

DIRECTORS AND SENIOR MANAGEMENT

OVERVIEW

The following table sets out certain information of our Directors:

Name	Age	Position	Date of appointment as Director	Date of joining our Group	Roles and responsibilities in our Group	Relationship with other Directors or senior management
Mr. CHUA Chwee Lee (CAI Shuili) (蔡水理)	52	Chairman of our Board, Executive Director and chief executive officer	7 December 2021	6 January 2000	Overall management and strategic planning of the growth and operations of our Group	Spouse of Mrs. Chua
Ms. JEE Wee Jene (余偉娟)	53	Executive Director	7 December 2021	6 January 2000	Assuming overall responsibilities in finances, administration, compliance and human resources	Spouse of Mr. Chua
Mr. THNG Chong Kim (程章金)	60	Executive Director	7 December 2021	1 July 2021	Formulating our overall business strategies and corporate development.	None
Mr. TAN Chek Kian (陳志強)	52	Independent non-executive Director	[•]	[•]	Providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance	None
Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng) (洪勇勝)	35	Independent non-executive Director	[•]	[•]	Providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance	None
Mr. CHAN Yang Kang (田揚康)	43	Independent non-executive Director	[•]	[•]	Providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance	None

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The following table sets out certain information of our senior management:

Name	Age	Position	Date of appointment as senior management	Date of joining our Group	Roles and responsibilities in our Group	Relationship with other Directors or senior management
Mr. CHUA Chwee Lee (CAI Shuili) (蔡水理)	52	Chairman of our Board, Executive Director and chief executive officer	2 May 2023	4 January 2000	Overall management and strategic planning of the growth and operations of our Group	Spouse of Mrs. Chua
Mr. SOH Cheng Joo (蘇振裕)	51	Managing director of weldment production	2 May 2023	13 April 2018	Managing development of our Group’s precision welding business	None
Ms. HOU Jing (侯婧)	38	Chief financial officer	2 May 2023	1 September 2022	Overseeing the financial management, accounting and company secretarial affairs of our Group	None
Mr. ONG Eng Guan (翁湧原)	64	Senior sales manager	2 May 2023	17 August 2015	Managing our Group’s customer relationship, internal team coordination, and general project management matters	None

BOARD OF DIRECTORS

Our Board currently consists of six Directors, comprising three executive Directors and three independent non-executive Directors.

Executive Directors

Mr. CHUA Chwee Lee (CAI Shuili) (蔡水理)

Mr. Chua, aged 52, was appointed as a Director on 7 December 2021 and the chief executive officer and Chairman of our Board on 2 May 2023. He was redesignated as an executive Director on 2 May 2023. Mr. Chua founded our Group in 2000 and since then has been spearheading our Group’s strategic development and business expansion. With over 30 years of invaluable experience in high precision and tolling design, he contributes to our Group’s overall management and its growth and operations via strategic planning.

Mr. Chua received his training in high precision manufacturing from the Vocational and Industrial Training Board of Singapore. He was awarded the National Trade Certificate (Grade 3) in metal machining with a certificate of merit for outstanding performance in November 1989 and the National Trade Certificate (Grade 2) in tool and die making (injection mould) (practical and theory parts) in August 1990.

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Mr. Chua was honoured as a Dato’ Sri by the Sultan of Pahang, a state in Malaysia in December 2018, and was awarded “Successful Entrepreneur (Platinum Category)” by GRC Press Holdings in 2010 in its annual “Successful Entrepreneur (Singapore Edition)” publication. The publication featured successful Singaporean entrepreneurs who have demonstrated outstanding performance in their own sectors and was supported by a number of well-known organisations including the National Safety Council of Singapore, the American Chamber of Commerce in Singapore, the Canadian Chamber of Commerce and the Singapore Indian Chamber of Commerce and Industry.

Mr. Chua is a Controlling Shareholder of our Company. He is also the spouse of Mrs. Chua, who is our executive Director, Controlling Shareholder and our compliance officer. Mr. Chua is also a director of Metasurface Technologies, SPW and SGP Malaysia, all of which are our wholly-owned subsidiaries.

Ms. JEE Wee Jene (余偉娟)

Mrs. Chua, aged 53, was appointed as a Director on 7 December 2021. She was redesignated as an executive Director on 2 May 2023.

