

DIRECTORS AND SENIOR MANAGEMENT

OVERVIEW

Our Board currently consists of five Directors, comprising one non-independent non-executive chairman, one executive Director & chief executive officer, and three independent non-executive Directors. The functions and duties of our Board include convening shareholders’ meetings, reporting on our Board’s work at these meetings, implementing the resolutions passed at these meetings, determining business and investment plans, formulating our Group’s annual budget and final accounts and formulating our Group’s proposals for profit distributions and for the increase or reduction of registered capital. In addition, our Board is responsible for exercising other powers, functions and duties in accordance with the Constitution.

DIRECTORS

The following table sets out the information regarding the members of our Board:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of joining our Group</u>	<u>Date of appointment as the Director</u>	<u>Roles and responsibilities in our Group</u>	<u>Relationship with the other Directors and our Group’s senior management</u>
Mr. Xu Ruibing (徐瑞冰先生)	56	Executive Director and CEO	2 July 2018	23 December 2021	Responsible for the day to day management of our Group	None
Mr. Sun Renwang (孫仁旺先生)	53	Non-Independent Non-Executive Chairman	2 July 2018	23 December 2021	Responsible for overseeing the Board	None
Mr. Chua Siong Kiat (蔡尚傑先生)	55	Lead Independent Non-Executive Director	20 April 2023	20 April 2023	Providing independent advice and judgment to the Board	None
Mr. Kong Chee Keong (江治強先生)	58	Independent Non-Executive Director	20 April 2023	20 April 2023	Providing independent advice and judgment to the Board	None
Mr. Goh Siong Pheok Francis (吳松栢先生)	62	Independent Non-Executive Director	20 April 2023	20 April 2023	Providing independent advice and judgment to the Board	None

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Executive Director

Mr. Xu Ruibing (徐瑞冰先生), aged 56, is our executive Director and chief executive officer. Mr. Xu founded the business when Sunbeam was incorporated on 14 May 2018 and was appointed to our Board on 23 December 2021. Mr. Xu is primarily responsible for the day to day management of our Group.

Mr. Xu has over 25 years of experience in the M&E engineering services field.

Mr. Xu joined Great Resources in September 2000 as an engineer, where he was responsible for the execution of ELECT projects. Mr. Xu subsequently rose through the ranks and became the executive deputy managing director of Great Resources in 2010, which was his last held position prior to his resignation in 2014.

In 2014, Mr. Xu was appointed as the general manager of Kin Xin Engineering and was subsequently appointed as an executive director of Libra Group Limited in 2015 until his cessation of appointment. Mr. Xu co-founded Sunbeam with Mr. Sun in 2018 and was appointed as executive director.

Mr. Xu graduated from the Northwestern Polytechnical University, the PRC in 1993 with a Bachelor of Engineering, specialising in electrical engineering.

Mr. Xu was a director of the following company which was incorporated in Singapore prior to its dissolution:

<u>Name of the relevant company</u>	<u>Place of incorporation</u>	<u>Principal business activity immediately before dissolution</u>	<u>Means of dissolution</u>	<u>Date of dissolution</u>	<u>Reasons for dissolution</u>
LING CHUANG M&E PTE. LTD.	Singapore	Provision of M&E engineering services	Struck off	5 June 2023	Corporate structure was no longer required

Mr. Xu confirmed that, to the best of his knowledge, (i) the dissolved company above was solvent immediately prior to its dissolution and had no outstanding claim or liabilities; (ii) he has not received any notification in respect of penalty, action or proceeding from the Singapore authorities as a result of the dissolution; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the dissolution.

Non-Executive Director

Mr. Sun Renwang (孫仁旺先生), aged 53, is our non-independent non-executive chairman. Mr. Sun co-founded Sunbeam with Mr. Xu on 14 May 2018 and was appointed to our Board on 23 December 2021. Mr. Sun is primarily responsible for overseeing the Board.

Mr. Sun has over 25 years of experience in the construction and related industries.

