

G. K. Goh Holdings Limited



Sustainability Report

Year ended 31 December 2021

Board Statement

The Board of Directors and Management of G. K. Goh Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) are committed to creating long-term value for all its stakeholders through sustainable business strategies and practices.

Together with Management, the Board identifies the key stakeholders, determines the material Environmental, Social and Governance (“ESG”) factors to be managed, and oversees the management and monitoring of these factors.

Organisation Profile

The Group has evolved from its origins as a leading Singapore-based regional securities business into an investment company owning operating businesses as well as a diverse portfolio of investments.

The Group has operating businesses in Corporate Services and Aged Care:

- The Corporate Services business is housed under Boardroom Limited (“Boardroom”), a leading regional corporate services provider in Asia and Australia.
- The Aged Care business is operated through Allium Healthcare Holdings Pte Ltd (“Allium”), which provides a suite of services emphasising a holistic continuum of long-term personalised eldercare. The portfolio in Singapore includes Allium Care Studio and Allium Care Suites, offering day care and residential care respectively.
- Allium has also invested in Opal Aged Care Group, a leading Australian provider of residential aged care services; and Habitat Assets Pte Ltd, a fund that invests in a portfolio of operating retirement villages in Australia.

The Financial Investments arm holds a portfolio of listed and unlisted equities as well as third-party managed funds.

Approach to Sustainability

Sustainability to the Group is about creating long-term shareholder and social value by building and investing in well-governed companies that contribute positively to society. Through Allium, the Group is making a commitment to play a constructive and progressive role in meeting the geriatric care needs of Singapore’s rapidly ageing population. Allium aims to create awareness in the community through its webinars and media appearances, engaging both elders and their caregivers, by highlighting prevalent and specific age-related concerns, as well as effective interventions for optimal health and improved caregiving experiences. Its first Singapore nursing home, Allium Care Suites, started its operations in Venus Drive in November 2019 and is currently caring for over 70 residents.

As an investment company, its sustainability work centres around supporting investee companies that implement sound values and structures for sustainable development.

The Group also supports local businesses and helps to create jobs through the goods and services purchased from its suppliers, which includes office space providers, food vendors, technology and information services providers, as well as professional consultants.

Sustainability Reporting

This report will outline only the sustainability policies, practices and performance of the Group's Aged Care and Financial Investments business units for the financial year ended 31 December 2021 ("FY2021"), and it is prepared in accordance with the following regulations, guidelines and framework:

- SGX-ST Listing Rules (711A and 711B);
- SGX Sustainability Reporting Guide; and
- Global Reporting Initiative (GRI) Standards 2016 - Core. The GRI Content Index can be found at the end of this report.

The Group's Corporate Services subsidiary, Boardroom, publishes its own sustainability report and this is separately appended at the end of the report.

The Board has determined the reporting content on the basis of materiality assessment and stakeholders' interests, expectations and concerns. To ensure reporting quality, the Board has observed the principles of accuracy, balance, clarity, comparability, reliability and timeliness to help stakeholders assess the Group's overall ESG performance.

Stakeholder Engagement

Stakeholder engagement is crucial in helping the Board make informed commercial and policy decisions, and this is done through various platforms and channels. Insights gained from such engagements are incorporated into the Group's business strategies. Key stakeholders are identified through Board and Management discussions. The table below summarises the Group's approach to stakeholder engagement:

Key Stakeholders	Forms of Engagement	Key Concerns
Customers	<ul style="list-style-type: none">• Customer feedback• Focus group discussions• Promotional roadshows	<ul style="list-style-type: none">• Quality of services• Customer privacy and information confidentiality
Employees	<ul style="list-style-type: none">• Team building sessions• Corporate events• Company intranet platform	<ul style="list-style-type: none">• Competitive wages and benefits• Opportunities for career growth and development• Work-life balance
Shareholders	<ul style="list-style-type: none">• Annual general meetings• Annual reports• Half year and full year financial results• SGXNET announcements	<ul style="list-style-type: none">• Stable and sustainable growth and profitability• Returns to shareholders
Business partners	<ul style="list-style-type: none">• Transaction meetings• Annual partners' meetings• Corporate events	<ul style="list-style-type: none">• Stable partnerships• Quality referrals• Good investment returns
Governments and Regulators	<ul style="list-style-type: none">• Engagements and meetings with local authorities• Consultations with regulatory bodies	<ul style="list-style-type: none">• Compliance with regulations• Corporate governance and ethical behaviour
Suppliers	<ul style="list-style-type: none">• Requests for quotations and proposals• Supplier briefings	<ul style="list-style-type: none">• Fair supplier selection process• Timely payment
Communities	<ul style="list-style-type: none">• Webinars• Media appearances• Donations	<ul style="list-style-type: none">• Corporate social responsibility initiatives

Material ESG Factors

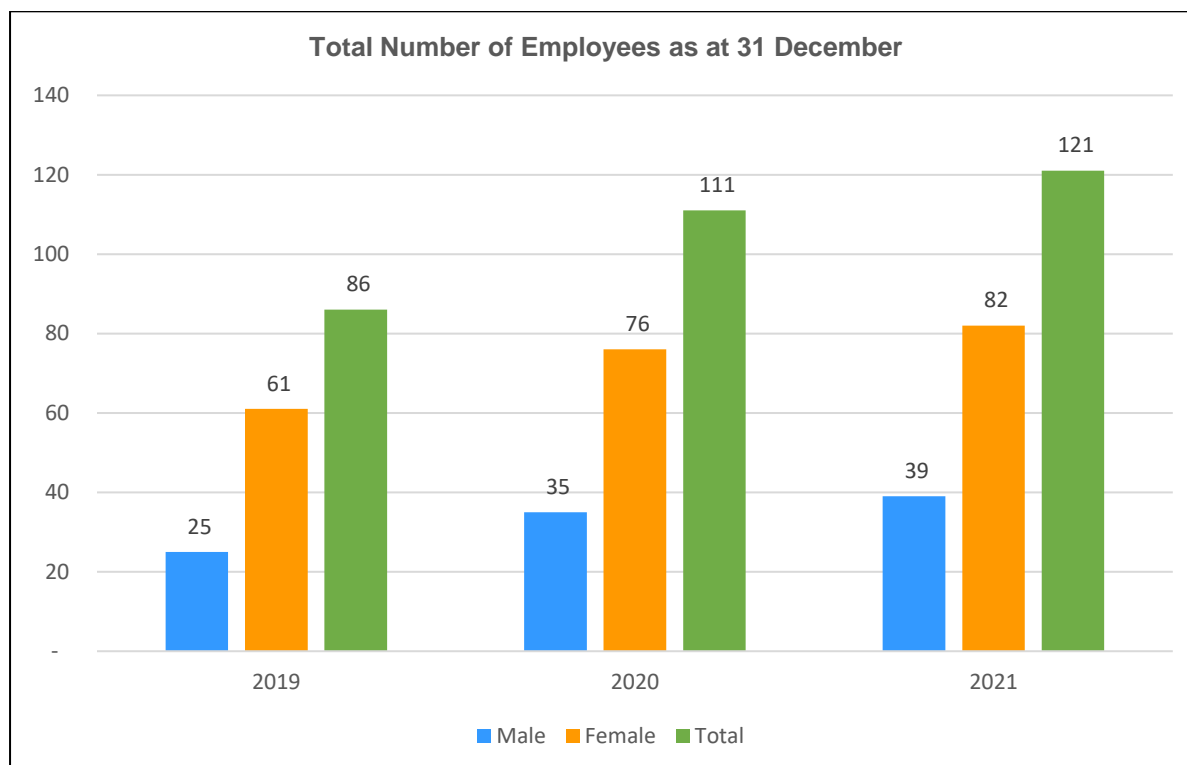
Keeping in mind the key concerns of the Group's stakeholders, the Board has identified the following material ESG factors for FY2021:

- Employees;
- Environment; and
- Anti-corruption.

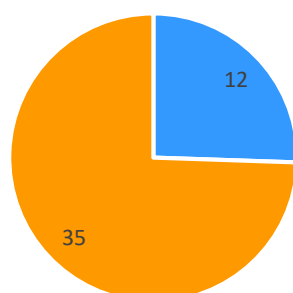
The Board will continue to identify and evaluate the material ESG factors against both the changing business landscape and key business developments to ensure that they remain relevant.

