

Appendix C – Declaration Form of Mr. Chng Hee Kok

1. **Was there at any time during the last 10 years, an application or a petition under any law of any jurisdiction filed against an entity (not being a partnership) of which you were a director or an equivalent person or a key executive, at the time when you were a director or an equivalent person or a key executive of that entity or at any time within two (2) years from the date you 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?**

Yes

If Yes, please provide full details

Mr. Chng is an independent director of Full Apex (Holdings) Limited ("FAHL"), a company listed on the mainboard of SGX-ST. A winding up petition was led against FAHL on 8 February 2018 ("Petition") by certain creditors ("Petitioner"). For more details, please refer to FAHL's announcement dated 23 March 2018 on SGXNET.

On 14 May 2019, FAHL announced that the creditors have confirmed receipt of the Total Consideration under a Loan Transfer Agreement (the "LTA"). Further, the joint provisional liquidators ("JPL") of FAHL understand that the Petitioner will apply for the withdrawal of the Petition before the next hearing, subject to fulfilment of certain conditions.

On 9 July 2019, FAHL announced that the court had ordered for the Petition to be withdrawn during a court hearing for the Petition held on 14 June 2019. There are however certain post-completion obligations under the LTA that are yet to be fulfilled prior to the discharge of the JPL.

On 21 April 2020, FAHL announced that it is still working on the fulfilments of the outstanding obligations under the LTA which are required prior to the discharge of the JPL.

On 23 November 2020, the Bermuda Court had on 26 August 2020, ordered that the Petition be withdrawn and the JPL be discharged and released, with effect upon payment of the JPLs' fees, expenses and costs ("Withdrawal and Discharge Order"). The JPL, had on 3 November 2020 applied to the Bermuda Court for an order to declare the Withdrawal and Discharge Order to take effect on 3 November 2020 upon the settlement of the JPLs' fees, expenses and costs on the same day.

On 15 January 2021, FAHL announced that it had received Order dated 5 January 2021 that the Withdrawal and Discharge Order has taken effect on 3 November 2020.

For more details, please refer to FAHL's announcements dated 14 May 2019, 9 July 2019, 21 April 2020, 23 November 2020 and 15 January 2021 on SGXNET.

2. **Have you ever, to your knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of, among others, any corporation which has been investigated for a breach of law or regulatory requirement governing corporations in Singapore or elsewhere, in connection with any matter occurring or arising during that period when you were so concerned with the entity or business trust?**

Auston International Group Ltd.

Mr. Chng was an independent director of Auston International Group Ltd. ("Auston") from 20 March 2003 to 25 June 2007. There had been investigations initiated by the Commercial Affairs Department ("CAD") into Auston, acting on a report lodged by a legal representative acting for Auston, that the prospectus issued for Auston's initial public offering in April 2003, had false and misleading information. Auston's Audit Committee also commissioned Deloitte & Touche to investigate the accounts of previous years and findings were issued in February 2005 and made available to the CAD. Investigations had revealed that there were accounting irregularities within Auston pertaining to the treatment of university fees payable by Auston to its university partners.

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The then Chief Executive Officer and then Chief Financial Officer were charged and dealt with, for offences under Section 477A of the Penal Code and the Securities Futures Act. Auston had been charged under Section 253(1) read with Section 253(4)(a) of the Securities Futures Act. In 2007 SGHC 219, the judge, on appeal, ruled that the Chief Executive Officer and Chief Financial Officer were ultimately liable rather than the Company, and had reduced the fine of the Company from S\$90,000 to S\$10,000.

Mr. Chng was not a subject of the investigation, nor was he fined or penalised.

Metech International Limited

The Board of Metech International Limited, which Mr. Chng used to be the Independent Director at the material time, received a letter from Singapore Exchange Regulation ("SGX RegCo") dated 5 June 2020 and was given an opportunity to make representations in respect of a Notice of Compliance dated 27 December 2019 issued by SGX RegCo on the disclosure of a former Director. A private warning was subsequently issued to the Board by SGX RegCo.

For the avoidance of doubt, Mr. Chng was not a director of Metech International Limited during the time of the offence.

