

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

Our Board consists of six Directors, including three executive Directors and three independent non-executive Directors. The following table sets out the information regarding our Directors and senior management:

Directors

Name	Age	Position	Date of joining our Group	Date of appointment as a Director	Main roles and responsibilities	Relationship with other Directors and senior management (other than that through or relating to our Group)
Executive Directors						
Mr. Siew Yew Khuen (蕭耀權先生)	60	Chairman of the Board, executive Director and chief executive officer	27 October 1995	16 January 2017	Responsible for overall management, strategic direction and business development of our Group; serves on remuneration and corporate governance committee	Spouse of Ms. Lee and brother of Mr. Richard Siew
Ms. Lee Lai Fong (李麗芳女士)	57	Executive Director and director of finance and administration	27 October 1995	16 January 2017	Responsible for finance, treasury and administration of our Group; serves on remuneration and corporate governance committee	Spouse of Mr. David Siew and sister-in-law of Mr. Richard Siew
Mr. Siew Yew Wai (蕭耀威先生)	54	Executive Director and director of sales and marketing	19 January 2015	16 January 2017	Responsible for sales and marketing and promotions of our Group; serves on nomination and corporate governance committee	Brother of Mr. David Siew and brother-in-law of Ms. Lee
Independent non-executive Directors						
Mr. Clarence Tan Kum Wah (陳錦華先生)	50	Independent non-executive Director	23 June 2017	23 June 2017	Responsible for providing independent judgement on strategy, performance, resources and standard of conduct of our Group as well as advising on corporate governance, connected transactions and remuneration of Directors and senior management and nomination of Directors; serves on audit and nomination committee	N/A

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Name	Age	Position	Date of joining our Group	Date of appointment as a Director	Main roles and responsibilities	Relationship with other Directors and senior management (other than that through or relating to our Group)
Mr. Lim Cher Hong (林芝鋒先生)	50	Independent non-executive Director	23 June 2017	23 June 2017	Responsible for providing independent judgement on strategy, performance, resources and standard of conduct of our Group as well as advising on corporate governance, connected transactions and remuneration of Directors and senior management and nomination of Directors, serving as the Chairman of the Remuneration Committee; serves on audit and remuneration committee	N/A
Mr. Gary Chan Ka Leung (陳嘉樑先生)	44	Independent non-executive Director	23 June 2017	23 June 2017	Responsible for providing independent judgement on strategy, performance, resources and standard of conduct of our Group as well as advising on corporate governance, connected transactions and remuneration of Directors and senior management and nomination of Directors; serves on audit and nomination committee	N/A

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Senior management

Name	Age	Position	Date of joining our Group	Date of appointment to the current position	Main roles and responsibilities	Relationship with other Directors and senior management (other than that through or relating to our Group)
Mr. Philip Tan Eng Choon	69	Sales and Marketing Manager	1 July 1996	1 July 1996	Responsible for sales and marketing and servicing of customer accounts of our Group	N/A
Mr. Ong Kim Hoi (王金海先生)	41	Business Development Manager	1 December 2011	1 December 2011	Responsible for product procurement for the electronic accessories business, and overseeing quality control and testing of new electronic accessories	N/A
Mr. Alan Hoh Chan Ming (何贊明先生)	30	Group Financial Controller	12 December 2016	12 December 2016	Responsible for financial planning and control, accounting operations, and internal control systems of our Group	N/A

DIRECTORS

Executive Directors

Mr. Siew Yew Khuen (蕭耀權先生), aged 60, is a co-founder of our Group. He was appointed as a Director on 16 January 2017 and re-designated as a chairman, executive Director and chief executive officer of our Company on 8 March 2017. Mr. David Siew has been the director of TOMO-CSE since its inception in October 1995, where he oversees all aspects of the operations of our Group including sales/marketing, product planning/development, merchandising, strategic planning, corporate policies and new business initiative.

Mr. David Siew is an entrepreneur with over 35 years of start-up and business operational experience, including experience in the supply, manufacture and installation of passenger vehicle leather upholstery, as well as supply and installation of electronic accessories. Under his leadership, our Group has become the number one passenger vehicle interior modification service provider in terms of revenue in Singapore in 2016 (source: Frost & Sullivan Report), dealing in leather upholstery and electronic accessories (such as systems integration for digital video recorders, navigation systems, in-car multi-media entertainment system, reverse camera, front and rear parking sensors, etc).