Employees

As at 31 December 2021, the Group's Aged Care and Financial Investments business units employed a total of 122 employees, comprising of 121 permanent full-time and 1 temporary part-time employees, all located in Singapore. The increase in headcount was in line with expectation as the Aged Care business unit ramped up its operations. The rates of new employee hires and employee turnover during the year were 39% and 30% respectively. The recruitment landscape for care staff is subject to both local and global competition, and the current COVID-19 pandemic has increased the challenge of recruiting and retaining care staff. Nevertheless, the Group targets to reduce the turnover rate to below 20%.

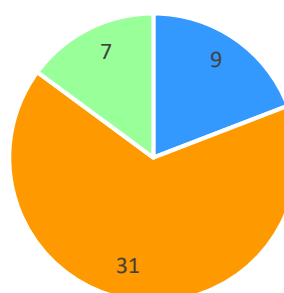


New Hires by Gender



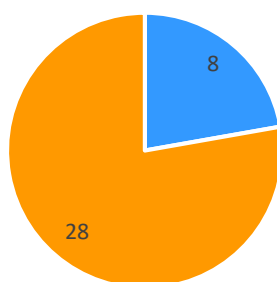
■ Male ■ Female

New Hires by Age



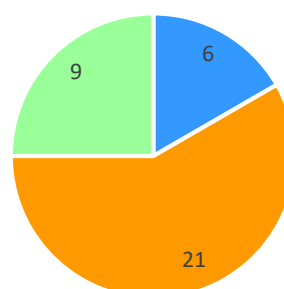
■ < 30 yrs old ■ 30 - 50 yrs old ■ > 50 yrs old

Turnover by Gender



■ Male ■ Female

Turnover by Age



■ < 30 yrs old ■ 30 - 50 yrs old ■ > 50 yrs old

Talent attraction and retention

The Group recognises that its ability to remain commercially viable and competitive is influenced by its continued success in attracting and retaining talent. Nurturing a highly motivated and efficient workforce, and developing our talent pool, is critical to successful growth and operational efficiency. The Group is committed to building a safe, nurturing and inclusive workforce where all employees are treated respectfully and professionally, and are given equal opportunity based on merit.

The remuneration framework for all employees comprises a fixed component in the form of a base salary and a variable component in the form of a bonus. The bonus is linked to the Group's and the employee's performance.

In caring for the wellbeing of the employees, the Group offers a range of benefits to allow employees achieve better work-life balance. These benefits include annual leave, parental leave, portable healthcare benefits and life and accident insurance. The Group also offers flexible work options such as staggered working hours and work-from-home arrangements.

To facilitate the planned opening of remaining households at Allium Care Suites, Allium participates in community career fairs organised by Agency for Integrated Care ("AIC") and Workforce Singapore to attract talent. It has also launched the Community Care Training Programme to encourage mid-career individuals to join the aged care community. Six of its staff have completed the three-week programme with on-the-job training to experience the role of a Care Concierge. The Group is proud to share that Allium Healthcare (Singapore) Pte Ltd, a subsidiary of Allium, won the Silver Standard in Talent Acquisition at the 15th Singapore HR Awards organised by Singapore Human Resources Institute.

Developing human capital

The Group encourages its employees to further their potential by supporting lifelong learning and skills development. Employees who attend courses that are related to their fields of specialty are able to seek reimbursement for the course fees. They are also entitled to 2 days of exam or study leave each year.

For the past four years, Allium has devoted its efforts in ensuring that its care staff are equipped with all relevant skillsets. It has worked with leading and innovative training providers to provide training to the care staff.

Measures taken to protect employees during the COVID-19 pandemic

Protecting employees' safety and wellbeing is especially important during the COVID-19 pandemic. The Group has increased the frequency of cleaning and disinfection of its premises and ensured that they were well-stocked with hand sanitisers and hand soap. Masks and antigen rapid test kits are also distributed to all employees. Safe distancing measures in the workplace are strictly adhered to. Employees who are able to work from home are split into two teams, and no more than 50% of those employees return to the workplace at any time.

At Allium Care Suites, the Group has taken precautionary measures against the spread of COVID-19 in line with stringent regulatory requirements and other guidelines imposed by the Ministry of Health and AIC. All employees in Allium Care Suites are required to undergo regular COVID-19 swab tests. On-site vaccination programmes are also implemented for employees and residents.

Environment

Allium Care Suites accounts for the majority of the Group's direct environmental impact. To manage its environmental footprint, the Group has committed to design and construct a green, sustainable building which is energy effective and resource efficient. Allium Care Suites is the first private nursing home in Singapore to receive the BCA Green Mark¹ Platinum for its sustainable building.

As a BCA Green Mark Platinum certified nursing home, it is designed and built with a climatic responsive design in mind. Glass of low heat transmittance is used to ensure lower heat gain into the building. Minimising thermal heat gain through the building envelope and roof can enhance indoor thermal comfort and reduce the energy needed to condition the indoor environment.

Allium Care Suites is also equipped with a building management system that monitors electricity and major water use. The building uses energy-efficient unitary air-conditioning system and is fitted with LED lights with high frequency ballasts, thereby reducing flickering incidents which are damaging to the eyes. Motion sensors are used at staircases, corridors and washrooms to moderate the luminaries and reduce energy usage when the areas are unoccupied. The use of solar tubes draws in natural daylight from the third floor to the first floor of the building, and has a duo effect of saving energy as well as enhancing the illuminance. Drawing on nature's free resource, solar photovoltaic panels integrated with rooftop trellis provide shelter and replace a portion of the total building energy consumption.

In terms of water efficiency, the building uses "Excellent" WELS-rated water fittings and a rainwater harvesting tank has been installed to collect rainwater for landscape irrigation. In addition, the use of drip irrigation system over conventional sprinkler irrigation system ensures efficient and effective irrigation of the landscape.

Alongside our energy and water conservation efforts, material selection is quintessential to Allium Care Suites. Low carbon concrete certified by the Singapore Green Building Council is used for the construction of the building. For the purpose of enhancing indoor environmental quality for occupants, low VOC paint is used for the finishing in the interior spaces.

¹ BCA Green Mark is a green building rating system to evaluate a building for its environmental impact and performance. It provides a comprehensive framework for assessing the overall environmental performance of new and existing buildings to promote sustainable design, construction and operations practices in buildings.

Energy consumption within the Group over the last three years are as follows:

Performance indicators	2021	2020	2019
Energy consumption (kWh)	758,263	635,012	228,210
Energy intensity (kWh/m ²)	106	85	58

Energy consumption increased in FY2021 due to the ramped up operations at Allium Care Suites.

The Group has elected to send electronic copies of annual reports and circulars to shareholders in order to reduce paper usage. Shareholders are encouraged to download the reports from SGXNET or the Company's website. Hard copies are sent only upon shareholders' requests.

Anti-corruption

The Group adopts a zero-tolerance approach to bribery and corruption, and employees are expected to conduct their business activities in full compliance with applicable laws and regulations. All employees are guided by a code of ethics and business conduct ("Code of Ethics") and code of best practices on securities transactions ("Code of Best Practices"), which are disseminated to them at the start of their employment. Further information on the Codes can be found in the Corporate Governance section of the Annual Report 2021.

The Group has put in place a Whistleblowing Policy to provide an avenue for all stakeholders to raise concerns about possible improprieties within the Group, and to provide assurance that whistleblowers will be protected from victimisation. A copy of the policy can be found on the Company's website at <https://www.gkgoh.com/compliance.aspx>.

The Group has also developed a Procurement Policy to ensure that its procurement process is fair, and to reduce the risk of complaints and legal challenges. The policy specifies the procedures in all aspects of the procurement process, from requests for quotations to dispute resolution, and will be reviewed periodically for relevance.

The Group is pleased to report that there were no incidents of bribery or corruption during the year.

Contact Information

Comments or feedback on this report can be sent to enquiries@gkgoh.com.

