SEN YUE HOLDINGS LIMITED
森跃控股有限公司

(Company Registration No. 200105909M)
(Incorporated in Singapore)

CESSATION OF MR. LIEW NYOK WAH AS NON-EXECUTIVE DIRECTOR
RESPONSE TO MATTERS CITED IN CESSATION ANNOUNCEMENT DATED 16 JANUARY 2023

The board of Directors ("**Board**" or "**Directors**") of Sen Yue Holdings Limited ("**Company**", and together with its subsidiaries, the "**Group**") refers to the Company's announcement dated 16 January 2023 in respect of the cessation of Mr. Liew Nyok Wah ("**Mr. Liew**") as non-executive director of the Company.

The following matters have been cited by Mr. Liew in the aforesaid announcement:

1. *The queries raised and the recommendations made in my earlier announcement dated 4 October 2022 received no responses from the board. In particular, the potential breach of Section 218 of the Securities and Futures Act ("SFA") were not looked into. This could be detrimental to minority and other shareholders as information of the group operating subsidiaries (including their profitability and other information), as well as the signing of a significant contract with a supplier in 2021, which has a significant positive financial impact were not disclosed to minority and other shareholders.*

2. *No board meetings were held for the recent FY2021 audit adjustments where more than S$6m adjustments were made. I disagree with the Annual Report and I did not give my approval for the Annual Report. Notably, no parties are taking responsibility for the Annual Report Corporate Governance report. Are all the audit adjustments and information provided verified to be accurate? If there are any inaccuracies, would this constitute a breach of Section 197 of the SFA?*

3. *No reasons were provided to me on the auditors refusal to seek reappointment, which is of concern to me as the auditors has just been appointed in July 2022, for a period of less than 6 months. Are there any information from the appointment date to December 2022 that should be highlighted by the auditors to the directors and shareholders? This would be important to shareholders as the financial year FY2022 for the group has concluded on 30 September 2022.*

Below set out Company's responses in the same sequential order for the information of shareholders:

(a) With respect to unresolved differences in opinions between Mr. Liew and the judicial managers ("**JM**"), the JM has provided its response to matters cited in Mr. Liew's announcement of cessation as announced by the Company on 4 October 2022.

In response to Mr. Liew's allegation pertaining to potential breach to Section 218 of the Securities and Futures Act 2001 highlighted by Mr. Liew through his announcement of cessation dated 4 October 2022, the JM has firmly disagreed and considered it irrelevant.

The Board prioritises its efforts to resolve outstanding matters carried forward from previous financial years amidst the immediate attention to catch up with overdue statutory requirements of the past two financial years. Following the conclusion of FY2021 Annual General Meeting ("**AGM**"), the Board is considering the matter raised by Mr Liew and the JM's response and will update shareholder if it determines any course of action should be taken.

(b) Company has duly sought approval from all members of the Board (including Mr. Liew) and obtained majority of approval before the release of the FY2021 Annual Report. All comments in relation to the Company's FY2021 Annual Report including Corporate Governance Report, Financial Statements, Directors' Statement and other information that have been received from Directors who has responded have been incorporated. The Board has also taken necessary steps to resolve differences in opinion prior to finalisation of the FY2021 Annual Report. It was not to

the Board's knowledge nor in the Company's record that Mr. Liew has expressed his disagreement or disapproval for the FY2021 Annual Report.

The Board is of the view that Mr. Liew's query relating to Section 197 of the SFA is irrelevant. The External Auditors expressed a disclaimer of opinion in respect of the financial statements of the Company for the year ended 30 September 2021. Matters giving rise to the disclaimer of opinion are described in the audit report.

(c) As responded in (b) above, the independent auditors' report to the member of the Company described matters giving rise to the disclaimer of opinion. All members of the Board were informed of the External Auditors' decision not to seek re-appointment in a timely manner upon the Company being informed by the External Auditor. The Company will disclose any other relevant information in accordance with Rule 712(3) of the Catalist Rules once the Company identifies a candidate as the Group's proposed new auditors.

By Order of the Board

Yap Meng Sing
Executive Chairman
16 January 2023

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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