As the spouse of Mr. Chua, Mrs. Chua has worked closely with Mr. Chua since our Group’s establishment and throughout the Group’s business expansion. She joined our Group since establishment as finance manager of Metasurface Technologies, a subsidiary of our Group, where her main responsibility is to manage Metasurface Technologies’ finance and administrative departments. Mrs. Chua assumes overall responsibilities in our Group in finances, administration, compliance and human resources.

Mrs. Chua has an academic background in both computer studies and accounting. She studied at Informatics Computer School Singapore and obtained a Diploma in Computer Studies from the University of Cambridge Local Examinations Syndicate (in collaboration with Informatics Computer School Singapore) through distance learning in November 1994 and an International Diploma in Computer Studies from the National Computing Centre through distance learning in September 1995. She was also awarded a Book-keeping and Accounts — Second Level and Accounting — Third Level by the London Chamber of Commerce and Industry Examinations Board in 1996 and 1997, respectively.

Mrs. Chua is a Controlling Shareholder of our Company. She is also the spouse of Mr. Chua, who is our executive Director, chief executive officer, Chairman of our Board and a Controlling Shareholder. Mrs. Chua is also a director of Metasurface Technologies and our compliance officer.

Mr. THNG Chong Kim (程章金)

Mr. Thng, aged 60, was appointed as a Director on 7 December 2021. He was redesignated as an executive Director on 2 May 2023. His main role in our Group is to formulate our overall business strategies and corporate development.

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Since July 2021, Mr. Thng has been the Vice President (Special Projects) at Metasurface Technologies. Mr. Thng has accumulated approximately 15 years of work experience in product and process engineering and over five years of experience in advanced optics. Before joining our Group, Mr. Thng held key management positions in several multinational companies. From August 2012 to April 2018, Mr. Thng was employed as the Vice President, Special Projects at ams-OSRAM Asia Pacific Pte. Ltd. (currently known as Ams Sensors Holdings Asia Pte. Ltd.), a supplier of sensors headquartered in Singapore. During his employment with Heptagon Advanced Micro Optics, Mr. Thng mainly worked on the engineering and production of sensor modules. From August 2006 to July 2011, Mr. Thng worked as the General Manager in Benchmark Electronics Manufacturing (S) Pte Ltd, where his last position was Senior Business Development Executive, of which he was mainly responsible for overseeing the overall business, handling production schedule and customer deliveries.

From July 2005 to August 2006, Mr. Thng worked as the Senior Product Engineering Director at Seagate Technology, an OEM company headquartered in the U.S. During his employment, he was mainly responsible for managing product engineering. From July 2001 to July 2005, he was appointed the Senior Advanced Manufacturing Director of Magnecomp International Limited in China, where he was responsible for managing advanced manufacturing and engineering.

From November 1988 to June 1999, he was employed at Conner Peripherals Pte Ltd (which was later acquired by Seagate Technology in the mid-1990s) and Seagate Technology, where he was responsible for product engineering.

Mr. Thng graduated from Singapore Polytechnic in May 1983 with a Technical Diploma in Electronics and Communication Engineering.

Mr. Thng is a substantial Shareholder of our Company.

Independent Non-Executive Directors

Mr. TAN Chek Kian (陳志強)

Mr. Tan, aged 52, was appointed as an independent non-executive Director on [•], and is mainly responsible for providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance.

Mr. Tan has over 25 years of finance and audit experience. Since February 2020, he has been serving as an independent director, the chairman of the human resources committee and a member of the audit risk committee of 1FSS Pte Ltd, a subsidiary of MOH Holdings Pte Ltd (the holding company of Singapore’s public healthcare institutions) which principally supports finance services for Singapore’s public healthcare system. He assists in the overall strategy and direction and provides leadership and guidance to the senior management team.

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From November 2005 to August 2022, he was employed at S&P Global Ratings Singapore Pte. Limited, a group company of S&P Global (NYSE: SPGI), a company primarily focusing on financial information and analytics. His last position there was Vice President, Finance & Operations, Global Emerging Markets and he was primarily responsible for developing a national-scale business model, products and processes in emerging markets globally.

Prior to that, he worked at Exel Singapore Pte Ltd (currently known as DHL Supply Chain Singapore Pte. Ltd.) with his last position being a regional financial controller, where he assisted the chief financial officer, and at KPMG as an auditor, with his last position as audit supervisor.