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From 2000 onwards, Mr. Sun founded various building construction companies, including CRF in 2000, Century Building Construction Pte. Ltd. in 2013 and SG United Construction Pte. Ltd. in 2018, where he was responsible for the business operations for the main contractor companies. Mr. Sun also ventured into property development and property investment with the incorporation of RWSun Pte. Ltd. in 2012, CRF Land Pte. Ltd. in 2018 and RWSun Development Pte. Ltd. in 2021.

In 2018, Mr. Sun co-founded Sunbeam with Mr. Xu. Mr. Sun received a secondary school level of education in the PRC.

Mr. Sun was a director of the following companies which were incorporated in Singapore prior to their dissolutions:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Principal business activity immediately before dissolution</u>	<u>Means of dissolution</u>	<u>Date of dissolution</u>	<u>Reasons for dissolution</u>
LING CHUANG M&E PTE. LTD.	Singapore	Provision of mechanical and engineering services	Struck off	5 June 2023	Corporate structure no longer required
NSS DEVELOPMENT PTE. LTD.	Singapore	Property development	Struck off	9 January 2017	The company ceased to operate the business
SOLID CONSTRUCTION PTE. LTD.	Singapore	Construction	Struck off	11 August 2010	The company ceased to operate the business
CHANG LONG FENG DEVELOPMENT PTE. LTD.	Singapore	Property development	Struck off	19 February 2016	The company ceased to operate the business
NSS PROPERTIES PTE. LTD.	Singapore	Property development	Dissolved — Members’ Voluntary Winding Up	2 November 2017	The company ceased to operate the business
SYK DEVELOPMENT PTE. LTD.	Singapore	Property development	Struck off	20 February 2025	The company ceased to operate the business

Mr. Sun confirmed that, to the best of his knowledge, (i) the dissolved companies above were solvent immediately prior to their dissolutions and had no outstanding claim or liabilities; (ii) he has not received any notification in respect of penalty, action or proceeding from the Singapore authorities as a result of the dissolutions of these companies; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the dissolutions.

Prior to the commencement of the Track Record Period, the MOM imposed stop work orders and issued demerit points against CRF where Mr. Sun serves as a director, debarred CRF from hiring new foreign workers for a period of three months in 2021. As at the Latest Practicable Date, CRF has duly rectified the relevant safety breaches and all demerit points have been cleared. In May 2022, the Public Utilities Board of Singapore brought a charge against SG United Construction Pte. Ltd. where Mr. Sun

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served as one of the directors, for causing damage to the public sewerage system in breach of section 20(1)(a) of the Sewerage and Drainage Act 1999 of Singapore, and it was fined a sum of S\$5,000, which was paid by SG United. Mr. Sun confirmed that he was not personally involved in relation to the aforesaid matters of the two companies and all non-compliances had been settled and remedied prior to the commencement of the Track Record Period.

Independent Non-Executive Directors

Mr. Chua Siong Kiat (蔡尚傑先生), aged 55, is our lead independent non-executive Director. Mr. Chua was appointed to our Board on 20 April 2023. Mr. Chua is responsible for providing independent advice and judgment to the Board and is also primarily in charge of the Audit Committee.

Mr. Chua has more than 25 years of broad-based international financial and management experience, mainly in the areas of real estate investment and development, building construction and materials, and healthcare and medical assurance sectors.

Mr. Chua worked as an audit assistant at Wong Mun Piau & Co, CPAs, from October 1993 to March 1995. Subsequently, he worked as a financial controller for various companies. Mr. Chua was the executive director and chief financial officer of Libra Group Limited from 2013 to 2015, and served as the interim group chief operating officer of Pacific Star Development Limited (SGX: 1C5), a property development company listed on the SGX-ST, in 2016, before being promoted to executive director in 2017.

Mr. Chua was the group chief financial officer of TEE International Limited (SGX: M1Z), an engineering and infrastructure company listed on the SGX-ST, from October 2021 to January 2023, and is currently the non-executive non-independent director of Memiontec Holdings Ltd. (SGX: TWL), a water and wastewater treatment solutions company listed on the SGX-ST. Before serving as its non-executive non-independent director, Mr. Chua was the chief financial officer of Memiontec Holdings Ltd. from April 2023 to April 2025. Mr. Chua is the independent director of UMS Holdings Limited (currently known as UMS Integration Limited), a precision engineering and semiconductor-related company, since 6 May 2024.

