

# TOP GLOBAL LIMITED

(Company Registration No. 198003719Z)  
(Incorporated in the Republic of Singapore)

## DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Ms. Chang Shyre Gwo and Dr Lam Lee G are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 28 April 2020 (“AGM”) (collectively, the “Retiring Directors” and each a “Retiring Director”).

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the following is the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST:

	Ms. Chang Shyre Gwo	Dr Lam Lee G
Date of Appointment	8 November 2010	26 April 2010
Date of last re-appointment	12 April 2017	12 April 2017
Age	53	61
Country of principal residence	Singapore	Hong Kong
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board of Directors of the Company has considered, among others, the recommendation of the Nominating Committee (“NC”) and has reviewed and considered the contribution and performance, attendance, preparedness, participation, candour and suitability of Ms. Chang Shyre Gwo for re-appointment as Chief Operating Officer and Executive Director of the Company. The Board have reviewed and concluded that Ms. Chang Shyre Gwo possess the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.	The Board of Directors of the Company has considered, among others, the recommendation of the Nominating Committee (“NC”) and has reviewed and considered the qualification, work experiences, contribution and performance, attendance, preparedness, participation, candour and suitability of Dr Lam Lee G for re-appointment as Non-Executive Independent Chairman of the Company. The Board have reviewed and concluded that Dr Lam Lee G possess the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board. Dr Lam Lee G is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
Whether appointment is executive, and if so, the area of responsibility	Executive. Oversee the Group's business and operations, which includes but is not limited to business development, finance, administration, corporate secretarial, corporate governance and communications.	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Chief Operating Officer and Executive Director	Non-Executive Independent Chairman, Chairman of Nominating Committee and member of the Audit and Remuneration Committees

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	<b>Ms. Chang Shyre Gwo</b>	<b>Dr Lam Lee G</b>
Professional qualifications	Member of Institute of Singapore Chartered Accountants and CPA Australia	Solicitor – The High Court of Hong Kong  Accredited Mediator – The Centre of Effective Dispute Resolution (CEDR)  Fellow (FHKIoD) – The Hong Kong Institute of Directors  Fellow (FHKArb) – The Hong Kong Institute of Arbitrators  Fellow (IPA) – The Institute of Public Accountants  Fellow (FFA) – The Institute of Financial Accountants  Fellow – CMA Australia – Certified Management Accountants Australia  Honorary Fellow – CPA Australia – Certified Public Accountants Australia  Honorary Fellow – University of Hong Kong School of Professional and Continuing Education (HKUSPACE)  Honorary Fellow – The Hong Kong Institute of Facility Management (HKIFM)
Working experience and occupation(s) during the past 10 years	November 2010 to present – Chief Operating Officer and Executive Director of Top Group Limited	May 2017 to present – Macquarie Infrastructure and Real Assets (Hong Kong) Limited – Non-executive Chairman – Hong Kong and ASEAN Region, Chief Adviser to Macquarie Infrastructure and Real Assets Asia  May 2015 to April 2017 – Macquarie Infrastructure and Real Assets (Hong Kong) Limited – Chairman – ASEAN Region, Senior Adviser to Macquarie Infrastructure and Real Assets Asia  May 2007 to March 2015 – Macquarie Capital (Hong Kong) Limited – Chairman – Indochina, Myanmar and Thailand, Senior Adviser – Asia (and formerly Chairman – Hong Kong)

