



CREDIT BUREAU ASIA LIMITED
(Company Registration Number: 201909251G)
(Incorporated in the Republic of Singapore)

RESPONSES TO SGX-ST QUERIES

The Board of Directors (the "Board") of Credit Bureau Asia Limited (the "Company") refers to the queries from Singapore Exchange Securities Trading Limited ("SGX-ST") on the 20 April 2021 in relation to the Company's Annual Report for the financial year ended 31 December 2020 ("FY2020") as follows:

Question #1 from SGX-ST:

Listing Rule 1207(10C) requires the Audit Committee ("AC")'s comments on whether the internal audit function is independent, effective and adequately resourced. Please disclose the AC's comments.

Company's Response:

It was stated on page 37 of the Annual Report that "As the Company was only listed on 3 December 2020, the Company is in the process of establishing an outsourced internal audit function for FY2021 under the guidance and approval of the AC."

As an update, the Company has recently engaged KPMG as the outsourced internal auditor for FY2021. The AC will be able to comment whether the internal audit function is independent, effective and adequately resourced in the Company's next Annual Report.

Question #2 from SGX-ST:

Listing Rule 710 requires issuers to explicitly state, when deviating from the provisions prescribed in the Code of Corporate Governance 2018 (the "Code"), an explanation on how the practices it had adopted are consistent with the intent of the relevant principle. We note that the Company had not complied with Provision 3.1 of the Code as the Company's Chairman and CEO position is filled by the same person, and there were no explanations were provided for in your FY2020 annual report on how it is consistent with the intent of Principle 3 of the Code. Please clarify how the practices the Company had adopted are consistent with the intent of Principle 3 of the Code, which requires a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision making.

Company's Response:

It was stated on page 21 of the Annual Report that "The Board recognizes the Code's recommendation that the Chairman and CEO should be separate persons to ensure that there is appropriate balance of power, increased accountability and greater capacity of the Board for independent decision-making. The Board is of the opinion that the present Group structure and business scope does not warrant a meaningful split of the roles of the Chairman and the CEO. The Board is of the view that there are sufficient safeguards and checks to ensure that the process of decision making by the Board is independent and based on collective decisions without any individual exercising any considerable concentration of power or influence".

To elaborate, the following practices adopted by the Company give no individual unfettered powers of decision making:

- The majority of the Board comprised of Independent Directors.

- The Audit Committee, the Nomination Committee and the Remuneration Committee are chaired by Independent Directors and all committees also comprised entirely of Independent Directors.
- All major decisions by the Executive Chairman and CEO are reviewed by the Board and his remuneration package is reviewed periodically by the RC.
- The Lead Independent Director will carry out the functions of the Chairman in relation to any matter where it would be inappropriate for the Chairman to serve in such capacity.

Question #3 from SGX-ST:

Listing Rule 710 requires issuers to explicitly state, when deviating from the provisions prescribed in the Code, an explanation on how the practices it had adopted are consistent with the intent of the relevant principle. We note that the Company had not complied with Provisions 8.1(a) and 8.2 of the Code with regards to the disclosure of remuneration, and there were no explanations were provided for in your FY2020 annual report on how it is consistent with the intent of Principle 8 of the Code. Please clarify how the practices the Company had adopted are consistent with the intent of Principle 8 of the Code, which requires transparency on the Company's remuneration policies, level and mix of remuneration, the procedure for setting remuneration and the relationships between remuneration, performance and value creation.

Company's Response:

In respect of Provision 8.1(a), it was stated on Page 32 of the Annual Report that "The RC and the Board have assessed and are of the view that, given the confidential and commercial sensitivities associated with remuneration matters and the highly competitive human resource environment in which the Company operates and the importance of ensuring stability and continuity of business operations with a competent and experienced management team in place, it is in the best interests of the Company to not disclose the remuneration of the Executive Directors in exact quantum. The Board is of the view that despite the deviation from Provision 8.1 of the Code, the Company is transparent on remuneration matters in line with the intent of Principle 8 of the Code, as the Company has disclosed information such as the Company's remuneration policies, level and mix of remuneration as well as the remuneration of the key management personnel (including Executive Directors) of the Company for this financial year in remuneration bands."

In respect of Provision 8.2, it was stated that "other than Koo Chiang and William Lim, there are no employees who are substantial shareholders of the Company, or are immediate family members of a director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S\$100,000 during FY2020."

BY ORDER OF THE BOARD

Koo Chiang
Executive Chairman and CEO

21 April 2021

This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("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. CIMB Bank Berhad, Singapore Branch is the issue manager for the initial public offering of Credit Bureau Asia Limited. CGS-CIMB Securities (Singapore) Pte. Ltd. is the underwriter and placement agent for the initial public offering of Credit Bureau Asia Limited. The issue manager and the underwriter and placement agent assume no responsibility for the contents of this announcement.