Mr. Chua also sat on the board of Heatec Jietong Holdings Ltd. (SGX: 5OR), a piping and heat exchanger services company listed on the SGX-ST, from January 2022 to September 2024; New Silkroutes Group Limited (SGX: BMT) (currently known as Coolan Group Limited), a hospitals and healthcare company listed on the SGX-ST, from August 2020 to October 2025; China Yuanbang Property Holdings Limited (SGX: BCD), a property development company listed on the SGX-ST, from October 2022 to January 2024; and VCI Global Limited (NASDAQ: VCIG), a technology development, fintech and digital solutions company listed on NASDAQ, as an independent director from August 2022 to July 2025 and as an executive director from July 2025 to February 2026. Mr. Chua is the independent non-executive director of Olive Tree Estates Limited (SGX: 1H2), an investment holding company listed on the SGX-ST, since February 2026.

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Mr. Chua graduated from the Imperial College of Science, Technology and Medicine, the University of London with a Master of Business Administration and a Diploma of the Imperial College in Management in 2001. He is a Chartered Valuer and Appraiser granted by the Singapore Accountancy Commission in 2020, a Chartered Accountant of Singapore granted by Institute of Singapore Chartered Accountants in 2013, a Certified Internal Auditor granted by the Institute of Internal Auditors in 1998. Mr. Chua was admitted as an associate of The Association of Chartered Certified Accountants in 1997. He is also a fellow member of The Association of Chartered Certified Accountants in 2002, a Certified Public Accountants granted by the Institute of Certified Public Accountants of Singapore in 1999 and a member of the Singapore Institute of Directors issued in 2024.

Save as disclosed above, Mr. Chua has not been a director of any public companies, the securities of which are listed on a securities market in Hong Kong or overseas, for the three years immediately preceding the date of this document.

Mr. Chua was a director of the following company which was incorporated in Singapore prior to its dissolution:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Principal business activity immediately before dissolution</u>	<u>Means of dissolution</u>	<u>Date of dissolution</u>	<u>Reasons for dissolution</u>
DISTRIBUTION AND WAREHOUSING SYSTEMS PTE LTD	Singapore	Arrangement of Transportation of Freight and Cargo	Dissolved — Members' Voluntary Winding Up	27 August 1994	Cessation of business

Mr. Chua confirmed that, to the best of his knowledge, (i) the dissolved company above was solvent immediately prior to its dissolution and had no outstanding claim or liabilities; (ii) he has not received any notification in respect of penalty, action or proceeding from the Singapore authorities as a result of the dissolution; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the dissolution.

Mr. Kong Chee Keong (江治強先生), aged 58, is our independent non-executive Director. Mr. Kong was appointed to our Board on 20 April 2023. Mr. Kong is responsible for providing independent advice and judgment to the Board and is also in charge of the Remuneration Committee.

Mr. Kong has over 18 years of experience in the areas of auditing and corporate finance across multiple industries.

Mr. Kong founded Penvest Co. Pte. Ltd. in 2007, a company engaged in insurance activities. Between September 2021 and January 2023, he was the executive director and chief executive officer of Darco Water Technologies Limited (SGX: BLR), a company listed on the SGX-ST specialised in integrated engineering and knowledge-based water and wastewater treatment solutions. Mr. Kong currently serves as the lead independent director of JEP Holdings Ltd (SGX: 1J4), a company listed on the SGX-ST specialised in machining and engineering services.

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While Mr. Kong was an independent non-executive director of PC Partner Group Limited (SGX: PCT), a company previously listed on the Stock Exchange and currently listed the SGX-ST, specialised in manufacturing computer hardware, from 5 November 2024 to 15 January 2026, Mr. Kong remains an independent non-executive director for PC Partner Group Limited. Mr. Kong is currently an independent director of Ten-League International Holdings Ltd. (NASDAQ: TLIH), a company listed on NASDAQ specialised in providing turnkey project solutions, from 31 March 2025. Mr. Kong is also an independent director of SHS Holdings Ltd (SGX: 566), a company listed on the SGX-ST and specialised in engineering and construction from 9 February 2026.

