



**AA GROUP HOLDINGS LTD.**

Company Registration No. : 200412064D  
(Incorporated in the Republic of Singapore)

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- (A) **APPOINTMENT OF MR. ANDREW BEK AS INDEPENDENT DIRECTOR CUM AUDIT COMMITTEE MEMBER, NOMINATING COMMITTEE MEMBER AND CHAIRMAN OF REMUNERATION COMMITTEE**
- (B) **RE-DESIGNATION OF INDEPENDENT DIRECTOR TO LEAD INDEPENDENT DIRECTOR**
- (C) **CHANGE OF THE COMPOSITION OF THE BOARD AND BOARD COMMITTEE**
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The Board of Directors (the "**Board**") of AA Group Holdings Ltd. (the "**Company**") refers to the general announcement dated 2 January 2020 in relation to the Company's responses to the SGX queries and Mr. Andrew Bek's ratified appointment announcement dated 2 January 2020.

The Board of the Company wishes to announce the following:-

- (A) **APPOINTMENT OF MR. ANDREW BEK AS INDEPENDENT DIRECTOR AND AUDIT COMMITTEE MEMBER, NOMINATING COMMITTEE MEMBER AND CHAIRMAN OF REMUNERATION COMMITTEE**

Mr. Andrew Bek ("**Mr. Bek**") has been appointed as Independent Director and Audit Committee Member, Nominating Committee Member and Chairman of Remuneration Committee with effect from 3 January 2020.

The Board considers Mr. Bek to be independent for the purpose of Rule 704(7) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**").

On 2 January 2020, Mr. Bek informed the Board that SGX-ST had clarified that its show-cause letter issued to him on one of his past directorship would constitute a part of an ongoing investigation, and a ratification announcement would be required for Mr. Bek's appointment announcement, dated 27 December 2019. In lieu of the ongoing investigation by the SGX-ST, the Nominating Committee has recommended and the Board has decided to appoint Mr. Bek as an Independent Director of the Company and Ms Amelia Vincent, the Audit Committee chairperson, as the Company's Lead Independent Director.

The Nominating Committee will also reassess Mr. Bek's appointment as a director of the Company upon the investigation outcome by SGX-ST.

The detailed announcement pursuant to Rule 704(6) of Catalist Rules in relation to the aforementioned appointment has been released separately on the SGXNET on 2 January 2020.

- (B) **RE-DESIGNATION OF INDEPENDENT DIRECTOR TO LEAD INDEPENDENT DIRECTOR**

Ms. Amelia Vincent has been re-designated from Independent Director to Lead Independent Director of the Company with effect from 3 January 2020.

## (C) CHANGE OF THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

Following to the above change, the new composition of the Board and Board of Committees shall be re-constituted as follows:-

- i) **Board**
- |                |   |                                     |
|----------------|---|-------------------------------------|
| Ng Chuan Heng  | - | Chairman and Non-Executive Director |
| Tan Poh Guan   | - | Executive Director                  |
| Lai Choong Hon | - | Executive Director                  |
| Amelia Vincent | - | Lead Independent Director           |
| Andrew Bek     | - | Independent Director                |
| Ng Ser Chiang  | - | Independent Director                |
- ii) **Audit Committee**
- |                |   |          |
|----------------|---|----------|
| Amelia Vincent | - | Chairman |
| Ng Ser Chiang  | - | Member   |
| Andrew Bek     | - | Member   |
- iii) **Nominating Committee**
- |                |   |          |
|----------------|---|----------|
| Ng Ser Chiang  | - | Chairman |
| Amelia Vincent | - | Member   |
| Andrew Bek     | - | Member   |
- iv) **Remuneration Committee**
- |                |   |          |
|----------------|---|----------|
| Andrew Bek     | - | Chairman |
| Amelia Vincent | - | Member   |
| Ng Ser Chiang  | - | Member   |

### By Order of the Board

Tan Poh Guan  
Executive Director  
2 January 2020

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr. David Yeong (Tel (65) 6232 3210), at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.*