Mr. Tan obtained a master of business administration degree from the National University of Singapore on 31 December 2004 and a bachelor of accountancy degree from the Nanyang Technological University in Singapore in June 1995. He was qualified as a certified public accountant of Singapore in November 1998 and was conferred a chartered accountant of Singapore in July 2013. He has been a member of the Institute of Singapore Accountants since August 1996.

Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng) (洪勇勝)

Mr. Ang, aged 35, was appointed as an independent non-executive Director on [•], and is mainly responsible for providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance.

Mr. Ang has approximately nine years of experience in providing legal support and approximately seven years of experience in private funds and investment management. Since January 2016, Mr. Ang has been working at Tembusu Partners Pte Ltd, a Singapore-based private equity firm which specialises in venture and growth-stage investments in fast-growing markets of Greater China, India, and Southeast Asia. He was first employed as a senior associate and was subsequently promoted to the position of Chief Operating Officer. During his employment, Mr. Ang has taken part in setting up new funds, as well as providing legal support to the firm. From August 2014 to January 2016, he was an associate at TSMP Law Corporation, where he practised as a lawyer.

Mr. Ang obtained a bachelor of laws degree from the National University of Singapore in June 2013, and was subsequently admitted to the Singapore Bar in 2014. He is currently a non-practising lawyer of the Law Society of Singapore. He has also held a Chartered Financial Analyst designation since January 2020.

Mr. CHAN Yang Kang (田揚康)

Mr. Chan, aged 43, was appointed as an independent non-executive Director on [•], and is mainly responsible for providing independent judgement on strategy, policy, performance, accountability, internal control and corporate governance.

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Mr. Chan has over 12 years of experience in the legal industry. Since September 2023, he has been employed by Linklaters and is currently on secondment to NEOM Company, a company based in the Kingdom of Saudi Arabia leading the project to build a new urban area. He is primarily responsible for providing legal advice to the central legal team of NEOM Company. From May 2020 to August 2023, he was a partner at Hill Dickinson Hong Kong. From May 2019 to May 2020, he was an associate at Paul Hastings LLP. From December 2012 to March 2019, he was an associate at Wilson Sonsini Goodrich and Rosati.

Mr. Chan obtained a bachelor of laws and bachelor of business (banking and finance) at the Monash University, Australia, in October 2008 and a postgraduate certificate in laws at the City University of Hong Kong in July 2010. He was admitted as a solicitor in Hong Kong in February 2013.

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For biographical details of Mr. CHUA Chwee Lee, see “— Board of Directors — Executive Directors” in this section above.

Mr. SOH Cheng Joo (蘇振裕)

Mr. Soh, aged 51, is the managing director of SPW where he mainly manages the spare part fabrication process of semiconductor equipment. He joined our Group on 13 April 2018 as director of SGP Malaysia. He joined SPW on 1 March 2015 (which was later acquired by our Group on 1 December 2021) as managing director. He was also appointed as our managing director of weldment production on 2 May 2022. His key role in our Group is to manage the development of our Group’s welding business. Also a key member of our Group’s management, Mr. Soh has experience in various welding processes.

Prior to commencing employment at SPW in March 2015, Mr. Soh worked at Integrated Manufacturing Technologies Pte. Ltd. which was principally engaged in manufacturing electronic components and boards.

Mr. Soh was awarded the Executive Diploma in Professional Supervisory Management, first class from the University of Technology Malaysia in April 2016.

In November 2015, Mr. Soh, as the associate welding inspector, was certified by the American Welding Society for complying with the requirements of the “AWS QC1, Standard for AWS Certification of Welding Inspectors”. In October 2012, he was awarded a statement of attainment by the Singapore Workforce Skills and Qualifications for performing welding inspection. In March 2005, he completed the orbital welding basics at Integrated Manufacturing Technologies-International. In January 2002, he completed a training programme at Air Transport Training College Pte Ltd and obtained a professional certificate in aerospace working operations (mechanical). In May 2000, he completed a training course in E.B. Welder Process Engineering at a PTR-Precision Technologies service school. In January 1993, he completed a course on TIG welding-theory and practical organised by General Electric (U.S.A.) Aviation Service Operation Pte. Ltd. (currently known as GE Aviation Service Operation Pte Ltd).

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Mr. Soh is a director of SGP Malaysia and the spouse of Ms. Pang, who is a director of SPW and a shareholder of our Company.

Ms. HOU Jing (侯婧)

Ms. Hou, aged 38, joined our Group on 1 September 2022. On 2 May 2023, she was appointed as chief financial officer of our Group. Her key role is to oversee the Group’s financial management, accounting and company secretarial affairs.