Mr. Kong graduated from the National University of Singapore in 1991 with a Bachelor of Accountancy, and from the University of Manchester in 2003 with a Master of Business Administration (MBA). He is a Chartered Accountant of Singapore accredited by the Institute of Singapore Chartered Accountants from 2014, and a member of the Singapore Institute of Directors from 2019.

Save as disclosed above, Mr. Kong has not been a director of any public companies, the securities of which are listed on a securities market in Hong Kong or overseas, for the three years immediately preceding the date of this document.

Mr. Kong was a director of the following companies which were incorporated in Singapore prior to their dissolutions:

<u>Name of Company</u>	<u>Place of incorporation</u>	<u>Principal business activity immediately before dissolution</u>	<u>Means of dissolution</u>	<u>Date of dissolution</u>	<u>Reasons for dissolution</u>
ASIAGATE HOLDINGS PTE LTD	Singapore	Holding companies of firms engaged in non-financial and insurance activities	Struck off	31 March 2011	Cessation of business
CHANG POWER DEVELOPMENT PTE. LTD.	Singapore	Holding companies of firms engaged in non-financial and insurance activities	Struck off	17 October 2014	Cessation of business
HTMI (BEIJING) PTE. LTD	Singapore	Clinics and other general medical services	Struck off	4 June 2010	Cessation of business
NAFA-ASIAGATE EDUCATION CORPORATION PTE. LTD.	Singapore	Commercial schools offering tertiary education programmes	Dissolved — Members' Voluntary Winding Up	18 October 2013	Cessation of business
GLOBAL 9 TRUST AND FIDUCIARY SERVICES PTE. LTD.	Singapore	Trustee, fiduciary and custody services	Struck off	14 December 2014	Cessation of business

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Mr. Kong confirmed that, to the best of his knowledge, (i) the dissolved companies above were solvent immediately prior to their dissolutions and had no outstanding claim or liabilities; (ii) he has not received any notification in respect of penalty, action or proceeding from the Singapore authorities as a result of the dissolutions of these companies; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the dissolutions.

Mr. Goh Siong Pheck Francis (吳松栢先生), aged 62, is our independent non-executive Director. Mr. Goh joined the Group on 20 April 2023 and was appointed to our Board on 20 April 2023. Mr. Goh is responsible for providing independent advice and judgment to the Board and is in charge of the Nomination Committee.

Mr. Goh has been a qualified lawyer practising law in Singapore for over 30 years.

Mr. Goh is currently a consultant of Legis Point LLC. Prior to joining Legis Point LLC, Mr. Goh was the equity partner of Eversheds Harry Elias LLP. As a qualified mediator, Mr. Goh sits as a mediator at various institutions, including the Singapore Mediation Centre, the Singapore International Mediation Institute and the International Mediation Institute.

Mr. Goh graduated from the Faculty of Law, the National University of Singapore in 1990 with a Bachelor of Law. He was admitted to the Singapore Bar as an advocate and solicitor in 1991 and has been a principal mediator at the Singapore Mediation Centre.

Mr. Goh was a director of the following company which was incorporated in Singapore prior to its dissolution:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Principal business activity immediately before dissolution</u>	<u>Means of dissolution</u>	<u>Date of dissolution</u>	<u>Reasons for dissolution</u>
G'DAY PROPERTIES PTE. LTD.	Singapore	Holding companies of firms engaged in non-financial and insurance activities	Struck off	6 June 2009	Cessation of business

Mr. Goh confirmed that, to the best of his knowledge, (i) the dissolved company above was solvent immediately prior to its dissolution and had no outstanding claim or liabilities; (ii) he has not received any notification in respect of penalty, action or proceeding from the Singapore authorities as a result of the dissolution; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the dissolution.

Except as disclosed above, to the best knowledge, information and belief of our Directors having made all reasonable inquiries, there was no other matter with respect to the appointment of our Directors that needs to be brought to the attention of the Shareholders, and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and no other matters are required to be brought to the attention of Shareholders as at the Latest Practicable Date.

