

ANNUAL GENERAL MEETING::VOLUNTARY

Issuer & Securities

Issuer/ Manager

SINGAPORE REINSURANCE CORPORATION LIMITED

Security

SINGAPORE REINSURANCE COR LTD - SG1J71891696 - S49

Announcement Details

Announcement Title

Annual General Meeting

Date & Time of Broadcast

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New

Announcement Reference

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Submitted By (Co./ Ind. Name)

Tan Swee Gek

Designation

Company Secretray

Financial Year End

31/12/2019

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached Notice of Annual General Meeting issued by Singapore Reinsurance Corporation Limited and the attached Proxy Form. Printed copies of the attached document have been despatched to shareholders on 24 April 2020.

Event Dates

Meeting Date and Time

23/06/2020 11:00:00

Response Deadline Date

20/06/2020 11:00:00

Event Venue(s)

Place

Venue(s)	Venue details
Meeting Venue	Bernam Room, M Hotel Singapore, 81 Anson Road, Singapore 079908 and/or via live webcast. Members will not be able to attend the AGM in person and may only attend the AGM by observing and listening to the proceedings of the AGM by live webcast.

Attachments

[Singapore%20Reinsurance%20Corporation%20Limited%20Notice%20of%20AGM%20and%20Proxy%20Form.pdf](#)

Total size =176K MB

NOTICE OF ANNUAL GENERAL MEETING

SINGAPORE REINSURANCE CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 197300016C
(the “Company”)

NOTICE IS HEREBY GIVEN that the 47th Annual General Meeting of the Company will be held at Bernam Room, M Hotel Singapore, 81 Anson Road, Singapore 079908 and/or via live webcast, on Tuesday, 23 June 2020 at 11.00 a.m. to transact the following business:

AS ORDINARY BUSINESS

1. **Resolution 1** To receive and adopt the directors’ statement and audited accounts for the year ended 31 December 2019.
2. **Resolution 2** To declare a final dividend of 0.8 cent per share tax exempt (one-tier) for the year ended 31 December 2019 (2018: final dividend of 0.8 cent per share tax exempt (one-tier)).
3. **Resolution 3** To approve the payment of \$565,973 as directors’ fees for the year ended 31 December 2019 (2018: \$605,000).
4. To re-elect each of the following directors retiring by rotation pursuant to Regulations 96 and 97 of the Company’s Constitution:
 - Resolution 4** Mr David Chan Mun Wai.
 - Resolution 5** Mr Dileep Nair.
5. **Resolution 6** To re-appoint Messrs KPMG LLP as auditors of the Company for the ensuing year and to authorise the directors to fix their remuneration.

AS SPECIAL BUSINESS

6. To consider and, if thought fit, to pass the following ordinary resolutions:
 - Resolution 7** To approve the issue of shares pursuant to Section 161 of the Companies Act, Chapter 50 (the **Act**):

“**THAT** pursuant to Section 161 of the Act and the listing rules of the Singapore Exchange Securities Trading Limited (**SGX-ST**), authority be and is hereby given to the directors of the Company to (a) issue shares in the capital of the Company (whether by way of rights, bonus or otherwise); (b) make or grant offers, agreements or options that

NOTICE OF ANNUAL GENERAL MEETING

might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, **Instruments**) including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares; (c) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues, at any time and upon such terms and conditions and for such purposes and to such persons as the directors may in their absolute discretion deem fit; and (d) (notwithstanding that the authority conferred by this resolution may have ceased to be in force) to issue shares in pursuance of any Instruments made or granted by the directors while this resolution was in force, provided that:

- (i) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 50% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings), of which the aggregate number of shares to be issued other than on a *pro-rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 20% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings);
- (ii) for the purpose of determining the aggregate number of shares that may be issued (subject to such manner of calculation as may be prescribed by SGX-ST) under (i) above, the percentage of issued share capital shall be based on the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) at the time this resolution is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this resolution is passed; and (2) any subsequent bonus-issue, consolidation or sub-division of shares;
- (iii) in exercising the authority conferred by this resolution, the Company shall comply with the provisions of the listing rules of the SGX-ST for the time being in force (unless such compliance is waived by the SGX-ST) and the Company's Constitution; and
- (iv) unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