GRI Content Index

GRI Standard		Corresponding Sections	Page Number
General Disclosures			
Organisational Profile			
102-1	Name of the organisation	G. K. Goh Holdings Limited	-
102-2	Activities, brands, products and services	Organisation Profile	1
102-3	Location of headquarters	Singapore	-
102-4	Location of operations	5 countries: Singapore, Australia, Malaysia, Hong Kong and China	-
102-5	Ownership and legal form	Public limited company listed on the Singapore Exchange	-
102-6	Markets served	Singapore, Australia, Malaysia, Hong Kong and China	-
102-7	Scale of the organisation	Organisation Profile Employees Annual Report 2021 – Chairman’s Statement	1 3 3-6
102-8	Information on employees and other workers	Employees	3
102-9	Supply chain	Approach to Sustainability	1
102-10	Significant changes to the organisation and its supply chain	No significant change during the reporting period.	-
102-11	Precautionary principle or approach	Environment	5
102-12	External initiatives	None	-
102-13	Membership of associations	None	-
Strategy			
102-14	Statement from senior decision-maker	Board Statement	1
Ethics and Integrity			
102-16	Values, principles, standards, and norms of behaviour	Annual Report 2021 – Corporate Governance	17-35
Governance			
102-18	Governance structure	Annual Report 2021 – Corporate Governance Board Statement	17-35 1
Stakeholder Engagement			
102-40	List of stakeholder groups	Stakeholder Engagement	2
102-41	Collective bargaining agreements	There were no employees covered by collective bargaining agreements.	-
102-42	Identifying and selecting stakeholders	Stakeholder Engagement	2
102-43	Approach to stakeholder engagement	Stakeholder Engagement	2
102-44	Key topics and concerns raised	Stakeholder Engagement	2
Reporting Practice			
102-45	Entities included in the consolidated financial statements	Annual Report 2021 – Group Structure	14
102-46	Defining report content and topic boundaries	Sustainability Reporting	2
102-47	List of material topics	Material ESG Factors	3
102-48	Restatements of information	No restatement of information during the reporting period.	-
102-49	Changes in reporting	No significant change during the reporting period.	-

GRI Standard		Corresponding Sections	Page Number
102-50	Reporting period	1 January 2021 to 31 December 2021	-
102-51	Date of most recent report	27 May 2021	-
102-52	Reporting cycle	Annual	-
102-53	Contact point for questions regarding the report	Contact Information	6
102-54	Claims of reporting in accordance with the GRI Standards	Sustainability Reporting	2
102-55	GRI content index	GRI Content Index	7
102-56	External assurance	The Company has not sought external assurance for this reporting period and may consider it for future periods.	-
Topic-specific Disclosures			
Employment			
103-1	Explanation of the material topic and its boundary	Employees	3
103-2	The management approach and its components		
103-3	Evaluation of the management approach		
401-1	New employee hires and employee turnover		
401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	Temporary or part-time employees enjoy the same benefits as full-time employees.	-
401-3	Parental leave	3 male and 5 female employees were entitled to and took parental leave during the reporting period.	-
Environment			
103-1	Explanation of the material topic and its boundary	Environment	5
103-2	The management approach and its components		
103-3	Evaluation of the management approach		
302-1	Energy consumption within the organisation		
302-2	Energy consumption outside of the organisation	Not applicable	-
302-3	Energy intensity	Environment	5
Anti-corruption			
103-1	Explanation of the material topic and its boundary	Anti-corruption Annual Report 2021 – Corporate Governance	6 17-35
103-2	The management approach and its components		
103-3	Evaluation of the management approach		
205-1	Operations assessed for risks related to corruption		
205-2	Communication and training about anti-corruption policies and procedures		
205-3	Confirmed incidents of corruption and actions taken	None	-

RESPONSIBLE GROWTH



SUSTAINABILITY REPORT 2021

BoardRoom FY2021 Sustainability Report

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Chapter 1: About this Report

BoardRoom's Commitment to Responsible Growth

BoardRoom Limited (the "Company") believes in long term growth not just as a corporation but also as a responsible member of society. While growth is essential to us, we wish to maintain a healthy equilibrium between expansion and environmental impact.

This year, we continue to report on our approach to managing our material issues, our on-going performance, and most importantly, on the progress that we have achieved since last year.

Boundaries & Scope of Our Report

This Report contains information and is accurate at time of publication for FY2021 for a total of 14 offices, consisting of our headquarters in Singapore (one office), as well as offices in Malaysia (five offices), Hong Kong (two offices), Australia (three offices) and China (three offices).

Data and External Assurance

BoardRoom applies a standardised approach to data collection and analysis across all our operations, which includes ensuring that data is verified internally before reporting externally. We have not sought independent external assurance of the data in this Report.

Point of Contact

We value your opinions as part of our continued efforts to improve our sustainability journey. We welcome your views, comments and feedback, which may be directed to:

Kymberlie Chong

Regional Director, Human Resource & Admin

info.sg@boardroomlimited.com

Chapter 2: About BoardRoom

Company Overview and History

BoardRoom is Asia-Pacific's leader in Corporate and Advisory Services. We offer Employee Plan Services, Regional Payroll Solutions, Corporate Secretarial, Share Registry Services, Accounting, Taxation and Human Resources. Our clientele is made up of over 7,300 public listed and privately-owned companies across industries, including Fortune 500 multinational companies.

Our Financial Position

BoardRoom delisted in August 2019 and is no longer required to disclose our financial position publicly. As a result, we have decided it is in our best interest to forgo disclosing this information to assist with maintaining a competitive position in the marketplace.

Our Services

BoardRoom provides an integrated suite of pre- and post- Initial Public Offering ("IPO") services across 5 major countries – Singapore, Australia, Malaysia, Hong Kong, and China.

Integrated Suite of Services	Accounting and Payroll
	Corporate Secretarial
	Human Resource
	Internal Audit & Risk Management
	Investor Relations
	Share Registration
	Taxation
Pre-IPO Services	Corporate Advisory & Restructuring
	Consolidation & Financial Reporting
	Internal Control Reviews & Risk Management
	Staff Secondment / Outsource Reporting Requirements
IPO Services	IPO Services
Post-IPO Services	Consolidation & Financial Reporting
	Internal Audit & Risk Management

A full list of our services can be found on our [website](#).

Our Group of Companies

Headquartered in Singapore, BoardRoom has also established other offices globally, with a total of 14 offices and an additional 19 partners.



Chapter 3: Corporate Governance

At BoardRoom, we continually strive to enhance our governance framework, anchored on a strong belief that good corporate governance is the cornerstone of a well-managed and respected organisation. We are committed to developing, promoting, and maintaining the highest standards of corporate governance to safeguard the interests of all stakeholders. With the formalisation of our Personal Data Protection structure in 2020, we continue to provide peace of mind to all stakeholders as evidenced by a record free of material breaches for 2021.

Our Values, Brand Purpose, Promise and Culture

BoardRoom's values are anchored on the following principles that guide our norms of behaviour:

Brand Purpose	To be the unrivalled partner for integrated corporate solutions driven by innovation and technology
Brand Promise	Taking business further, faster, at all stages, with an integrated suite of corporate solutions driven by innovation and technology
Brand Culture	<p>Work Culture</p> <ul style="list-style-type: none">• We put our clients and their needs first• We stay ahead of the curve through technology development and training• We are receptive to new ideas and adapt quickly to change• We work smarter by doing more with less• We take a solution-based approach to problems <p>Workplace Culture</p> <ul style="list-style-type: none">• We listen to the needs of our team members and encourage respect amongst all within the workplace• We empower our people and give them a sense of purpose• We are always professional, but embrace a high-spirited family atmosphere in the workplace• We instil a culture of learning through active and open communication• We foster a work hard, play hard culture <p>Our People Are</p> <ul style="list-style-type: none">• Dependable• Approachable• Innovative• Driven• Meticulous• Collaborative

Our Governance Structure

Board Duties

Our Board of Directors is collectively responsible for the long-term success of the Company. The Board works closely with Management to achieve this and Management remains accountable to the Board. The Board's principal duties include:

- a) setting the overall business direction and guiding strategic plans;
- b) approving adequacy of internal controls, risk management, financial reporting and compliance matters;
- c) reviewing the performance of and overseeing succession planning for senior management;
- d) setting the Company's values and standards;
- e) considering sustainability issues such as environmental and social factors as part of its strategic formulation; and
- f) assuming responsibility for corporate governance.