In 1980, Mr. David Siew co-founded Tomo General Contractors Pte Ltd (“**Tomo GC**”) which principally supplied passenger vehicle accessories products and provided installation services in later years. In 1986, he co-founded Tomo Auto Sound Pte. Ltd. (“**Tomo Sound**”) with Ms. Lee to supply passenger vehicle accessories to authorised passenger vehicle distributors and dealers in Singapore. In 1990, he co-founded Tomo Auto Leather Pte Ltd (“**Tomo Leather**”) to supply leather upholstery products and installation services to authorised passenger vehicle distributors and dealers in Singapore. During the years leading up to the incorporation of TOMO-CSE, Mr. David Siew had established strong

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business relationships with the numerous authorised passenger vehicle distributors and dealers in Singapore. In October 1995, Mr. David Siew and Ms. Lee co-founded TOMO-CSE to supply and install passenger vehicle leather upholstery, and to supply and install passenger vehicle electronic accessories for the Singaporean market. In 1996, Mr. David Siew sold his interest in Tomo Leather and in 2001, both Tomo GC and Tomo Sound were voluntarily dissolved as Mr. David Siew decided to focus on the business operations of TOMO-CSE to carry-on the business in supplying passenger vehicle leather upholstery and electronic accessories.

Mr. David Siew was a director of the following companies during or within 12 months when they were dissolved. As far as he was aware, the dissolution of these companies has not resulted in any liability or obligation imposed against him. The relevant details are as follows:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Eurostyle Autotrim Pte Ltd (formerly known as Tomo Auto Sound Pte. Ltd.)	Singapore	General wholesale trade; repair and audio and video equipment	7 August 2009	Struck off
Hedge Corporation S Pte Ltd	Singapore	Iron and steel foundries	30 July 1999	Struck off
Tomo General Contractors Pte Ltd	Singapore	Repair and restoration of cabinets, furniture, upholstery, window shades and other fixtures	4 January 2008	Struck off

Mr. David Siew has confirmed that each of the above companies was solvent at the time of their respective dissolution and so far as he was aware no claim has been or will be made against him as a result of such dissolution.

Mr. David Siew has not held any directorship in any listed companies in the last three years. Save as being the spouse of Ms. Lee and the brother of Mr. Richard Siew, Mr. David Siew does not have any relationship with any of the Directors.

Ms. Lee Lai Fong (李麗芳女士), aged 57, is a co-founder of our Group. She was appointed as a Director on 16 January 2017 and re-designated as an executive Director of our Company on 8 March 2017. She is currently the director of finance and administration at TOMO-CSE, where she is responsible for finance, treasury and administration matters of our Group. Ms. Lee is an entrepreneur with over 30 years of start-up and business operational experience, including in the manufacture, supply and installation of passenger vehicle leather upholstery, and the supply and installation of electronic accessories.

In 1980, Ms. Lee joined Tomo GC as a senior manager. In 1986, she co-founded Tomo Sound with Mr. David Siew to supply passenger vehicle accessories to major car dealers in Singapore. In October 1995, Ms. Lee and Mr. David Siew co-founded TOMO-CSE to supply and install passenger vehicle leather upholstery, and to supply and install electronic accessories to the Singapore market.

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Ms. Lee was a director of the following companies during or within 12 months when they were dissolved. As far as she was aware, the dissolution of these companies has not resulted in any liability or obligation imposed against her. The relevant details are as follows:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Eurostyle Autotrim Pte Ltd (formerly known as TOMO Auto Sound Pte. Ltd.)	Singapore	General wholesale trade; repair and audio and video equipment	7 August 2009	Struck off
Hedge Corporation S Pte Ltd	Singapore	Iron and steel foundries	30 July 1999	Struck off
Tomo General Contractors Pte Ltd	Singapore	Repair and restoration of cabinets, furniture, upholstery, window shades and other fixtures	4 January 2008	Struck off

Ms. Lee has confirmed that each of the above companies was solvent at the time of their respective dissolution and so far as she was aware, no claim has been or will be made against her as a result of such dissolution.

Ms. Lee has not held any directorship in any listed companies in the last three years. Save as being the spouse of Ms. David Siew and sister-in-law of Mr. Richard Siew, Ms. Lee does not have any relationship with any of the Directors.

Mr. Siew Yew Wai (蕭耀威先生), aged 54, was appointed as a Director on 16 January 2017 and re-designated as an executive Director of our Company on 8 March 2017. Mr. Richard Siew is currently the director of sales and marketing at TOMO-CSE.