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DIRECTORS INTERESTS

Save as disclosed in this document, each of our Directors (i) has no interests in the Shares within the meaning of Part XV of the SFO; (ii) is independent from, and is not related to, any other Directors, members of the senior management, substantial shareholders or Controlling Shareholders; and (iii) is not interested in any business apart from our Group’s business, which competes or is likely to compete, either directly or indirectly, with our business.

Save as disclosed above, to the best knowledge, information and belief of our Directors having made all reasonable enquiries, there was no other matter with respect to the appointment of 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 13.51(2)(h) to 13.51(2)(w) of the Listing Rules as at the Latest Practicable Date.

SENIOR MANAGEMENT

Our Board is supported by our Group’s senior management in the day-to-day management of its business. The following table sets forth the information regarding our Group’s senior management:

<u>Name</u>	<u>Age</u>	<u>Current Position/title</u>	<u>Date of joining our Group</u>	<u>Date of appointment of current position</u>	<u>Roles and responsibilities in our Group</u>	<u>Relationship with the Directors and our Group’s senior management</u>
Ms. Ng Chou Yuan (黄秋雁女士)	40	Financial controller	1 September 2018	20 April 2023	Responsible for the finance and accounting matters of our Group	None
Ms. Lei Lei (雷蕾女士)	43	Managing director of Sunbeam	16 October 2018	1 January 2026	Responsible for managing the overall business and operations of Sunbeam	None
Mr. Tay Yeow Kee (鄭耀基先生)	50	CEO of Guthrie Engineering	1 July 2025 (Joined Guthrie Engineering on 1 January 2021)	6 November 2025	Responsible for managing the overall business and operations of Guthrie Engineering	None
Mr. Lim Teck Seng (林德成先生)	57	General manager of Fire-Guard	15 January 2024 (Joined Fire-Guard in April 1991)	15 January 2024	Responsible for managing the overall business and operations of Fire-Guard	None

Unless otherwise stated below, none of the members of our senior management has been a director of a public company, the securities of which are listed on any securities market in Hong Kong or overseas.

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Ms. Ng Chou Yuan (黄秋雁女士), aged 40, is the financial controller of our Group. Ms. Ng joined the Group on 1 September 2018 and was appointed to be Group financial controller on 20 April 2023. Ms. Ng is primarily responsible for the finance and accounting matters of our Group.

She has over 10 years of experience in audit and accounting. Between 2015 and 2018, Ms. Ng was an accountant at Kin Xin Engineering Pte. Ltd.. She joined Sunbeam as an assistant accounts manager in 2018 and was subsequently promoted as the Group’s financial controller in 2023.

Ms. Ng is currently a member of the Institute of Singapore Chartered Accountants and a Chartered Accountant of Singapore.

Ms. Lei Lei (雷蕾女士), aged 43, is the managing director of Sunbeam. Ms. Lei joined the Group as general manager of Sunbeam on 16 October 2018. She is responsible for managing the overall business and operations of Sunbeam.

Ms. Lei has over 20 years of experience in the M&E engineering services industry. She began her career as an engineer at China State Construction Engineering Corporation (“CSCEC”) in 2005, where she later completed a training programme in the PRC and was subsequently assigned to a subsidiary of CSCEC, namely Great Resources, a company specialising in M&E engineering. Over the years, Ms. Lei progressed to become the assistant managing director and head of department (ACMV) of Great Resources, where she was responsible for business operations of Great Resources and was primarily in charge of ACMV services’ business. This was her last held position at Great Resources prior to her resignation in 2015.

Ms. Lei was subsequently appointed as the general manager of Kin Xin Engineering in 2016, where she was responsible for the day-to-day operations of Kin Xin Engineering Pte Ltd. She thereafter joined Sunbeam as general manager in October 2018 and was appointed as the managing director in January 2026.

Ms. Lei graduated from the Central South University, the PRC with a Bachelor of Engineering in 2005, specialising in construction environment and equipment engineering. She obtained a Master’s Degree of Science (Mechanical Engineering) from the Nanyang Technological University, Singapore in 2011.