Our Board of Directors

Goh Geok Khim
Non-Executive and Non-Independent Chairman

Kim Teo Poh Jin
Executive Director and Group Chief Executive Officer

Thomas Teo Liang Huat
Non-Executive and Independent Director

Goh Yew Lin
Alternate Director to Goh Geok Khim

Key Management Team

Jenny Yeoh
Regional Chief Financial Officer

Chester Leong
Regional Managing Director, BoardRoom Business Solutions

Rhett Tregunna
Chief Executive Officer, Australia Boardroom Pty Limited, Australia

Samantha Tai Yit Chan
Chief Executive Officer, Malaysia Boardroom Corporate Services (KL) Sdn. Bhd., Malaysia

Our Commitment to Ethics and Integrity

Similarly, the Board is committed to upholding high standards of good corporate governance, professionalism and integrity in the Company.

We have based our corporate governance framework on timely disclosures, transparency and accountability, so that we can create, maintain and safeguard the value and interests of our shareholders.

Integral to our commitment is the high priority we place on ethical business conduct, in markets where we operate.

Professional Ethics of Our Employees

Employees are expected to comply with our Code of Conduct (found within our Employee Handbook), which outlines the standards of behaviour in displaying responsible conduct, honesty and integrity. It also provides details on misconduct by employees – such as what actions constitute as misconduct, as well as the disciplinary procedures which the company will carry out if misconduct does occur. The Code also highlights grievance procedures for employees, free of reprisals, should they be treated unfairly.

Client-serving employees are also required to conduct themselves according to the highest possible ethical standards, bound by BoardRoom's adoption of the [Professional Ethics Statements and Code of Conduct](#) issued by the Institute of Singapore Chartered Accountants and the Chartered Secretaries Institute of Singapore where relevant.

Anti-Corruption and Compliance

We have a strict policy regarding gifts from clients, where employees may not receive any gift or advantage from any person or company with a business relationship with BoardRoom, without the knowledge and consent of the Director.

No incidences of corruption or non-compliances with regulations (resulting in fines or non-monetary sanctions) were reported in FY21.

In May 2021, we updated the Diversity, Equality and Inclusivity policy and our Environmental, Social and Governance Policy as well as made our approach for both available publicly on the website.

Our Approach to Handling Complaints

Our Whistle-Blowing Policy

BoardRoom has in place a whistle-blowing policy open to all relevant internal stakeholders, such as directors, employees (full-time, part-time and contract), as well as external stakeholders such as vendors, clients and contractors, to raise complaints on any matter which could be a violation of our principles.

This includes matters regarding accounting, auditing, internal or accounting controls which are questionable or not in accordance with generally-accepted practices prescribed by BoardRoom. It also covers serious concerns that could have an impact on the Company, such as unlawful acts, health and safety issues, actions that could cause environmental damage, the concealing of unethical actions or any other form of improper conduct. Our whistle-blowing policy also refers to any action taken by any employee which obstructs another employee to exercise his/her right to make such reports.

Throughout 2021, we ensured that all employees had access to our whistleblowing policy by ensuring that it is available on Engagedly (our internal Employee Engagement Platform) and website. We will continue to work towards our goal of strengthening our whistle-blowing policy.

Throughout 2021 complaints could be reported to the AC either in person or by emailing whistleblow@boardroomlimited.com.

If a complaint was received, the AC would:

1. **conduct its own investigation of the complaint;**
Where necessary, it can also instruct the internal auditor or other third parties to conduct further investigations.
2. **inform the reporting party of the likely timeline for a final response;**
3. **recommend any remedial or legal action to be taken, where necessary;**
The remedial action can be carried out by instructing relevant management or engaging other third parties. If there is reason to believe that a crime has been committed, the AC may also report the matter to the authorities.
4. **notify the reporting party on actions which are taken;**
If no action is taken, the AC will also provide a reason for the decision.

All complaints through the whistleblowing channel were then directed to the AC at G. K. Goh Holdings Limited.

Our Non-Retaliation Policy

We maintain a strict policy of non-retaliation, ensuring that parties are able to raise concerns through the whistle-blowing hotline confidentially and without fear of retaliation in any form. BoardRoom makes every effort to protect the identity of the reporting party and will investigate complaints alleging retaliatory action, such as disciplinary action against the reporting party.

Our Complaints Handling Policy

BoardRoom also has a separate Complaints Handling Policy targeted mainly at external stakeholders – such as vendors, clients and contractors – to lodge complaints against BoardRoom, its directors or personnel. The objective of the Policy is to provide guidance on the manner in which we receive and handle complaints and to assist us in resolving complaints in an efficient, effective and professional manner.

Through both our Whistleblowing Policy and Complaints Handling Policy, we seek to maintain our reputation as a company delivering high quality professional services, committed to maintaining our responsiveness to the needs and concerns of our clients.

Our Target	Our Progress in 2020
<i>We plan to increase and improve channels to receive whistleblowing cases by 2022</i>	Ongoing progress: Due to the pressing needs of adapting to COVID-19, we're aiming instead to relook at our whistleblowing policy in FY22.

Our Approach to Risk Management

Risk Management Policy

As part of our ongoing commitment to Risk Management, we review our Risk Management framework annually. Due to an overhaul in 2020, we determined that the company's Risk Management Structure, Systems, People and Processes are all in line and require no updates in 2021. We will continue to review the Risk Management Policy on an annual basis and adjust accordingly if needed.

The current policy adopts the COSO Enterprise Risk Management Framework ("COSO ERM") and is guided by ISO ISO 31000:2018 (RM – Guidelines).

The firm also formalised its Risk Management Structure with the appointment of Risk Owners in every Business Unit and Business Unit Enabler. As part of the new policy, a Risk Management system was implemented to manage the reporting of incidents and risks within the firm, and all incidents with an impact on the danger to the firm are required to be reported and are managed within the system.

All Risk Owners were trained in FY21 on the updated Risk Management Policy and Framework as well as the use of the Risk Management System. They were also kept updated on Risk Management news through regular emails. We will continue to train new Risk Owners (if any) after they have been onboarded. As part of further strengthening Risk Management practices in BoardRoom, the firm will be reviewing its Enterprise Risk and Operational Risk in 2022/2023.

Client Acceptance Policy & Anti-Money Laundering Policy

BoardRoom is committed to the prevention of money laundering and the financing of terrorism. As such, we have various policies in place to ensure compliance and guarding against any transaction which may facilitate money laundering and the financing of terrorism. We also conduct regular trainings to ensure employees are aware of BoardRoom's commitments. The Group policy will be reviewed on a regular basis.

Boardroom Employee Share Plan ("BESPL"), a subsidiary under BoardRoom, has its Anti-Money Laundering policy reviewed on a yearly basis to adhere to Monetary Authority of Singapore ("MAS") regulations.

In 2021, BoardRoom reviewed the Client Acceptance Policy, of which was determined that no updates were needed, and the policy will be reviewed again in 2022/2023.

Our Procurement Practices

As a service company, we procure goods and services mainly to support our day-to-day operations, including office rental, mailing, postage, recruitment and other administrative support services. To ensure that the procurement process in the Company is fair, consistent and transparent, our procurement policy requires that we obtain at least three quotations from different suppliers before final selection either by management staff or the Board of Directors. Most of our service providers are sourced locally for cost effectiveness and based on our commitment to support local economies where we operate. Environmental, social or governance criteria may also be considered when making procurement decisions.