Mr. Richard Siew started his career in June 1987 at NCS Pte. Ltd. (“NCS”), a subsidiary of Singapore Telecommunications Limited, in Singapore as a systems analyst cum programmer, where he was first deployed to the Ministry of Education, Singapore to assist in the development of the mainframe computer programming of various application systems. In June 1990, he was deployed to the National Computer Board as an information technology consultant where he advised and assisted Singapore’s small and medium enterprises to automate and improve productivity by utilising information technology. In April 1997, Mr. Richard Siew returned to NCS as an account director where he was responsible for the business development and sales of information and communications technology projects and services to the higher education sector. In January 2015, he joined the Group to assist Mr. David Siew to further expand our Group’s businesses.

Mr. Richard Siew obtained a bachelor of science degree in information systems from the National University of Singapore in June 1987.

Mr. Richard Siew has not held any directorship in any listed companies in the last three years. Save as being the brother of Mr. David Siew and brother-in-law of Ms. Lee, Mr. Richard Siew does not have any relationship with any of the Directors.

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Independent non-executive Directors

Mr. Clarence Tan Kum Wah (陳錦華先生) (“**Mr. Tan**”), 50, has been appointed as an independent non-executive Director on 23 June 2017. Since January 2017, he has been the non-executive director of GlobalRoam Group Ltd (“**GlobalRoam**”, together with its subsidiaries “**GR Group**”), a group that primarily provides integrated communications technology to the telecommunication companies in the Southeast Asian region. GlobalRoam was the first company in Singapore to be traded on the over-the-counter exchange managed by Phillips Securities Pte. Ltd. in 2007. Mr. Tan founded GR Group in January 2001 and had served as its chief executive officer since its inception till July 2016, when he relinquished his role and was re-designated as executive deputy chairman until December 2016.

Concurrently, since October 2016, Mr. Tan has been a director of STT Connect Pte. Ltd., a private cloud service provider and a joint venture between STT GDC Pte. Ltd. (wholly-owned by Singapore Technologies Telemedia Pte. Ltd.) and GR Group. Since December 2016, Mr. Tan has also been a director of ICMG Financial Services Pte. Ltd.; a joint venture between ICMG Co, Ltd., ACA Partners Pte. Ltd. and ACA Inc.; a management consultancy company that offers merger and acquisition and alliance services to Asian and Japanese enterprises. Prior to GR Group, Mr. Tan was a director of Pinnz Pte Ltd, the holding company of its subsidiaries including Pinnz Networks (HK) Limited and Pinnz Network Pte Ltd, from August 1999 to its dissolution in June 2007. Pinnz Pte Ltd was a telecommunications company which provided services such as voice over internet protocol services.

Apart from his career commitments, Mr. Tan also holds key positions in other areas of society. He was awarded a Phoenix Mentor by The Phoenix Award Committee in 2002, which his main role as a Phoenix Mentor then was to mentor founders of start-ups. He had served in the Singapore People’s Association Sembawang Community Club Management Community from 2012 to 2016 and currently holds the rank of Colonel in the national service unit under the Guards formation in the Singapore Armed Forces (“**SAF**”). Mr. Tan was bestowed the honour and privilege to be the Parade Commander for Singapore’s National Day Parade in 2012 and was accorded The Commendation Medal (Military) and The Long Service Medal (Military), in 2010 and 2015 respectively, for his distinguished service in the SAF.

Mr. Tan obtained a bachelor of science degree in information technology from the University of Southern Queensland in March 1994 through long distance learning conducted in Singapore and a master’s degree in business administration from the National University of Singapore in October 2004.

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Mr. Tan was a director or manager of the following companies or business during or within 12 months when they were dissolved or terminated. As far as he was aware, the dissolution and termination of these companies and businesses have not resulted in any liability or obligation imposed against him. The relevant details are as follows:

<u>Name of company/ business</u>	<u>Place of incorporation/ principal place of business</u>	<u>Nature of business</u>	<u>Date of commencement of winding up petition or date on which winding up resolution was passed/date of dissolution</u>	<u>Means of dissolution</u>
Asiamall	Singapore	Wholesale of computer software; manufacture/repair of computer peripheral equipment	Not applicable/ 23 March 1998	Termination
Comutech Peripherals	Singapore	Wholesale of computer hardware, peripheral equipment and computer accessories	Not applicable/ 28 May 1994	Termination
Cybernetics Communications Pte Ltd	Singapore	Internet access providers; engineering design and consultancy activities	Not applicable/ 22 February 2007	Struck off
Globalpeer	Singapore	Business and management consultancy services; real estate activities	Not applicable/ 24 November 2013	Termination
Globalroam (International) Limited	Singapore	Telecommunications reseller and provider	Not applicable/ 22 February 2007	Struck off
Niin Pte Ltd	Singapore	Manufacture of I.T. products and services; service provider of internet related services	Not applicable/ 8 December 2010	Struck off
Pinnz Networks (HK) Limited (<i>Note 1</i>)	Hong Kong	Telecommunication services	26 March 2002/ 14 February 2007	Compulsory winding up
Pinnz Networks Pte Ltd (<i>Note 1</i>)	Singapore	Telecommunication services	20 August 2002/ 9 June 2007	Dissolved — creditor’s voluntary winding up
Pinnz Pte Ltd (<i>Note 1</i>)	Singapore	Holding company	8 August 2002/ 9 June 2007	Dissolved — creditor’s voluntary winding up
Primecom	Singapore	Wholesale of computer hardware and peripheral equipment	Not applicable/ 1 August 1994	Termination
Singmall Innovation	Singapore	Wholesale of computer software; manufacture/repair of computer peripheral equipment	Not applicable/ 23 March 1998	Termination
Sunnyline	Singapore	General wholesale trade	Not applicable/ 17 July 1994	Termination