Mr. Tay Yeow Kee (鄭耀基先生), aged 50, is the chief executive officer of Guthrie Engineering. Mr. Tay joined Guthrie Engineering on 1 January 2021 as the executive chairman and was further appointed as the chief executive officer on 1 July 2022. He is responsible for managing the overall business and operations of Guthrie Engineering and for defining and driving its strategic direction.

On 1 July 2025, Guthrie Engineering was acquired by our Company. Following the acquisition, Mr. Tay continued to lead Guthrie Engineering. Prior to joining Guthrie Engineering, Mr. Tay was a consultant with Guthrie GTS Pte Ltd from 2021.

Mr. Tay graduated from the University of Melbourne with a Bachelor of Commerce in 1999. In 2012, he was sponsored by CIMB Bank to attend INSEAD’s Global Executive Leadership Programme.

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Mr. Lim Teck Seng (林德成先生), aged 57, is the general manager of Fire-Guard. He is responsible for overseeing the overall operations, management and strategic direction of Fire-Guard. Mr. Lim joined Fire-Guard in 1991 as a project supervisor and has since advanced through various leadership roles, including his appointment as a director in 2024.

Mr. Lim obtained a diploma in Mechanical Engineering from Singapore Polytechnic in 1988.

Save as disclosed in this document, none of our senior management is related to any other Directors, members of senior management, substantial Shareholders or Controlling Shareholders, nor have any of our senior management members been a director of any public company, the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this document.

CONFIRMATION FROM OUR DIRECTORS

Rule 3.09D of the Listing Rules

Each of our Directors confirms that he (i) has obtained the legal advice referred to in Rule 3.09D of the Listing Rules on 28 May 2026, and (ii) understands his obligations as a director of a listed issuer under the Listing Rules.

Rule 3.13 of the Listing Rules

Each of the independent non-executive Directors confirms (i) his independence with regard to each of the factors referred to in Rules 3.13(1) to 3.13(8) of the Listing Rules; (ii) that he has no past or present financial or other interest in the business of our Company or its subsidiaries or any connection with any core connected person of our Company under the Listing Rules as at the Latest Practicable Date; and (iii) that there are no other factors that may affect his or her independence at the time of his or her appointment.

Rule 8.10 of the Listing Rules

Each of our Directors confirms that, as at the Latest Practicable Date, he did not have any interest in a business which competes or is likely to compete, either directly or indirectly, with our Company's business which would require disclosure under Rule 8.10 of the Listing Rules.

JOINT COMPANY SECRETARIES

Singapore Company Secretary

Ms. Shirley Tan Sey Liy (陳雪莉女士), aged 50, was appointed as our company secretary since 3 January 2023 and was reappointed as our company secretary on 1 March 2025.

Ms. Tan is the founder, group executive director and chief executive officer of ST Corporate Advisory Group. She is a qualified chartered secretary with over 20 years of experience in corporate secretarial practice and compliance advisory, advising private and public companies, SMEs, foreign companies and offshore companies in Singapore.

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Ms. Tan has extensive experience in supporting companies on corporate governance and listing compliance matters, including advising companies listed on the SGX-ST, the Stock Exchange, dual-listed issuers and real estate investment trusts. She also has experience in supporting Singapore-based clients in connection with listing on overseas exchanges, including NASDAQ.

Ms. Tan is a fellow member of the Chartered Secretaries Institute of Singapore and holds a practising certificate issued by the institute. She is also a member of the Singapore Institute of Directors.

Ms. Tan obtained a Master of Science in Management with distinction from the National University College Dublin.

Hong Kong Company Secretary

Mr. Chu Wing Tim Benedict (朱永添先生) was appointed as our Hong Kong company secretary with effect from the [REDACTED]. Mr. Chu was nominated by Boardroom Corporate Services (HK) Limited (“**Boardroom**”) under an engagement letter made between the Company and Boardroom, pursuant to which Boardroom has agreed to provide certain corporate secretarial services to the Company. Mr. Chu is currently an assistant manager of the corporate secretarial department of Boardroom.