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	Ms. Chang Shyre Gwo	Dr Lam Lee G
Shareholding interest in the listed issuer and its subsidiaries	78,000 shares	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No	No
Conflict of Interest (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments* Including Directorships#		<p>Other Principal Commitments* <b>voluntary/pro-bono/community service roles</b></p> <ol style="list-style-type: none"> <li>Hong Kong Cyberport Management Company Limited</li> <li>Pacific Basin Economic Council (PBEC)</li> <li>United Nations Economic and Social Commission for Asia and the Pacific (UN ESCAP) Sustainable Business Network (ESBN)</li> </ol>
Past (for the last 5 years)	<ol style="list-style-type: none"> <li>China Medical (International) Group Limited</li> </ol>	<ol style="list-style-type: none"> <li>Hsin Chong Group Holdings Limited</li> <li>Glorious Sun Enterprises Limited</li> <li>Green Leader Holdings Group Limited</li> <li>Xi'an Haitiantian Holdings Company Limited (Former: Xi'an Haitian Antenna Holdings Company Limited)</li> <li>Rowsley Limited</li> <li>Vietnam Equity Holding (VEH) (Vietnam Property Holding merged into (VEH) w.e.f. Jun 30, 2017)</li> <li>Roma Group Limited</li> <li>Imagi International Holdings Limited</li> <li>UDL Holdings Limited</li> <li>Heng Fai Enterprises Limited</li> <li>Mingyuan Medicare Development Company Limited</li> <li>Ruifeng Petroleum Chemical Holdings Ltd</li> </ol>

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	<b>Ms. Chang Shyre Gwo</b>	<b>Dr Lam Lee G</b>
Present	Nil	<ol style="list-style-type: none"> <li>1. Adamas Finance Asia Limited</li> <li>2. Aurum Pacific (China) Group Limited</li> <li>3. AustChina Holdings Limited</li> <li>4. China LNG Group Limited</li> <li>5. China Real Estate Group (Former: Asia-Pacific Strategic Investments Limited)</li> <li>6. China Shandong Hi-Speed Financial Group Limited</li> <li>7. CSI Properties Limited</li> <li>8. Elife Holdings Limited</li> <li>9. Greenland Hong Kong Holdings Limited</li> <li>10. Haitong Securities Company Limited</li> <li>11. Hang Pin Living Technology Company Limited (Former: Hua Long Jin Kong Company Limited)</li> <li>12. Huarong Investment Stock Corporation Limited.</li> <li>13. JCG Investment Holdings Limited</li> <li>14. Kidsland International Holdings Limited</li> <li>15. Mei Ah Entertainment Group Limited</li> <li>16. Mingfa Group (International) Company Limited</li> <li>17. National Arts Entertainment and Culture Group Ltd.</li> <li>18. Singapore eDevelopment Ltd</li> <li>19. Sunwah International Limited</li> <li>20. Sunwah Kingsley Capital Holdings Limited</li> <li>21. Thomson Medical Group Limited</li> <li>22. Tianda Pharmaceuticals Limited</li> <li>23. TMC Life Sciences Berhad</li> <li>24. Top Global Limited</li> <li>25. Vongroup Limited</li> </ol>

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	Ms. Chang Shyre Gwo	Dr Lam Lee G
<b>Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.</b>		
a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	Yes During the period between July 2014 and March 2015, I served as an Independent Non-executive Director of Ruifeng Petroleum Chemical Holdings Limited ("Ruifeng Petroleum"), a company incorporated in the Cayman Islands, the shares of which were listed on the Stock Exchange of Hong Kong and delisted on 6 February 2017. It was previously engaged in the petrochemical business. A winding-up petition was served on Ruifeng Petroleum on 12 August 2015 due to failure to pay a judgment debt relating to an outstanding amount of a promissory note issued by Ruifeng Petroleum back in 2011 (3 years before my appointment as an independent non-executive director). On 16 November 2015, Ruifeng Petroleum was wound up by the High Court of Hong Kong. Ruifeng Petroleum was solvent when I was an Independent Non-Executive Director, and since the time when the listing of Ruifeng Petroleum's shares was cancelled, no claims have been made against me and I am not aware of any threatened or potential claims against me, and there are no outstanding claims and/or liabilities as a result of Ruifeng Petroleum's dissolution.

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	Ms. Chang Shyre Gwo	Dr Lam Lee G
c) Whether there is any unsatisfied judgment against him?	No	No
d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

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	Ms. Chang Shyre Gwo	Dr Lam Lee G
f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No

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	Ms. Chang Shyre Gwo	Dr Lam Lee G
i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-  i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or  ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or  iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No  No  No	No  No  No



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	Ms. Chang Shyre Gwo	Dr Lam Lee G
<p>iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere</p> <p>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?</p>	No	No
<p>k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?</p>	No	No