Recognition from the Association of Banks in Singapore (“ABS”) for strong governance

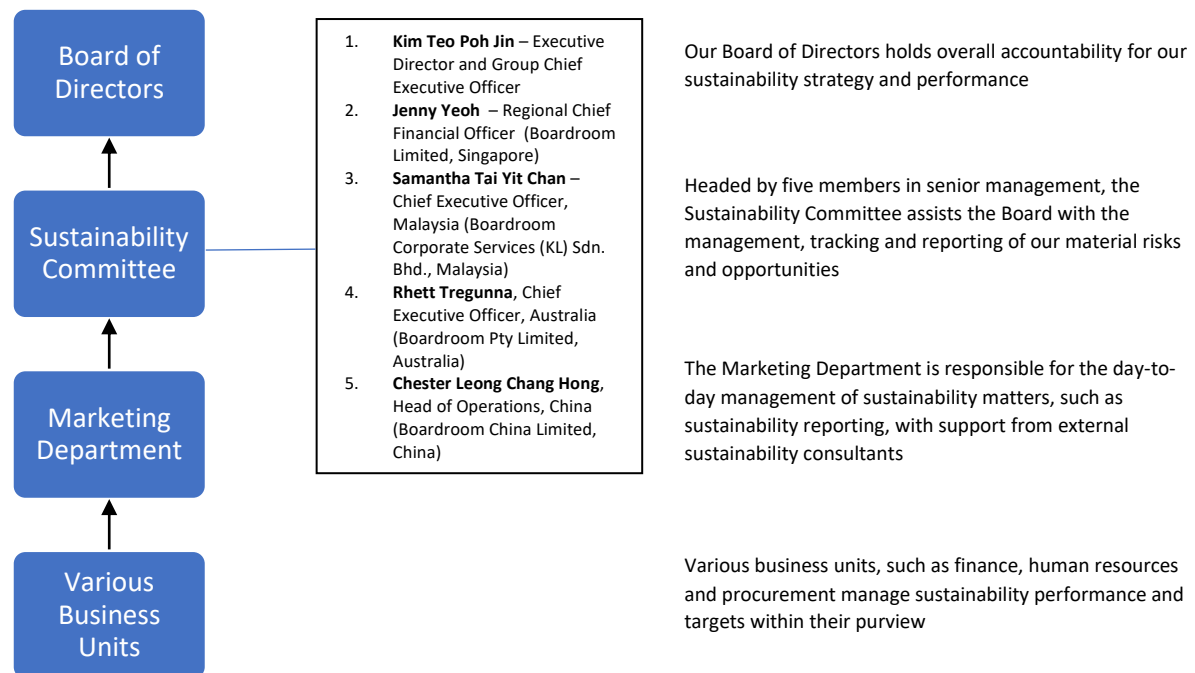
In recognition of our high standards of integrity and internal controls, BoardRoom was one of the first payroll service providers in Singapore to receive an [Outsourced Service Provider Audit Report \(“OSPAR”\)](#) certification for payroll services. BoardRoom received the certification after a rigorous audit process by Ernst & Young, a testament to the integrity and effectiveness of our internal controls, backed by safeguards of the highest standards. The assessment covered issues such as protection of client information, strength of data security, as well as the integrity and confidentiality of our workflow, service and processes.

Developed by the ABS, OSPAR ensures that outsourced service providers such as BoardRoom have the same level of governance, rigour and control as financial institutions. We are proud to be certified once again for the year of 2021 and will work towards getting recognised again for the year ahead.

Chapter 4: Our Approach to Sustainability

As one of the regional leaders in Corporate and Advisory Services, we strive to demonstrate leadership in sustainability. In 2017, we took the first steps in our sustainability journey by publishing our very first sustainability report. In the same year, we also conducted a materiality assessment to help us focus on our most significant impacts, as well as set up a governance structure to manage our key environmental, social and governance issues. From employee engagement to reducing our operational footprint, we are on an incremental journey to embed sustainability into various aspects of our business.

Our Sustainability Governance Structure



Our Material Issues

We define material issues as environmental, social and governance topics that have the largest influence on BoardRoom and our stakeholders. In 2017, we conducted our first materiality assessment to identify the sustainability issues to focus our efforts on. We undertook a three-stage process for the assessment:

1. *Desk-Based Research*: Including a competitor benchmark and horizon scanning across our value chain;
2. *Stakeholder Engagement*: Including internal interviews with departments and an online survey to engage external stakeholders; and
3. *Prioritising and Validation of Material Issues*: A total of 14 sustainability issues were identified and ranked as high or low priority.

This year, BoardRoom is reporting on 8 core sustainability issues to streamline our performance and efforts on staff engagement during the pandemic.

Category	#	Material issue	Priority	Covered in Report?
Governance	1	Governance and Ethics Conducting all business activities in line with the highest ethical and legal standards through sound corporate governance practices	High	Yes (Chapter 3)
	2	Public Policy Engagement Engaging in conversations and taking action on public policy issues that are relevant to the services we provide our clients	Low	No
Clients	3	Client Satisfaction Meeting client expectations through superior service quality and innovative business solutions	High	Yes (Chapter 5)
	4	Client Privacy and Data Protection Protecting our clients' privacy and data through cybersecurity	High	Yes (Chapter 5)
	5	Digital Transformation Enhancing client experience through digital transformation	High	Yes (various sections)
	6	Responsible Procurement Ensuring the selection, management and payment of suppliers is fair and transparent, while promoting local sourcing and supplier diversity	Low	Yes (Chapter 3)
	7	Sustainable Supply Chain Purchasing goods and services that are sustainable which meet high environmental and social standards	Low	No
Employee Engagement	8	Talent Attraction, Development and Retention Managing current and future talent needs through attraction, retention, training and development	High	Yes (Chapter 6)
	9	Diversity and Inclusion Promoting a diverse and inclusive workplace, free from discrimination	High	Yes (Chapter 6)
	10	Workplace Health, Safety and Wellbeing Providing a healthy and safe work environment for our employees and promoting well-being	High	Yes (Chapter 6)
Environmental Management	11	Waste Management Management of paper consumption	High	Yes (Chapter 7)
	12	Greenhouse Gas ("GHG") Emissions Reducing GHG emissions by managing energy use and transport-related emissions	Low	Yes (Chapter 7)
	13	Water Consumption Reducing water consumption in our offices	Low	No
Community	14	Community Investment Leverage our capabilities to support local communities through corporate community activities such as fundraising and volunteering	Low	Yes (Chapter 8)

Key:

'High' priority: Issues with high societal impact and concern to our stakeholders. They form the focus of our sustainability efforts and reporting. We will elaborate on our commitments and management practices on all of these issues in the chapters that follow. For each of the seven 'high priority' material issues identified, we have also set timely targets to track the continued improvement of our performance on these fronts.

'Low' priority: Issues of relatively lesser importance, but still relevant to both BoardRoom and its stakeholders. We will actively manage and report on some of these issues as appropriate.

Embedding Digitalisation into Our Sustainability Strategy

BoardRoom is going through an exciting period of digitalisation to enable us to secure long-term growth and maintain market leadership. At the same time, we have also harnessed the power of technology and digitalisation to help us with our sustainability performance. As such, we will be reporting on some of the new digital initiatives we have embedded into our sustainability strategy, which include:

- **product innovation:** Expanding our digital product offerings for clients to better engage with their key stakeholders, such as investors, employees and clients;
- **strengthening cybersecurity:** Utilising the latest technology to strengthen our defence against cyber threats;
- **upskilling our employees:** Ensuring our employees are well-equipped with 21st century skills in areas such as Office Productivity, CRM and Virtualisation;
- **a more mobile workplace:** Investing in cloud-based systems to create a virtual office, enabling our staff to increase productivity while improving work-life balance;
- **reducing paper usage:** Rolling out of *Project Paperless* across our offices, our initiative to implement a digital record and document management system, in order to reduce our paper usage. In addition, we also rolled out new innovative products for our clients to reduce their paper usage; and
- **employee engagement:** Our internal Fun@BoardRoom team plans and organises internal events. The F@B team is made up of representatives from each department to give every department a fair say in the events organised.

Chapter 5: Clients

As a service-provider, our clients are integral to our overall success. We strive to deliver quality service that is unparalleled, providing clients with solutions which are both innovative and practical. As such, our core strategy on client management is to forge strong and enduring relationships to help us retain our position as one of the top choices for companies in Asia-Pacific seeking corporate and advisory services.

Our strategy to provide the best service for clients is based on the following focus areas:

Product Innovation

To better serve client needs, we continue to invest in product innovation and expand our digital product offerings. These new products deliver productivity benefits and help our clients better engage with key stakeholders, such as investors, employees and clients. Further differentiating BoardRoom from its peers as a provider of the latest cutting-edge products for corporate and advisory services.