KTL Global Limited

In 2021, KTL Global Limited announced that the Audit Committee of the company has received a report from its statutory auditors, regarding potential fraud in financial reporting in light of certain alleged unusual activities in trade receivables involving one of the company's subsidiaries, Bluegas Pte. Ltd.. The Audit Committee of the company has been notified on 13 August 2021 by the auditors that the auditors, as required under Section 207 of the Companies Act, have made a written report to the Ministry of Finance on certain matters which the auditors found to be irregular. The Audit Committee and the Board has, in consultation with the SGX RegCo, engaged Deloitte & Touche Financial Advisory Services Pte. Ltd. ("DTFAS"), to undertake an independent review of the concerns raised by the auditors in the report. The scope of the review was subject to SGX RegCo's approval. DTFAS will liaise with, take instructions from, and report its findings directly to the Audit Committee of the company and SGX RegCo.

The company was placed on the Watch-list on 4 December 2019 pursuant to Listing Rule 1311 and trading in the company's securities was suspended on 17 August 2021. On 15 March 2024, SGX RegCo granted the company a further extension of time till 30 June 2024 to meet the requirements under Listing Rule 1314, to allow the company sufficient time to exit the Watch-list (the "Second Extension"). The Second Extension was granted subject to: (a) the company finalising and announcing the independent review report by DTFAS by 30 April 2024 (the "First Condition"); and (b) the company obtaining shareholders' approval for the appointment of new auditors by 30 June 2024 at an extraordinary general meeting to be convened (the "Second Condition"). On 6 May 2024, SGX RegCo granted the Company's request for an extension of time till 10 May 2024 ("Extended Timeline") to meet the First Condition. The company has not met the First Condition by the Extended Timeline as it could not agree to a final fee settlement structure with DTFAS, whose appointment to undertake the Independent Review was announced by the company on 26 August 2021. The Second Extension has thus lapsed.

On 15 May 2024, the company announced that it has been notified by SGX RegCo that it will proceed to delist the company pursuant to Listing Rule 1315.

As at the date of the appointment announcement, Mr. Chng confirms that he is not aware of any investigation or disciplinary proceedings being taken against him by any authorities or regulators, or has been reprimanded or issued any warning by any authority or regulators.

United Food Holdings Limited

In 2021, United Food Holdings announced that it had appointed KPMG Services Pte. Ltd. to conduct the special audit/special investigation in relation to the veracity of certain transactions and the inconsistencies of bank balances with respect to certain accounts. The proposed scope of work was sent to the SGX RegCo for review and comment before it was finalized. On 5 August 2024, the company announced the executive summary of the special audit report from KPMG. On 14 August 2024, SGX RegCo released a regulatory announcement and directed the company to be delisted.

As at the date of the appointment announcement, Mr. Chng confirms that he is not aware of any investigation or disciplinary proceedings being taken against him by any authorities or regulators, or has been reprimanded or issued any warning by any authority or regulators.

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- 3. Have you been the subject of any current or past investigation or disciplinary proceedings, or have been reprimanded or issued any warning, by the Authority or any other regulatory authority, SGX-ST, professional body or government agency, whether in Singapore or elsewhere?**

NTUC Club

Mr. Chng was the chief executive officer of NTUC Club when the offence was committed. The NTUC Club owned a number of private limited companies and Mr. Chng was a director in those entities. As such, Mr. Chng was fined S\$5,000 in August 2007 for failure to disclose his beneficial interest in a company that had dealings with three firms in the NTUC Group where he was a director. Notwithstanding that Mr. Chng had previously made verbal declarations of his involvements to the other directors and those directors were aware of his involvement, he failed to provide a written declaration of his interests resulting in the authorities issuing him a fine. In the course of recording Mr. Chng's statements, he had provided certain information which were deemed to be false or misleading and for that, he was given a written warning under Section 28B(b) Prevention of Corruption Act.

Mr. Chng was fined S\$5,000 in August 2007 under section 156 of the Companies Act, Chapter 50 and was given a warning under section 28(B)(b) of the Prevention of Corruption Act, Chapter 241.