



GREEN BUILD TECHNOLOGY

GREEN BUILD TECHNOLOGY LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 200401338W)

PROPOSED CHANGE OF AUDITORS FROM KPMG LLP TO BAKER TILLY TFW LLP

1. PROPOSED CHANGE OF AUDITORS

- 1.1 The Board of Directors (the “**Directors**”) of Green Build Technology Limited (the “**Company**”), and together with its subsidiaries, (the “**Group**”) wishes to announce the Company’s intention to undertake a change of auditors from KPMG LLP (“**KPMG**”) to BAKER TILLY TFW LLP (“**Baker Tilly**”) (the “**Proposed Change of Auditors**”).
- 1.2 An extraordinary general meeting (“**EGM**”) shall be convened on 11 February 2019 at 10 a.m. at 24 Raffles Place, #19-05, Clifford Centre, Singapore 048621, to obtain approval from the shareholders of the Company (the “**Shareholders**”) for the Proposed Change of Auditors.
- 1.3 Pursuant to mutual agreement between the Company and KPMG, KPMG has submitted its notice of resignation to the Company on 5 December 2018, pursuant to which KPMG has informed the Company that they intend to resign as auditors of the Company.
- 1.4 The Company proposes that Baker Tilly be appointed in place of KPMG for the financial year ending 31 December 2018. The resignation of KPMG as the auditors of the Company and the appointment of Baker Tilly as the new auditors of the Company will take effect upon the approval of the Shareholders at the EGM.
- 1.5 The Proposed Change in Auditors is recommended by the audit committee of the Company (the “**Audit Committee**”) for the following reasons:
 - (a) The Group is conducting an ongoing review of its business, including but not limited to its corporate governance to enable the Company to address the potential business and financial challenges moving forward. As part of ongoing good corporate governance, the Directors are of the view that a change of auditors would enable the Company to benefit from fresh perspectives, as views from another professional audit firm would enhance the value of the audit. The Directors also believe that a change of auditors will allow the Group to save approximately 34% in audit fees based on the previous audit fees for the financial year ended 31 December 2017.
 - (b) The Audit Committee, having considered, *inter alia*, the number of staff in the audit engagement team, the seniority of the audit team members and the involvement of the incoming auditors, are of the opinion that Baker Tilly is well suited to meet the existing needs and audit requirements of the Group and is likely to enhance the value of the audit.
- 1.6 After having considered, amongst other things, the terms and/or rationale of the Proposed Change of Auditors, the Board has accepted the Audit Committee’s recommendation and proposes the appointment of Baker Tilly in place of KPMG as the auditors of the Group, subject to the approval of the Shareholders at the EGM. Upon the appointment, Baker Tilly will hold office until the conclusion of the next annual general meeting of the Company.

- 1.7 In accordance with the requirements of Rule 1203(5) of the Listing Manual:
- (a) the Company has received a copy of KPMG's professional clearance letter dated 29 November 2018 to Baker Tilly confirming that they are not aware of any professional reasons why Baker Tilly should not accept appointment as the new auditors of the Company;
 - (b) the Directors confirm that there were no disagreements with KPMG on accounting treatments within the last 12 months from the date of this Announcement;
 - (c) the Directors confirm that the Company is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Announcement;
 - (d) the reasons for the Proposed Change of Auditors are disclosed in this Announcement; and
 - (e) the Directors confirm that the Company is in compliance with Rules 712 and 715 of the Listing Manual in relation to the appointment of Baker Tilly.
- 1.8 The Board wishes to express their appreciation for the services rendered by KPMG in the past.

2. DESPATCH OF CIRCULAR

The Company will dispatch a circular dated 18 January 2019 to the Shareholders containing information on the Proposed Change of Auditors (the "**Circular**"). The Circular includes the notice of the EGM to be held on 11 February 2019 at 10.a.m at 24 Raffles Place, #19-05, Clifford Centre, Singapore 048621, for the purpose of seeking Shareholders' approval for the Proposed Change of Auditors.

Shareholders who do not receive the Circular within one week from the date hereof should contact the Company at 24 Raffles Place, #19-05, Clifford Centre, Singapore 048621.

BY ORDER OF THE BOARD

Mr Zhao Li Zhi
Executive Chairman

18 January 2019