- **CS Connect** A first-to-market, secure online portal that has been founded on the latest technology to improve the management of the corporate secretarial function. The design revolves around three core principles: increasing efficiency, compliance excellence and ease of use. CS Connect assists with the lightening of administrative burdens on corporate secretarial professionals with a portal that enables instant access to data, a centralised document & storage library, reduction in email communication and seamless audit trails. Clients get to enjoy greater visibility over workflow, see real-time updates to service requests, company updates and get a centralised view of their pending tasks.
- **Electronic-Dividend Reinvestment Plan (e-DRP)** The paperwork associated with Dividend Reinvestment Plans can be time-consuming and depends heavily on the efficiency and reliability of external parties such as courier or mail services. To cut down on such uncertainties and inefficiency, we've developed an online platform, BoardRoom Investor Services Platform, for shareholders to learn more about and apply for DRP online without the hassle of doing it on paper.

We will continue to invest in research and development to enhance our product offering, striving to redefine how companies' access, engage and transact with personal and market financial information.

Client Privacy and Data Protection

To maintain client privacy and data protection, BoardRoom adheres to a strict policy never to disclose and provide client information to third parties without prior consent. For example, when client data is accessed during audits, we hold a strict policy not to allow the copying of any confidential documents. At least one finance coordinator must also be present to ensure no misappropriation of information takes place during the process.

Enhancing Data Protection

To further reduce our privacy-related risks, we executed the following measures over 2021:

- **Maintained Personal Data Protection ("PDP") structure** with the official appointment of Data Protection Officers ("DPO") and Data Protection Managers ("DPM") in every Business Unit ("BU") and Business Unit Enabler ("BUE") in 2021. All Business Units and Business Unit Enablers' DPOs & DPMs are members of Boardroom's PDP Committee chaired by the Group DPO. This committee meets every quarter with the goal of maintaining zero material breaches for another consecutive year.
- **Application for Data Protection Trust Mark ("DPTM")**, Boardroom Executive Services Pty Ltd applied for DPTM certification with IMDA in 2021. The initiative was in final phases for assessment by IMDA-appointed assessors in 2021 and is expected to obtain its certification in 2022. A successful DPTM certification by BESPL will be extended to the same initiative for BoardRoom Business Solutions in the latter half of 2022. These certifications will strengthen our management of personal data protection across all clients and staff, and ensure stronger compliance to regulatory requirements on personal data protection.

For FY21, there were no material personal data breaches within the Boardroom Group.

Our Target	Our Progress in 2020
<i>We are committed to maintaining zero cases of customer data privacy breaches</i>	Ongoing Progress No material breaches reported in FY21. Continued education of all staff to raise awareness and build a culture of DPO's within BoardRoom.

Strengthening Cybersecurity

As a service provider trusted with confidential client information, we have put our focus on creating an ironclad infrastructure that will ensure we remain accountable to all stakeholders when it comes to data security. For 2021, our focus was on taking a more pre-emptive stance when it came to preventing threats. This is evident in the following steps taken in 2021:

- **Enabled Microsoft O365 Threat Protection**, protection against phishing, spoofing, malware attacks to email and collaboration tools, with 2FA for secure authentication.
- **Enabled CATO VPN**, which filters and blocks undesirable sites, and protection of the BoardRoom Internal Corporate Network and End-points.
- **Enabled Next-Gen Anti-Virus (NGAV), VMware Carbon Black End-Point protection**, which blocks malware, ransomware, non-malware, living off the land and other emerging, never-before-seen attacks automatically, both online and offline.
- **Enabled Fortinet Firewall**, to protect BoardRoom Corporate Network, users and data from continually evolving threats.

Staff Training:

Employees are most susceptible to cyber-security threats and human error accounts for 90% percent of the breaches as reported by one of the cyber-security studies. To ensure that our staff are well-trained on evolving cyber threats, which they could potentially encounter in their line of work, we conducted information security awareness trainings for all BoardRoom Employees annually, with a quiz to conclude off the exercise. Trainings included differentiation of information security and cybersecurity, current top cyber threats, organisational governance structure, organisational general security rules and practices for all employees. Quarterly Cyber-security newsletters were released to reinforce users' behaviour and keep employees updated on cybersecurity measures in a continually evolving scene.

Client Satisfaction

BoardRoom has in place robust systems to track client satisfaction and will continue to develop our capabilities in this area. In all our offices, BoardRoom's team of client managers engage with clients on a frequent basis to maintain high client satisfaction. Many of our clients continue to renew their contracts with us and engage our services year after year.

To measure client satisfaction more accurately, BoardRoom Australia has been using the [Net Promoter Score \("NPS"\)](#), a management tool which measures the loyalty of customer relationships, adopted by more than two-thirds of Fortune 1000 companies. Using NPS, we were able to identify clients which gave BoardRoom a lower score and work on managing these relationships in a more proactive manner.

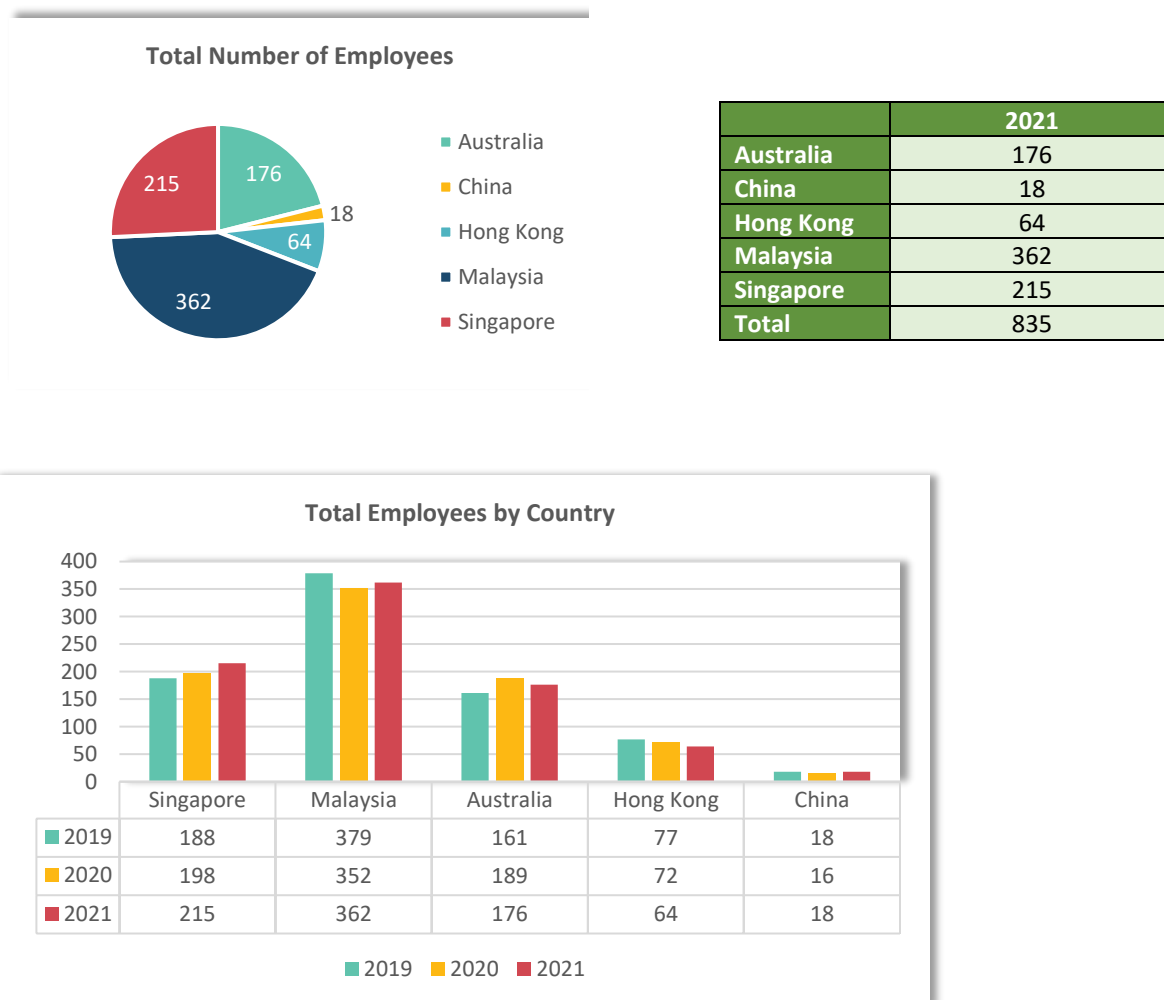
This same initiative was rolled out across Asia in 2021, through it we've been able to mitigate client losses and capitalise on clients who are advocates for our services. Apart from NPS, we are exploring the use of technology to enable visibility over the full customer lifecycle, from onboarding through to termination to enhance our ability to track and retain clients.

