

AZEUS SYSTEMS HOLDINGS LTD

(Incorporated in Bermuda)
(Company Registration No. 35312)

RESPONSE TO QUERY FROM SGX IN RELATION TO THE ANNUAL REPORT (“AR”) FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 (“FY2021”)

The board of directors (the “**Board**” or “**Directors**”) of Azeus Systems Holdings Ltd (the “**Company**”) wishes to announce the following in response to query raised by the Singapore Exchange Securities Trading Limited (“**SGX**”) with respect to the Company’s AR for FY2021.

SGX Query

Listing Rule 1207(10C) requires the Audit Committee’s comments on whether the internal audit function is independent, effective and adequately resources. The Company disclosed that it had engaged Moore Stephen Advisory Services Limited and its internal auditors. Please provide information on the relevant experience of Moore Stephens Advisory Services Limited and the engagement team and also disclose the standards applied in the internal audits.

Company Response to SGX Query

We have engaged Moore Stephen Advisory Services Limited (“Moore”) since 2019. Moore is one of the world’s foremost accounting and consulting networks with roots in the UK going back over 100 years. With a strong team of expert, commercially-astute professionals, Moore provides a full scope of services that include audit, assurance, accounting, business outsourcing, tax and other advisory work. In FY2021, as requested and confirmed with Audit Committee, the Company will focus particularly on the tax compliance and we have engaged Moore to review the nature of Intellectual Property (“IP”); Hong Kong profits tax implications arising from the transfer of IP review the current source of income and nature of costs and the transfer pricing arrangements.

Their work will be based on the current tax law, regulations and practice of the Hong Kong Special Administrative Region (“HKSAR”).

The engagement is led by Ms Loren Chan, Tax Director and Ms Kitty Mak, Tax Manager of Moore.

Ms Loren Chan is a Director of Moore Hong Kong. Ms Chan is a seasoned tax advisor on Hong Kong tax and has over 20 years of working experience in tax department of the Big 4 and multinational accounting firms. She has extensive experience assisting companies with various Hong Kong tax matters including tax due diligence, tax planning, offshore claim, pre-IPO tax review and tax investigations. She also advises on expatriate tax planning and immigration solutions for reputable investment banks, multinational corporations and high net-worth individuals. Ms Chan is a fellow member of the Hong Kong Institute of Certified Public Accountants (HKICPA) and a member of Taxation Faculty of HKICPA.

The Audit Committee is satisfied that the outsourced internal audit function is adequately staffed by suitably qualified and experienced professionals based on the activities conducted in FY2021. The engagement team must adhere to strict regulatory, professional and internal independence requirements relating to investments or business relationships with their clients. Accordingly, the Audit Committee confirms that the internal audit function is independent, effective and adequately resourced.

BY ORDER OF THE BOARD

Lee Wan Lik
Managing Director
29 June 2021