Ms. Hou has accumulated more than 10 years of experience in financial management, business strategy planning, accounting and regulatory compliance prior to joining our Group. From September 2018 to August 2022, she worked as the group accountant and subsequently as the group finance manager at Rich Capital Holdings Limited (formerly known as Infinio Group Limited) (SGX: 5G4), a Singapore-based company listed on the Catalist of the Singapore Stock Exchange which engages in the business of development of residential and industrial properties in Singapore. During this employment, she was mainly responsible for overseeing all aspects of the financial reporting cycle, preparing annual forecasts and budgets, and coordinating with internal and external parties to ensure compliance with the Catalist Rules.

Before joining Rich Capital Holdings Limited, Ms. Hou has practised as an auditing professional for seven years. She worked at Cypress Singapore Pac CPA Firm from August 2011 to December 2013, and at Foo Kon Tan Grant Thornton LLP (subsequently renamed as Foo Kon Tan LLP and became a member of HLB International in 2015) from January 2014 to September 2018, both of which are accounting firms in Singapore.

Ms. Hou was awarded a bachelor of science degree in applied accounting from the Oxford Brookes University through distance learning in 2011 and she became a member of the Institute of Singapore Chartered Accountants in 2017. She was also admitted as a fellow of the Association of Chartered Certified Accountants in 2019.

Mr. ONG Eng Guan (翁湧原)

Mr. Ong Eng Guan, aged 64, is the senior program manager of Metasurface Technologies. He joined our Group on 17 August 2015. He was also appointed as our senior sales manager on 2 May 2023. His main responsibilities in our Group involve managing our Group’s customer relationship, coordinating between the Group’s finance, administrative and production teams, as well as overseeing general project management matters.

Mr. Ong has over 25 years of experience in the electronic and semiconductor industry. Prior to joining our Group, Mr. Ong worked as a procurement engineer in Compaq Asia Pte Ltd from March 1996, where he was responsible for sourcing for components and introducing new products. During his employment, he has contributed to the launch of the Armada 4100 notebook.

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From February 2006 to June 2010, Mr. Ong worked as a procurement manager in Benchmark Electronics Manufacturing (S) Pte Ltd. He was responsible for sourcing, developing, and maintaining relationships with supplier networks, and was recognised for his contributions towards winning multiple new projects and assisted the company in achieving excellent quality assessments of customers.

Mr. Ong was awarded a diploma in electrical engineering from the Tunku Abdul Rahman College (subsequently known as Tunku Abdul Rahman University College) in Malaysia in October 1982.

JOINT COMPANY SECRETARIES

Ms. HOU Jing was appointed as one of our joint company secretaries on 2 May 2023. For details of Ms. Hou’s biography, please see “— Senior Management” in this section above.

Mr. NG Cheuk Kin (吳卓健) was appointed as one of our joint company secretaries of our Company on 2 May 2023, which will take effect on the [REDACTED].

Mr. Ng is a Senior Manager of Corporate Services of Tricor Services Limited and has over 12 years of experience in the corporate secretarial and audit field. Mr. Ng obtained a bachelor of business administration degree from The Chinese University of Hong Kong in December 2010. Mr. Ng is a Certified Public Accountant of Hong Kong Institute of Certified Public Accountants.

We have sought a waiver from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the GEM Listing Rules. See “Waiver from Strict Compliance with the GEM Listing Rules — Joint Company Secretaries”.

COMPLIANCE OFFICER

Ms. JEE Wee Jene, an executive Director, is the compliance officer of our Company. For her biographical details, please see “— Board of Directors — Executive Directors” in this section above.

COMPLIANCE ADVISER

We have appointed UOB Kay Hian as our compliance adviser in compliance with Rule 6A.19 of the GEM Listing Rules. Pursuant to Rule 6A.23 of the GEM Listing Rules, we will consult with and seek advice from our compliance adviser on a timely basis in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;

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- (c) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where our business activities, developments or results deviate from any forecast, estimate, or other information in this document; and
- (d) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of the securities of our Company, the possible development of a false market in the securities of our Company or any other matters.

The term of the appointment shall commence on the [REDACTED] and end on the date on which our Company distributes its annual report in respect of its financial results for the first full financial year commencing after the [REDACTED]. Our Company may exercise its right to terminate the appointment of our compliance adviser in accordance with Rule 6A.26 of the GEM Listing Rules and in such event, appoint a replacement compliance adviser in accordance with Rule 6A.27 of the GEM Listing Rules.