Resolution 8 To approve the renewal of the Share Buy-Back Mandate:

“THAT:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 (the **Act**), the exercise by the directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares fully paid in the capital of the Company (**Shares**) not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (**SGX-ST**) through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
 - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Act,
- and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the **Share Buy-Back Mandate**);
- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the directors at any time and from time to time during the period commencing from the date of the passing of this resolution and expiring on the earliest of:
- (i) the date on which the next Annual General Meeting of the Company is held or required by law to be held;
 - (ii) the date on which the authority contained in the Share Buy-Back Mandate is revoked or varied by the Company in general meeting; and
 - (iii) the date on which the share purchases pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated.

NOTICE OF ANNUAL GENERAL MEETING

- (c) in this resolution:

Average Closing Price means the average of the closing market prices of the Shares over the last five Market Days on which the Shares were transacted on the SGX-ST immediately preceding the date of the making of the market purchase by the Company, or as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with any rules that may be prescribed by the SGX-ST, for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made;

date of the making of the offer means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from holders of Shares, stating the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

Market Day means a day on which the SGX-ST is open for trading in securities;

Maximum Percentage means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this resolution (excluding treasury shares and subsidiary holdings as at that date);

Maximum Price in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, stamp duties, applicable goods and services tax, clearance fees and other related expenses) which shall not be more than, in the case of a market purchase of the Share and an off-market purchase of the Share, 5% above the Average Closing Price of the Shares; and

- (d) the directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this resolution.”

To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

NOTICE IS ALSO HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed on 3 July 2020 for the preparation of the dividend warrants. Duly completed transfers received by the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902, up to 5.00 p.m. on 2 July 2020 will be registered before entitlements to the proposed dividend are determined. Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares in the capital of the Company as at 5.00 p.m. on 2 July 2020 will be entitled to the dividend. The proposed final dividend will be paid on 27 July 2020, if approved by the shareholders at the forthcoming Annual General Meeting of the Company.

BY ORDER OF THE BOARD

ONG BENG HONG/TAN SWEE GEK
Joint Company Secretaries

Singapore
24 April 2020

Notes:

(1) **Live Webcast, Attendance at the Annual General Meeting (AGM) and Appointment of Proxy**

In view of the ongoing developments on the COVID-19 outbreak and pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 published on 13 April 2020:

1. **Members may only attend the AGM by observing and listening to the proceedings of the meeting by live webcast via their mobile phones, tablets or computers.** Access to the live webcast (both audio and audio-visual versions) will be made available to members and other persons entitled to attend the AGM who register with the Company **by 15 June 2020 at 2.30 p.m.** to verify their status. The weblink (the "**AGM Webcast Registration and Q&A Link**") and the procedures for registration will be announced by the Company on SGXNET and the Company's corporate website once available.
2. The Company will publish the minutes of the AGM on SGXNET and the Company's corporate website within 1 month after the date of the AGM.
3. A member may only be heard at the AGM by sending the matters or questions which the member wishes to raise at the AGM (a) by post to the Chairman of the AGM at 85 Amoy Street, Singapore 069904; (b) by email to the Chairman of the AGM at enquiry@singre.com.sg; or (c) through the AGM Webcast Registration and Q&A Link at the time of registration, and each such matter or question, if determined at the sole discretion of the Company as substantial and relevant and received by 15 June 2020 at 5.00 p.m. will be responded to via the Company's corporate website, through the live webcast at the AGM and on SGXNET.
4. A quorum at the AGM may be formed by 2 members of the Company personally or electronically present. A member is electronically present at the AGM if the member (a) attends the AGM in the manner provided in item 1 above; (b) is verified by the Company's Registrar as attending the AGM in the manner provided in item 1 above; and (c) is acknowledged by electronic means by the Chairman of the AGM as present at the AGM.
5. **A member who intends to vote at the AGM must appoint the Chairman of the AGM as the member's proxy to vote at the AGM and should specifically direct such member's votes in the instrument. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy.** The instrument appointing the Chairman of the AGM as a member's proxy shall in the case of an individual, be signed by the appointor or his attorney, and in the case of a corporation shall be either under

NOTICE OF ANNUAL GENERAL MEETING

the Common Seal or signed by its attorney or a duly authorised officer on behalf of the corporation. The instrument appointing the Chairman of the AGM as a member's proxy must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com not less than 72 hours before the time appointed for holding the AGM.