Mr. Chu has over 15 years of experience in the fields of compliance, securities and corporate secretarial. From 1993 to 2006, he worked with the Stock Exchange, HKSCC and Hong Kong Exchanges and Clearing Limited, respectively. He joined Boardroom in 2019 and is currently acting as a company secretary or joint company secretary for several companies listed on the Stock Exchange, including Adtiger Corporations Limited (SEHK: 1163), Lvji Technology Holdings Inc. (SEHK: 1745), Kafelaku Coffee Holding Limited (SEHK: 1869) and Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. (SEHK: 9663).

Mr. Chu obtained a Master’s Degree in Business Administration from the University of Strathclyde, U.K. in 1997. He is an associate of both The Chartered Governance Institute and The Hong Kong Chartered Governance Institute (HKCGI) and an ordinary member of the Hong Kong Securities and Investment Institute.

MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 of the Listing Rules, the Company is required to have a sufficient management presence in Hong Kong. This normally means that at least two of our executive Directors are ordinarily resident in Hong Kong. However, given that our business and operations are primarily located, managed and conducted in Singapore, and our executive Director does not ordinarily reside in Hong Kong, we do not, and for the foreseeable future will not, have two executive Directors ordinarily residing in Hong Kong. As a result, we have applied to the Stock Exchange for[, and the Stock Exchange has agreed to grant,] a waiver from strict compliance with Rule 8.12 of the Listing Rules. See “Waivers and Exemptions”.

BOARD COMMITTEES

Our Board has established an Audit Committee, a Remuneration Committee and a Nomination Committee. These committees assist our Board in discharging its duties and overseeing particular aspects of our Group’s activities.

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Audit Committee

We established an Audit Committee pursuant to a resolution of our Directors passed on 19 April 2023. The terms of reference have been amended with effect from the [REDACTED] to comply with the Listing Rules. Our Audit Committee has written terms of reference in compliance with Rule 3.21 of the Listing Rules and the CG Code. The primary duties of the Audit Committee are to, among other things, to review the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements and any formal announcements relating to our Company’s financial performance and to review the completeness and accuracy of disclosures in the financial statements. Our Audit Committee consists of three members, namely Mr. Chua, Mr. Kong and Mr. Goh, all being independent non-executive Directors. Mr. Chua is the chairman of our Audit Committee.

Remuneration Committee

We established a Remuneration Committee pursuant to a resolution of our Directors passed on 19 April 2023. The terms of reference have been amended with effect from the [REDACTED] to comply with the Listing Rules. Our Company has written terms of reference in compliance with Rule 3.25 of the Listing Rules and the CG Code. The primary duties of the Remuneration Committee are to, among other things, to review and make recommendations to our Board on the remuneration policies relating to our Directors and senior management, to ensure that remuneration policies are aligned with the long-term interests and risk policies of our Company, and to ensure that remuneration is commensurate with responsibilities and reflects the performance of the individual and our Company. Our Remuneration Committee consists of three members, namely Mr. Kong, Mr. Goh and Mr. Chua. Mr. Kong serves as the chairman of our Remuneration Committee.

Nomination Committee

We established a Nomination Committee pursuant to a resolution of our Directors passed on 19 April 2023. The terms of reference have been amended with effect from the [REDACTED] to comply with the Listing Rules. Our Company has written terms of reference in compliance with Rule 3.27A of the Listing Rules and the CG Code. The primary duties of the Nomination Committee are to, among other things, to review and make recommendations to our Board in relation to the appointment and re-appointment of Directors (including independent Directors), having regard to their contribution, performance and abilities, to review and make recommendations on the size and composition of our Board, to review and assess whether each Director is devoting sufficient time and attention to his or her duties to our Board. Our Nomination Committee consists of three members, namely Mr. Goh, Mr. Chua and Mr. Kong. Mr. Goh serves as the chairman of our Nomination Committee.

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BOARD DIVERSITY POLICY

Our Company will adopt a board diversity policy (the “**Board Diversity Policy**”) which will set out the objective and approach for achieving and maintaining diversity of the Board in order to enhance its effectiveness. In determining the composition of the Board, a number of factors should be taken into account to achieve the Board diversity, including but not limited to gender, age, cultural and educational background, professional experience and skills.