BOARD COMMITTEES

Audit Committee

Our Company [established] an audit committee with written terms of reference in compliance with Rules 5.28 and 11.07(5) of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The audit committee has three members, namely Mr. TAN Chek Kian, Mr. CHAN Yang Kang and Mr. ANG Yong Sheng, Jonathan, all being our independent non-executive Directors. Mr. TAN Chek Kian has been appointed as the chairman of the audit committee, and is our independent non-executive Director possessing the appropriate professional qualifications as required in Rule 5.05(2) of the GEM Listing Rules. The primary duties of the audit committee include, among other things, making responsibilities to the Board on the appointment, reappointment and removal of the external auditor, reviewing our Group’s financial information, overseeing our Group’s financial reporting system, risk management and internal control systems.

Remuneration Committee

The Company [established] a remuneration committee with written terms of reference in compliance with Rule 5.34 of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The remuneration committee has three members, namely Mr. CHAN Yang Kang, Mr. TAN Chek Kian and Mr. ANG Yong Sheng, Jonathan. Mr. CHAN Yang Kang has been appointed as the chairman of the remuneration committee. The primary duties of the remuneration committee include, among other things, making recommendations to the Board on our Group’s policy and structure for all Directors’ and senior management’s remuneration and on the establishment of a formal and transparent procedure for developing the remuneration policy and the remuneration packages of each individual executive Director and senior management.

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Nomination Committee

The Company [established] a nomination committee with written terms of reference in compliance with Rule 5.36A of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The nomination committee has three members, namely, Mr. Chua, Mr. TAN Chek Kian and Mr. CHAN Yang Kang. Mr. Chua has been appointed as the chairman of the nomination committee. The primary duties of the nomination committee include, among other things, making recommendations on any proposed changes to the Board to complement our Company’s corporate strategy.

BOARD DIVERSITY

Our Board has adopted a board diversity policy in accordance with Rule 17.104 of the GEM Listing Rules. With a view to achieving sustainable and balanced development, we are committed to promoting diversity in our Board in order to bring in innovation, fresh and broad business perspectives and enhance the decision-making process of our Board. Our Board is of the view that greater diversity will help our Company better understand and meet the needs of different stakeholders and maintain our competitive advantages in the precision component engineering industry.

The selection of Director candidates will be based on a range of perspectives on diversity, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. All Board appointments will be based on meritocracy and contribution that the selected candidates may bring to our Board, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on our Board. In compliance with our Board’s diversity policy, our Board currently comprises members from diverse gender, age, cultural and educational background. Our Directors have a balanced mix of knowledge and experience in the areas of engineering, corporate finance, accounting and law. They obtained education qualifications in various majors including engineering, laws and accounting.

In addition, our Company recognises and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level, including gender diversity, as an essential element in maintaining our Company’s competitive advantage and enhancing its ability to attract, retain and motivate employees from the widest pool of available talent. We have taken, and will continue to take, steps to promote gender diversity at all levels of our Company, including but not limited to our Board and senior management levels. Our Group will work to maintain gender diversity of our Board. Our Board currently has and will continuously use its best endeavours to maintain at least one female representation and will appoint additional female directors to our Board after [REDACTED] (keeping in mind the importance of management continuity and the timeline for retirement and reappointment of Directors under the Articles) and our nomination committee will, on suitable basis, use its best endeavours to identify and recommend multiple suitable female candidates to our Board for its consideration. We will also continue to ensure that there is gender diversity when recruiting staff at mid to senior level so that we will have a pipeline of female senior management and potential successors to our Board in due time to ensure gender diversity of our Board. We currently have and will continuously use our best

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endeavors to maintain at least one female senior management member. Our Group will continue to emphasise training of female talent and provide long-term development opportunities for our female staff, for example by involving them in board-level meetings and decision-making, giving them greater responsibilities in leading board-level initiatives, providing them with regular evaluation and performance feedbacks, and encouraging them to also participate in the process of identifying and nurturing junior female employees with high potentials.

Our nomination committee will monitor the implementation of our Board diversity policy on an ongoing basis. It shall report annually, in our corporate governance report, on our Board’s composition under perspectives of diversity together with a summary of our Board diversity policy, the measurable objectives for implementing this policy and the progress of achieving our objectives to achieve Board diversity.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Directors and senior management receive remuneration from our Group in the form of salaries and bonuses, contributions to defined retirement benefits schemes and share-based payment.