6. Any persons who would have been able to be appointed as proxies by a relevant intermediary (as defined under the Act) under Section 181(1C) of the Act (**Relevant Intermediary Participants**) may participate in the AGM by attending the live webcast in the manner provided in item 1 above and sending matters or questions which such Relevant Intermediary Participants wish to raise at the AGM in the manner provided in item 3 above. If any Relevant Intermediary Participant wishes to participate in the AGM, for verification purposes, the relevant intermediary must submit a list setting out the name, address and NRIC/passport number of any such Relevant Intermediary Participants. The list must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com **by 15 June 2020 at 5.00 p.m.**

As the COVID-19 situation is still evolving, the Company will closely monitor the situation and reserves the right to take further measures or implement other arrangements for the AGM as appropriate in an effort to minimise any risk to members and others attending the AGM or pursuant to any applicable laws and regulations, including any relevant order published, amended, modified or supplemented after the date of this Notice in relation to the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020). In the event that such measures or arrangements are adopted, the Company will make announcements on SGXNET and the Company's corporate website as appropriate.

Personal Data Privacy:

By attending the AGM and/or any adjournment thereof, registering at the AGM Webcast Registration and Q&A Link, submitting an instrument appointing a proxy and/or submitting a list of Relevant Intermediary Participants, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies appointed for the AGM (including any adjournment thereof) and the preparation, compilation and publication of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rule, regulation and/or guidelines (collectively, the **Purposes**), (ii) warrants that where the member discloses the personal data of the member's Relevant Intermediary Participants to the Company (or its agents), the member has obtained the prior consent of such Relevant Intermediary Participants for the collection, use and disclosure by the Company (or its agents) of the personal data of such Relevant Intermediary Participants 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.

Explanatory Notes:

- (1) The directors' statement and audited accounts of the Company for the year ended 31 December 2019 referred to in ordinary resolution 1 in item 1 above were published on SGXNET and the Company's corporate website in the Company's annual report issued on 15 April 2020.
- (2) The additional information on the directors seeking re-election at the AGM, being Mr David Chan Mun Wai pursuant to ordinary resolution 4 in item 4 above and Mr Dileep Nair pursuant to ordinary resolution 5 in item 4 above, is set out on pages 12 to 15.
- (3) The ordinary resolution 7 in item 6 above, if passed, is to enable the directors to issue further shares in the Company and to make or grant securities convertible into ordinary shares, and to issue ordinary shares pursuant to instruments, up to an amount not exceeding 50% of the issued shares in the capital of the Company of which the aggregate number of shares to be issued other than on a pro-rata basis to existing shareholders, does not exceed 20% of the Company's issued shares. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares in the capital of the Company shall be based on the issued shares in the capital of the Company at the time this resolution is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this resolution is passed; and (2) any subsequent consolidation or sub-division

of shares. This authority will, unless revoked or varied at a General Meeting, expire at the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

- (4) The ordinary resolution 8 proposed in item 6 above, if passed will renew, effective until the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier, the Share Buy-Back Mandate for the Company to make purchases or acquisition of its shares up to a maximum of 10% of the total number of issued ordinary shares as at the date of the passing of the resolution at the Maximum Price computed in the manner prescribed by the resolution.

The Company will use internal sources to fund purchases or acquisitions of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact of the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend, inter alia, on the number of Shares purchased or acquired, whether the purchase or acquisition is made out of capital or profits, and the price at which such Shares are purchased or acquired.

Based on the existing issued and paid-up Shares of the Company as at 28 February 2020, the purchase by the Company of 10% of its issued Shares will result in the purchase or acquisition of 60,521,978 Shares. Assuming that the Company purchases or acquires the 60,521,978 Shares at the Maximum Price of \$0.302 for one Share (being the price equivalent to 5% above the average of the closing market prices of the Shares for the five Market Days on which the Shares were traded on the SGX-ST immediately preceding 28 February 2020, the maximum amount of funds required for the purchase or acquisition of the 60,521,978 Shares is \$18,277,637.