Our Target	Our Progress in 2021
<p><i>Our target in 2021 was to accurately track and increase the number of retained clients by 2021. However, due to the COVID-19 outbreak, we have postponed the timeline of the launch. We aim to achieve this by 2022.</i></p>	<p>Ongoing progress: We successfully rolled out our NPS initiative across Asia in 2021 which allows us to work towards the achievement of our target in 2022.</p>

Chapter 6: Employee Engagement

At BoardRoom, we recognise that every member of the team brings a unique set of talents and skills to our business. We strive hard to be an employer of choice, committed to ensuring that every employee feels engaged, motivated and proud to be part of our team. To that end, we work hard to create a diverse and inclusive environment for our employees to enjoy personal and professional growth alongside the Company.

Our Workforce



Total Number of Employees by Country

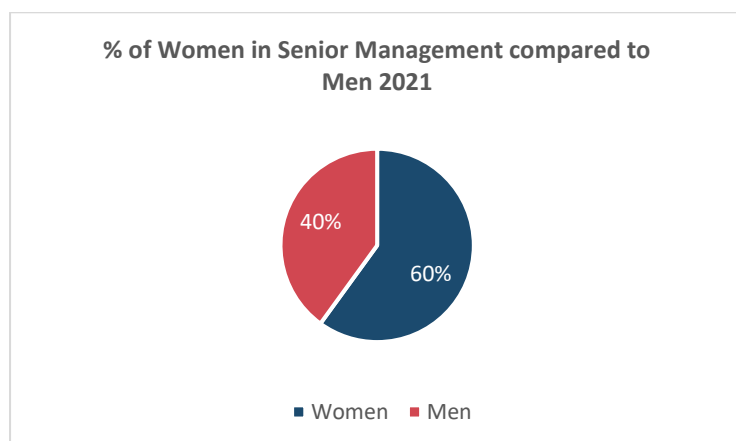
	2019	2020	2021
Australia	161	189	176
China	18	16	18
Hong Kong	77	72	64
Malaysia	379	352	362
Singapore	188	198	215
Total	823	827	835

Our workforce remains at a steady number comparable to pre-COVID-19 as we continue to invest in our people. Our strategy to focus on upskilling existing staff to prepare them for the new normal as well as the nature of the outsourcing business ensured that we had the fortune of maintaining our employees and grooming them further. For 2022, the focus will remain on ensuring that staff continue to learn and develop future skills.

Diversity and Inclusion (Gender)

The distribution of employees across the various age groups and gender is diverse as we focus on talent and ability regardless of gender or age. We will continue to scout for new talent whose employability will not lie within factors out of their control. With a significant proportion of our senior management being women, we would like to challenge the notion that there is a glass ceiling that is holding women back from being in upper management.

% of Women in Senior Management¹ (%)



	2020	2021
Women in senior management	125	123
Men in senior management	74	83
% of women in senior management	63%	60%

Our Target	Our Progress in 2021
We would like to continue to ensure equal opportunities regardless of race or gender.	We continue to have a healthy representation of the genders in our employment pool as well as senior management.

Talent Attraction, Development and Retention

Employee Remuneration and Benefits

To reward our employees for their service and contribution to the Company, BoardRoom is committed to providing the best we can for them, both in terms of remuneration or additional benefits. On top of adhering strictly to the basic terms and conditions of employment stipulated by national laws in our countries of operation (e.g. the Employment Act of Singapore), we also aim to provide remuneration above the minimum standards set by the government, benchmarking salaries to industry standards and expectations.

In 2021, our comprehensive package includes insurance – covering medical, specialist, health and safety, outpatient, hospitalisation, personal accident, critical illness, dental, executive health screening and term life – as well as leave for sickness, bereavement, marriage, maternity, paternity, childcare, unpaid infant care, study and exams.

¹ Senior management is defined as employees holding the title of 'Manager' and above

Performance Management

To ensure that our employees receive timely feedback on their performance and support to chart out their professional growth, we have put in place a comprehensive employee appraisal and performance management system.

In FY2021, we implemented a new appraisal system – the 360 Degree Performance Review, in all our offices apart from Australia. The system is designed to:

- Provide a platform for not just feedback from supervisor to employee, but also from other key members such as teammates
- Empower employees with a channel to provide their feedback about supervisors such that both parties can work together to grow further in their careers
- Individualised performance review criteria based on each staff's career goals for which they have a hand in creating and refining

The work of all employees is appraised on a continuous basis through formal appraisal reports prepared annually. Through these appraisals, we track the performance, progress, future potential and development needs of our employees and help them to improve their performance.

Training and Development

Recognising the importance of continuous learning, we have invested resources to provide employees with a series of courses and workshops to aid in their professional and personal growth. This includes external courses, in-house courses and on-the-job training.

BoardRoom encourages employees to seek professional career development by sponsoring professional courses and offering paid study and exam leave.

BoardRoom sponsors employees undertaking professional qualifications, such as Chartered Secretaries Institute of Singapore (CSIS), Association of Chartered Certified Accountants (ACCA), Hong Kong Institute of Chartered Secretaries (HKICS), Hong Kong Institute of Certified Public Accountants (HKICPA), The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA), Malaysian Institute of Accountants (MIA).

Study leave is granted to confirmed employees as follows (per Paper):

First attempt: 3 days

Second attempt: 2 days

Third attempt: 1 day

One day exam leave will be granted on the day of the examination, when an exam date falls on a working day.

We will continue to invest in upskilling our employees in the coming year.

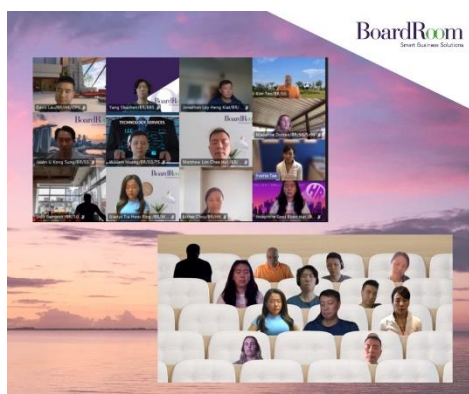
Workplace Health, Safety and Well-Being (Employee Engagement)

Flexible Work Arrangements

BoardRoom has always been committed to creating a virtual office with an environment that enables mobility and flexibility for staff while still maintaining high quality services to our clients. This led to the inception of projects such as Project Paperless, CS Connect, upgrading our VPN, adoption of Docusign firm-wide and so on. Our ultimate goal is to future proof BoardRoom and build sustainable career paths for our employees. COVID-19 has undoubtedly sped up this process in terms of behaviour and infrastructure, leading to a hybrid working environment where the office is a collaborative and social space. Through pulse surveys and targeted workshops, we have embarked on the journey for hybrid working to be a permanent fixture of BoardRoom culture starting with the relocation of the Singapore office.

Fun@BoardRoom Activities

With the ongoing pandemic, employee engagement activities across FY21 were held virtually. This created opportunities for BoardRoom to organise regional team engagement activities. Our theme for 2021 was “Health is Wealth”, hence a strong focus on physical and mental wellness for most of our events throughout the year.