Our Board comprises five members, including one non-independent non-executive chairman, one executive Director, and three independent non-executive Directors. Our Directors have a balanced mix of experience, including engineering, operation management, legal, financial, auditing and accounting fields. Furthermore, the age of our Directors ranges from 53 to 62 years old with different experience from different industries and sectors. We have taken, and will continue to take, steps to promote gender diversity at all levels of our Company, including at the Board and management levels. Our management team includes two female senior management members, namely Ms. Lei and Ms. Ng, who contribute to the diversity of perspectives within our Group. Our Board currently has no female member, nevertheless, in recognising the particular importance of gender diversity, our Company is committed to providing career development opportunities for female staff and we confirm that our Nomination Committee will use its best efforts to identify and recommend female candidates to our Board for consideration on the appointment as Director of our Company. We will appoint at least one female Director within three months from the [REDACTED]. To ensure gender diversity of our Board, our Nomination Committee will continue and from time to time identify suitable candidates of both genders to our Board to be appointed as Directors. 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 management and potential successors to our Board in due time to ensure gender diversity of our Board. Our Group will continue to emphasise training of female talent and providing long-term development opportunities for our female staff.

Upon [REDACTED], our Nomination Committee will from time to time, among other things, review and make recommendations on the size and composition of our Board, with a view to ensuring an appropriate balance and mix of skills, experience, gender, and other aspects of diversity. Our Company will (i) disclose the biographical details of each Director and (ii) report on the implementation of the Board Diversity Policy (including whether we have achieved board diversity) in its annual corporate governance report.

CORPORATE GOVERNANCE

Our Company aims to achieve high standards of corporate governance, which are crucial to our development, and safeguard the interests of our Shareholders. To accomplish this, we expect to comply with the CG Code after the [REDACTED].

Our Directors recognise the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group to achieve effective accountability. Our Company intends to comply with all code provisions in the CG Code after the [REDACTED].

DIRECTORS AND SENIOR MANAGEMENT

COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

The aggregate amount of remuneration including salaries, allowances, bonus, director fees and benefits in kind which were paid to the Directors for the years ended 31 December 2023, 2024 and 2025 and the six months ended 30 June 2026 were approximately S\$0.8 million, S\$0.8 million, S\$1.0 million and S\$0.8 million, respectively.

The aggregate amount of remuneration including salaries, allowances, bonus, sales commission and benefits in kind which were paid to the five highest paid individuals (excluding the Directors amongst the five highest paid individuals) for the years ended 31 December 2023, 2024 and 2025 and the six months ended 30 June 2026 were approximately S\$0.8 million, S\$1.0 million, S\$1.7 million and S\$0.6 million, respectively.

During the Track Record Period, no remuneration was paid by our Group to, or received by, the Directors or senior management or the five highest-paid individuals as an inducement to join or upon joining our Group or as compensation for loss of office. There was no arrangement under which a Director waived or agreed to waive any remuneration during the same period.

Save as disclosed above, no other payments have been made or are payable in respect of the years ended 31 December 2023, 2024 and 2025 and the six months ended 30 June 2026 by any member of our Group to any of the Directors. Under the arrangements currently in force, our Group estimates the aggregate remuneration, excluding discretionary bonus, of the Directors for the year ending 31 December 2026 to be approximately S\$1.0 million.

For additional information on Directors’ remunerations during the Track Record Period as well as information on the highest paid individuals, see notes 34, 35 and 36 in the “Accountants’ Report” as set out in Appendix I to this document.

COMPLIANCE ADVISER

We have appointed Halcyon Capital Limited as our compliance adviser (the “**Compliance Adviser**”) upon [REDACTED] in compliance with Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Adviser will provide advice to us when consulted by us in the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues, sales or transfers of treasury shares and share repurchases;
- 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
- where the Stock Exchange makes an inquiry of our Company concerning unusual movements in the price or trading volume of our Shares, the possible development of a false market in our Shares, or any other matters in accordance with Rule 13.10 of the Listing Rules.

DIRECTORS AND SENIOR MANAGEMENT

The term of the appointment of the Compliance Adviser 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] and this appointment may be subject to extension by mutual agreement.