The financial effects of the purchase or acquisition of such Shares by the Company pursuant to the proposed Share Buy-Back Mandate based on the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2019 and certain other assumptions are set out in paragraph 6 of the Letter to Shareholders dated 27 March 2020, which was despatched to shareholders and published on SGXNET and the Company's corporate website on 27 March 2020.

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Singapore Reinsurance Corporation Limited
 (Incorporated in the Republic of Singapore)
 Company Registration No. 197300016C

PROXY FORM
ANNUAL GENERAL MEETING

IMPORTANT:

1. This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least 7 working days before the Annual General Meeting (AGM).
2. A member who intends to vote at the AGM must appoint the Chairman of the AGM as the member's proxy to vote at the AGM. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy (please see note 2 of the Notes to the Proxy Form).

I/We ID/Registration No.

of

being a member/members of the above-mentioned Company, hereby appoint the Chairman of the Annual General Meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company, to be held at Bernam Room, M Hotel Singapore, 81 Anson Road, Singapore 079908 and/or via live webcast on Tuesday, 23 June 2020 at 11.00 a.m. or at any adjournment thereof.

With reference to the agenda set out in the Notice of Annual General Meeting, please indicate with an "X" in the space provided below how you wish your votes to be cast.

No.	Ordinary Resolutions	For	Against	Abstain
Ordinary Business				
1	To receive and adopt the directors' statement and audited accounts			
2	To declare a final dividend			
3	To approve directors' fees			
4	To re-elect director: Mr David Chan Mun Wai			
5	To re-elect director: Mr Dileep Nair			
6	To re-appoint auditors and authorise the directors to fix their remuneration			
Special Business				
7	To approve the issue of shares pursuant to Section 161 of the Companies Act, Chapter 50			
8	To approve the renewal of the Share Buy-Back Mandate			

In the absence of specific directions, the proxy will abstain.

Dated this day of 2020.

Total Number of Shares held in:	Number of Shares
(a) CDP Register	
(b) Register of Members	



.....
 Signature(s) of member(s) or Common Seal

IMPORTANT, PLEASE READ NOTES TO THE PROXY FORM.

(1st fold)

(2nd fold)

Affix
stamp
here

M & C Services Private Limited
112 Robinson Road #05-01
Singapore 068902

(3rd fold to glue and seal)

NOTES TO THE PROXY FORM

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members.

In view of the ongoing developments on the COVID-19 outbreak and pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 published on 13 April 2020:

2. **A member who intends to vote at the Annual General Meeting (AGM) must appoint the Chairman of the AGM as the member's proxy to vote at the AGM and should specifically direct such member's votes in the instrument appointing the Chairman of the AGM as a member's proxy. A member may not vote at the meeting otherwise than by way of appointing the Chairman of the AGM as the member's proxy.**
3. The instrument appointing the Chairman of the AGM as a member's proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument is signed on behalf of the appointor by an attorney, the letter or power of attorney or duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument, failing which the instrument may be treated as invalid.
4. The instrument appointing the Chairman of the AGM as a member's proxy must be (a) deposited at the office of the Company's Registrar, M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902; or (b) submitted by email to gpa@mncsingapore.com not less than 72 hours before the time appointed for holding the AGM.
5. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as a member's proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument.
6. In the case of members whose Shares are entered against their names in the Depository Register, the Company shall reject any instrument appointing the Chairman of the AGM as a member's proxy lodged if such members are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for the AGM as certified by The Central Depository (Pte) Limited to the Company.
7. The Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least seven working days before the AGM.

As the COVID-19 situation is still evolving, the Company will closely monitor the situation and reserves the right to take further measures or implement other arrangements for the AGM as appropriate in an effort to minimise any risk to members and others attending the AGM or pursuant to any applicable laws and regulations, including any relevant order published, amended, modified or supplemented after the date of this Notice in relation to the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020). In the event that such measures or arrangements are adopted, the Company will make announcements on SGXNET and the Company's corporate website as appropriate.

