was dismissed with no adverse orders made against him.	Yes. In July 2014, the Monetary Authority of Singapore issued a supervisory warning to Mr Giang in respect of untimely disclosure of share options granted to him by SBI Offshore Limited, of which he was a director. No sanctions or penalties were issued to Mr Giang and no further action was taken against him on the matter.
With respect to Mr Giang Sovann, any prior experience as director of an issuer listed on the Exchange?  If yes, please provide details of prior experience.	N.A.	N.A.	Yes.  Mr Giang was an independent director of Silkroad and Rich Capital, and is currently an independent director of CNMC Goldmine Holdings Limited.

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