

## COMPANY INFORMATION SHEET

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**Company Name (stock code): UTS Marketing Solutions Holdings Limited (06113) (the “Company”)**

**Stock Short Name: UTS MARKETING**

This information sheet is provided for the purpose of giving information to the public about the Company as at the date hereof. The information does not purport to be a complete summary of information about the Company and/or its securities.

Unless the context requires otherwise, capitalized terms used herein shall have the meanings given to them in the Company’s prospectus (the “**Prospectus**”) dated 22 June 2017 and references to sections of the Prospectus shall be construed accordingly.

### **Responsibility Statement**

The directors of the Company as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any information inaccurate or misleading.

The directors also collectively and individually undertake to publish a revised information sheet when there are material changes to the information since the last publication.

#### *Executive Directors:*

Mr. Ng Chee Wai (Chairman)  
Mr. Lee Koon Yew  
Mr. Kwan Kah Yew

#### *Independent non-executive Directors:*

Mr. Lee Shu Sum Sam  
Mr. Kow Chee Seng  
Mr. Chan Hoi Kuen Matthew

Date of this information sheet: 30 June 2022

## WAIVERS AND EXEMPTIONS

The Company has sought the following waiver and exemption from strict compliance with the relevant provisions of the Listing Rules.

### Management Presence in Hong Kong

Pursuant to Rule 8.12 of the Listing Rules, the Company must have sufficient management presence in Hong Kong. This normally means that at least two of the executive Directors must be ordinarily resident in Hong Kong. The principal business operations of the Company are primarily located, managed and conducted in Malaysia. All of the Company's executive Directors and senior management members are based in Malaysia as the Company believes it is more effective and efficient for the executive Directors and senior management to be based in a location where the Company has significant operations. The Company therefore does not, and in the foreseeable future will not, have a management presence in Hong Kong for the purpose of satisfying the requirement under Rule 8.12 of the Listing Rules.

Accordingly, the Company has applied to the Stock Exchange for, and the Stock Exchange has agreed to grant, a waiver from strict compliance with the requirements under Rule 8.12 of the Listing Rules. In order to maintain effective communication with the Stock Exchange, the Company has put in place the following measures in order to ensure that regular communication is maintained with the Stock Exchange:

- (a) the Company has appointed two authorized representatives pursuant to Rule 3.05 of the Listing Rules, namely Mr. Kwan Kah Yew and Mr. Chan Hoi Kuen Matthew. The authorized representatives will act as the Company's principal channel of communication with the Stock Exchange. The authorized representatives will be available to meet with the Stock Exchange in Hong Kong within a reasonable period of time upon request and will be readily contactable by the Stock Exchange by telephone, facsimile and/or email to deal promptly with any enquiries which may be made by the Stock Exchange. Each of the authorized representatives is authorized to communicate on behalf of the Company with the Stock Exchange;
- (b) each of the authorized representatives will have all necessary means to contact all the Directors promptly at all times, as and when the Stock Exchange wishes to contact the Directors on any matters. The Company will implement a policy whereby:
  - (i) each Director must provide his or her mobile phone number, office phone number, facsimile number and email address to these authorized representatives; and
  - (ii) in the event that a Director expects to travel and or otherwise be out of office, he or she will provide the phone number of the place of his or her accommodation to these authorized representatives;
- (c) the Company shall promptly inform the Stock Exchange of any changes on the authorized representatives;
- (d) each Director must provide his or her mobile phone number, office phone number, facsimile number and email address to the Stock Exchange;

- (e) the Company has appointed a compliance adviser namely CLC International Limited (the appointment of which was terminated on 11 July 2019), pursuant to Rule 3A.19 of the Listing Rules to act as the Company's additional channel of communication with the Stock Exchange and the representative(s) of the compliance adviser were fully available to answer enquiries from the Stock Exchange. The compliance adviser had access at all times to the authorized representatives, the Directors and the other senior management of the Company to ensure that it is in a position to provide prompt responses to any queries or requests from the Stock Exchange in respect of the Company; and
- (f) all Directors (including the independent non-executive Directors) who are not ordinarily resident in Hong Kong have confirmed that they possess valid travel documents to visit Hong Kong prior to the Listing and will be able to meet with the relevant members of the Stock Exchange within a reasonable period of time, when required.