Personal Data Privacy:

By attending the AGM and/or any adjournment thereof or submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Mr David Chan Mun Wai and Mr Dileep Nair are the Directors seeking re-election at the forthcoming annual general meeting of the Company to be convened on 23 June 2020 (“AGM”) (collectively, the “Retiring Directors” and each a “Retiring Director”).

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the Retiring Directors as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST is set out below:

MR DAVID CHAN MUN WAI, 66 <i>BBA, Chartered Insurer (FCII)</i> <i>Non-Executive and Non-Independent Director/ Deputy Chairman</i>		MR DILEEP NAIR, 69 <i>B Eng, MPA</i> <i>Non-Executive and Independent Director</i>	
Date of appointment:	28 December 1998	Date of appointment:	20 October 2015
Date of last re-appointment:	26 April 2017	Date of last re-appointment:	26 April 2017
Country of principal residence:	Singapore	Country of principal residence:	Singapore
The Board’s comments on this appointment (including rationale, selection criteria, and the search and nomination process)			
<p>The Board of Directors of the Company has considered, among others, the recommendation of the Nominating Committee (“NC”) and has reviewed and considered the qualification, work experience and suitability of Mr David Chan Mun Wai for re-appointment as a Non-Executive Director of the Company. The Board has reviewed and concluded that Mr David Chan Mun Wai possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.</p>		<p>The Board of Directors of the Company has considered, among others, the recommendation of the NC and has reviewed and considered the qualification, work experience and suitability of Mr Dileep Nair for re-appointment as an Independent Director of the Company. The Board has reviewed and concluded that Mr Dileep Nair possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.</p>	
Job Title (e.g. Lead ID, AC Chairman, AC Member, etc.)			
Non-Executive and Non-Independent Director/ Deputy Chairman of the Company/Deputy Chairman of the Executive Committee and member of the Audit, Nominating, Remuneration and Investment Committees.		Non-Executive and Independent Director/ Audit Chairman and member of the Executive, Nominating, Remuneration and Investment Committees.	
Working experience and occupation(s) during the past 10 years			
<u>1996 – Present</u> United Overseas Insurance Limited, Managing Director		<u>2006 – 2011</u> Singapore’s Consul-General in Dubai <u>2011 – 2013</u> Singapore’s Ambassador to Laos <u>2013 – 2016</u> Singapore’s Non-Resident High Commissioner to Ghana	

Shareholding interest in the listed issuer and its subsidiaries	
Direct interest: 73,205 shares	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	
No	No
Conflict of Interest (including any competing business)	
None	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	
Yes	Yes
Other Principal Commitments* (<i>“Principal Commitments” has the same meaning as defined in the Code</i>) Including Directorships# (<i>These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(9)</i>)	
<u>Past (for the last 5 years)</u> None	<u>Past (for the last 5 years)</u> Agri-Food Veterinary Authority Board Member of Singapore (AVA)
<u>Present</u> <ul style="list-style-type: none"> • United Overseas Insurance Limited Director/Managing Director • Singapore-Re Management Services Private Limited Director/Deputy Chairman • Union (2009) Limited Director • United Facilities Private Limited Director • Uni.Asia Capital Sdn Bhd Director • INS Communications Private Limited Director/Joint Chairman 	<u>Present</u> <ul style="list-style-type: none"> • Keppel Data Centre Reit Management Pte Ltd Director • Thakral Corporation Limited Director • Health Sciences Authority Board Member of Singapore
(a) 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
(b) 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

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(c) Whether there is any unsatisfied judgment against him?	
No	No
(d) 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
(e) 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
(f) 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
(g) 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
(h) 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
(i) 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

<p>(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:–</p> <p>(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or</p> <p>(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</p> <p>(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</p> <p>(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?</p>	
No	No
<p>(k) 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?</p>	
No	No
<p><u>Disclosure applicable to the appointment of Director only</u></p> <p>Any prior experience as a director of a listed company?</p> <p>If yes, please provide details of prior experience.</p> <p>If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)</p>	
N.A.	N.A.

