

## **C&G ENVIRONMENTAL PROTECTION HOLDINGS LIMITED**

(Incorporated in Bermuda on 24 September 2004)

(Company Registration Number:

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### **RESPONSE TO SGX-ST'S QUERIES**

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The board of directors (the "Board") of C&G Environmental Protection Holdings Limited (the "Company") refers to the queries received from the Singapore Exchange Securities Trading Limited (the "SGX-ST") on 12 March 2019 in relation to the Company's announcement dated 7 March 2019 regarding the resignation of Mr. Ng Li Yong, an Independent Director.

#### Queries:

We refer to C&G Environmental Protection Holdings Ltd's / the Company's announcement dated 7 March 2019 regarding the resignation of Mr. Ng Li Yong, an Independent Director with effect from 7 March 2019. We note that following Ng Li Yong's resignation from the Board, the Company currently has no independent directors. We draw the Company's attention to Listing Rules 221 and 710, as well as Principle 2 of the Code of Corporate Governance 2018 ('Code'). For the purposes of assessing whether the Company is in breach of the Listing Rules and the Code, please provide your responses to the following:

- a. When will the Board be appointing the 2 new replacements to fill the vacancies of 2 IDs. Please provide a definitive date;
- b. Who are the remaining directors in the Company;
- c. Which directors presently constitute the respective Committees (Audit Committee, Nominating Committee, and Remuneration Committee);
- d. The Board's views on whether and how the Company has complied with the Listing Rules.

#### Company's response:

- a. The Company is in the process identifying and seeking suitable replacements. The appointment of the 2 IDs is expected to be completed by 30 April 2019.
- b. The remaining directors are:  
Mr. Lam Chik Tsan, Executive Chairman and Group Chief Executive Officer; and  
Ms. Tam Sau Fung, Executive Director and Group Deputy Chief Executive Officer.

- c. Currently, Ms. Tam Sau Fung is the only member of the Audit Committee, Nominating Committee and Remuneration Committee. There will be a reconstitution of all board committees once the new IDs are being appointed.
- d. The Board is aware that the Company has not complied with the Listing Rules. The Board is proactively identifying suitable replacement for the two Independent Directors and will make the appropriate announcement with regard to the new composition of the Board and its board committees in due course.

By Order of the Board

Lam Chik Tsan  
Executive Chairman and Group Chief Executive Officer  
14 March 2019