Meditation & Mindfulness Session (Asia)

11 October 2021: Over the course of 4 weeks, our BoardRoom leaders joined Yvette Tee, a renowned wellness and mindfulness coach in an exclusive mindfulness program. Through her guidance, our leaders took away some useful tools and techniques for calming their mind and managing stress by practicing mindfulness. As one of our core focus area's for 2021 was mental health, this program was designed to empower leaders in BoardRoom with the skills to maintain their inner peace. As role models, they could also help to pass on their knowledge to their teams and those they mentor.



Team Bonding - Sudoku Challenge

International Sudoku Day (SG & MY)

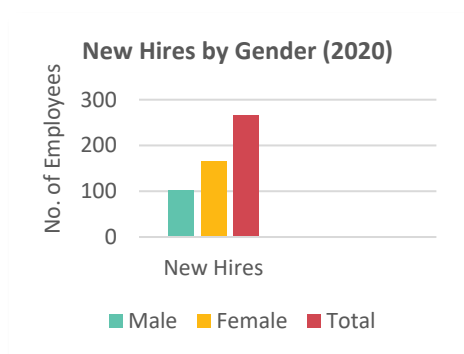
16 September 2021: In celebration of International Sudoku Day some of our colleagues in Singapore and Malaysia gathered for a virtual sudoku challenge. This was a great opportunity to connect with one another and have some fun in the midst of our busy schedules. As they participated in pairs, it was a great chance for them to bond with each other through overcoming a challenge.

Other employee engagement programmes:

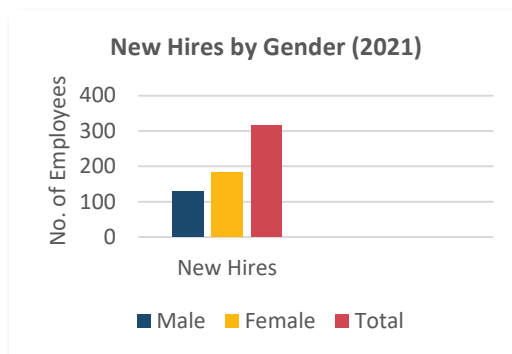
Jan 2021 – Virtual Baking Class (Regional)
 Jan 2021 – Virtual Herbal Soup Talk (Regional)
 Feb 2021 – Lunar New Year e-Angbow (SG, MY, HK & CN)
 Feb 2021 – Virtual Feng Shui Talk (Regional)
 Feb 2021 – Virtual Bingo (Regional)
 May 2021 – Hari Raya Adilfitri ((SG & MY)
 May 2021 – Mother's Day (SG, MY & HK)
 June 2021 – Father's Day Appreciation (SG, MY & HK)
 June 2021 – Chiropractor Live Webinar (Regional)
 July 2021 – Demystifying Traditional Chinese Medicine Webinar (Regional)
 July 2021 – Appreciation Dinner (SG, MY, HK & CN)
 Dec 2021 – Year-end Appreciation Gift (SG, MY, HK & CN)

New Employee Hires by Gender

2020



2021



	2020			2021		
	Male	Female	Total	Male	Female	Total
New Hires	101	165	266	130	184	314
New Hire Rate (%)	12%	20%	32%	16%	22%	38%

As BoardRoom continues to expand, we maintain our commitment to investing in the best of talents.

Chapter 7: Environmental Management

As a professional services company, BoardRoom recognises that the greatest opportunities to lower our environmental footprint lie within the locations where our employees operate. As such, our environmental strategy is focused on ensuring we are as resource efficient as possible.

While initial plans for 2020 and 2021 were to begin working on Malaysia, we were unable to carry it out due to COVID-19 restrictions. Only 10% of our employees were allowed in the Malaysia offices at any one time which greatly hindered the progress of the project. However, we fully intend to resume it once we are able to get more staff into office.

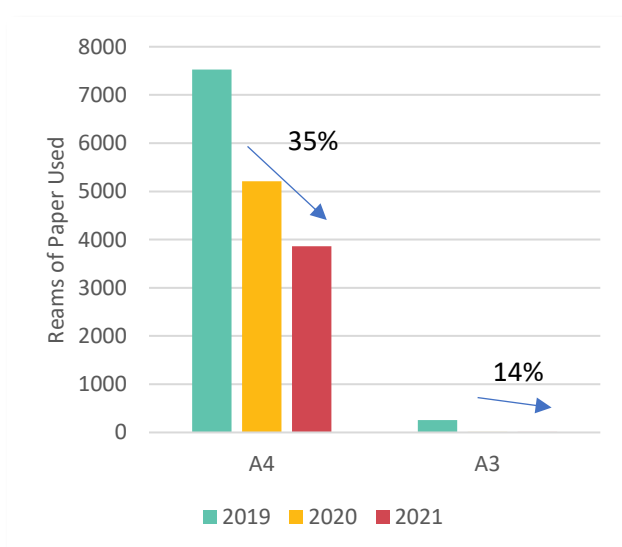
Reducing Paper Usage

To give our operations teams flexibility whilst reducing our carbon footprint through a reduction of paper usage, our first paperless initiative was kickstarted back in 2017. In 2018, Project Charter transitioned to Paperless, Cloud-Based Systems picked up where the first initiative left off and in 2019, we merged this into Project Paperless. In 2020, we completed the implementation of Project Paperless in Singapore, with plans for the rollout across the rest of the Group which were greatly impacted by our inability to allow staff back into the office to perform required tasks. We intend to continue with Project Paperless as soon as conditions allow us to do so but we're proud of the progress thus far in the past years.



It is important to note that for the paper we still use, we obtain from sources recognised by the Programme for the Endorsement of Forest Certification (PEFC).

Paper Consumption



	2019	2020	2021
A4 (by ream)	7,528	5,211	3,860
A3 (by ream)	255	13	11

Our Target	Our Progress in 2020
We plan to reduce paper usage by 20% by 2021	Surpassed target: 26% reduction in paper usage (35% reduction for A4 paper, 14% reduction for A3 paper)

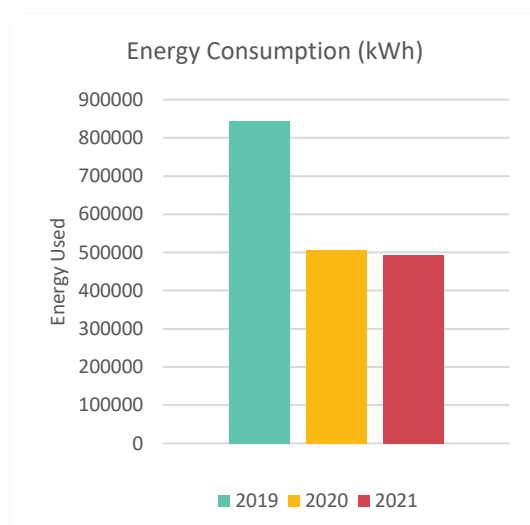
Reducing Energy Consumption and Efficiency

A significant challenge faced by BoardRoom is that we do not own the buildings in which we operate. This limits our ability to control certain operational aspects such as the thermostat for the air-conditioning units, the type of light bulbs used and the amount of discharge by taps in toilets used.

Due to COVID-19 requirements across the Group in their respective countries, most of the energy consumption fell as staff worked remotely rather than in the office. While we're not able to track usage of energy in our staffs' personal space, we do intend to continue with promoting flexible working to reduce the consumption of electricity in the office buildings.

Energy Consumption (kWh)

	2019	2020	2021
Singapore	18,012	142,748	125,768
Australia	-	-	-
Hong Kong	169,728	138,941	139,750
Malaysia	636,581	205,128	208,479
China	20,169	19,215	18,625
Total	844,490	506,032	492,622



We are committed to reducing our carbon footprint through the following practices:

- setting our printers and copiers to energy-saving mode;
- reducing overseas travel by employees and encouraging the use of conference calls; and
- using energy-saving light bulbs in our offices.

Chapter 8: Community Investment

While Corporate Social Responsibility remains one of our core values, the pandemic has made it difficult to organise in-person good will events. With many of the countries we operate in having to extend their lockdown measures for COVID-19, we observed that a significant portion of our employees seem to be duly affected by the challenges from isolation and/or their home situation. As such, we chose to focus on our employees in 2021 to positive results. With this in mind, we fully intend to do more for the community when it is safe to do so.



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