The aggregate amounts of remuneration (including salaries and bonuses, contributions to retirement benefits schemes and share-based payment) paid to our Directors for the years ended 31 December 2022 and 2023 were approximately S\$1.9 million and S\$3.4 million, respectively. None of the Directors had waived any remuneration during the same period.

The aggregate amounts of remuneration (including salaries and bonuses, contributions to retirement benefits schemes and share-based payment) paid to our Group’s five highest paid individuals, including Directors, for the years ended 31 December 2022 and 2023 were approximately S\$2.2 million and S\$3.8 million, respectively.

No payment was made by the Group to the Directors or the five highest paid individuals as an inducement to join or upon joining the Group or as a compensation for loss of office in respect of the Track Record Period.

Save as disclosed above, no other payments have been made or are payable in respect of the Track Record Period by any of member of the Group to any of the Directors.

Under the arrangements currently in force, we estimate the aggregate remuneration, excluding discretionary bonus, of our Directors for the financial year ending 31 December 2024 to be approximately S\$0.9 million.

For additional information on our Directors’ remuneration during the Track Record Period as well as information on the highest paid individuals, see note 9 to the Accountant’s Report included in Appendix I to this document.

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DIRECTOR’S CONFIRMATION

Except as disclosed in this document, each of our Directors (i) did not hold other positions in our Company or other members of our Group as at the Latest Practicable Date, (ii) had no other relationship with any Directors, members of senior management, substantial shareholders or Controlling Shareholders of our Company as at the Latest Practicable Date, (iii) did not hold any other directorship in any public company with securities listed on any securities market in Hong Kong or overseas during the three years immediately preceding the date of this document, and (iv) did not conduct any business activities that compete, or may compete, either directly or indirectly, with our business, which would require disclosure under Rule 11.04 of the GEM Listing Rules.

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 5.02D of the GEM Listing Rules on 15 September 2022, 5 January 2023 and 19 April 2023, and (ii) understands his or her obligations as a director of a listed issuer under the GEM Listing Rules.

Each of the independent non-executive Directors has confirmed (i) his/her independence as regards each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules, (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company under the GEM Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointments.

See “C. Further Information about our Directors, Chief Executive and Substantial Shareholders” in Appendix V to this document for details of our Directors’ respective interests or short positions (if any) in our Shares, particulars of our Directors’ service contracts and letters of appointment and our Directors’ remuneration.

Except as disclosed in this document, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there was no other matter with respect to our Directors that needs to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules as at the Latest Practicable Date.

[REDACTED] SHARE OPTION SCHEME

The Company has conditionally approved and adopted the [REDACTED] Share Option Scheme. The principal terms of the [REDACTED] Share Option Scheme are summarised in “D. [REDACTED] Share Option Scheme” in Appendix V to this document.

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CODE PROVISION C.2.1 OF THE CORPORATE GOVERNANCE CODE

Pursuant to code provision C.2.1 of the Corporate Governance Code, as set out in Appendix C1 to the GEM Listing Rules, the responsibilities between the chairman and the chief executive officer should be segregated and should not be performed by the same individual. However, we do not have a separate chairman and chief executive officer and Mr. Chua is performing these two roles. Mr. Chua is responsible for the overall management, operation and strategic development of our Group and has been instrumental to our growth and business operations since founding our Group in 2000. Taking into account the continuation of management and the implementation of our business strategies, our Directors (including our independent non-executive Directors) consider it is most suitable for Mr. Chua to hold both the positions of chief executive officer and the chairman of the Board and the existing arrangements are beneficial to the management of our Group and are in the interests of our Company and our Shareholders as a whole. The balance of power and authority is ensured by the operation of the senior management and our Board, both of which comprises experienced and high-calibre individuals. Our Board comprises three executive Directors (including Mr. Chua) and three independent non-executive Directors, and therefore has a strong independence element in its composition.

Save as disclosed above, we are in compliance with all code provisions of Part 2 of the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. Our Directors recognise the importance of good corporate governance in management and internal procedures so as to achieve effective accountability. Our Directors will review our corporate governance policies and compliance with the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules each financial year and comply with the “comply or explain” principle in our corporate governance report which will be included in our annual reports after the [REDACTED].