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Note 1: Pinnz Pte Ltd was the ultimate holding company of both Pinnz Networks (HK) Limited and Pinnz Networks Pte Ltd. Although Mr. Tan was a director of the three companies at the relevant time or within twelve months prior to the respective winding-up proceedings, he was not involved in the day-to-day management or operations in any of them. Due to the cessation of funding for Pinnz Pte Ltd in 2001, Pinnz Networks (HK) Limited and Pinnz Networks Pte Ltd were wound up as they could not continue their businesses by reason of their lack of working capital.

Mr. Tan has confirmed that each of the above companies, other than Pinnz Networks (HK) Limited, Pinnz Networks Pte Ltd and Pinnz Pte Ltd (the “**Pinnz Companies**”), was solvent at the time of their respective dissolution. Further, as far as Mr. Tan was aware, there is no outstanding claim, dispute or liability against him in respect of the Pinnz Companies.

Mr. Tan has not been a director of any publicly listed company in the three years immediately preceding the Latest Practicable Date.

Mr. Lim Cher Hong (林芝鋒先生) (“**Mr. Lim**”), aged 50, was appointed as an independent non-executive Director on 23 June 2017. Mr. Lim is an entrepreneur with 24 years of experience in the information technology (“**IT**”) industry with expertise in designing, developing, deploying, enhancing and maintaining large scale enterprise IT systems. In 1997, Mr. Lim co-founded RSTN Consulting Pte. Ltd. (“**RSTN**”) and has been the group chief executive officer since its inception, where he has successfully grown the company from the beginning of four founders to its current span of around 180 full-time and 460 contract staff across nine countries. RSTN specialises in assisting large multinationals with global deployments of business process management, enterprise content management, document imaging and commission management solutions for clients in industries such as insurance and banking.

Prior to founding RSTN, Mr. Lim was the head of the imaging technology division for Asiasoft (S) Pte Ltd (“**Asiasoft**”) between January 1993 and March 1999, where he helped Asiasoft established its core business of document management and workflow in the South East Asian region, especially in Indonesia, where he assisted to grow the business to become a one of the main providers of document and workflow solutions in Indonesia at the time. Mr. Lim was conferred the top salesman award by the Singapore National Achievers Congress in 1997 in recognition of his sales achievement at Asiasoft.

Mr. Lim was the chairman of Young PAP (youth wing of the ruling People’s Action Party) Serangoon branch in Singapore from 2002 to 2006. Mr. Lim had served as the vice chairman of the Singapore Enterprise Chapter of the Singapore Infocomm Technology Federation from 2009 to 2013. He was appointed as the chief consultant for culture and trade by the Shandong Qufu People’s Government of the People’s Republic of China in 2010.

Mr. Lim obtained a bachelor’s degree in business administration from the Royal Melbourne Institute of Technology in Australia in August 1993 and a master of science degree in knowledge management from the Singapore Nanyang Technological University in June 2008, which also saw him awarded the LexisNexis Gold Medal for the academic year 2007 to 2008 for his outstanding academic records of sufficient merit in the programme.

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Mr. Lim was a director of the following companies during or within 12 months when they were dissolved. As far as he was aware, the dissolution of these companies has not resulted in any liability or obligation imposed against him. The relevant details are as follows:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Global Softpro Consulting Pte Ltd	Singapore	Hardware and software consultancy service	28 March 2002	Struck off
Redefine Holdings Pte Ltd	Singapore	Amusement and recreational activities	4 April 2008	Struck off

Mr. Lim has confirmed that each of the above companies was solvent at the time of their respective dissolution and so far as he was aware, no claim has been or will be made against him as a result of such dissolution.

Mr. Lim has not held any directorship in any listed companies in last three years.

Mr. Gary Chan Ka Leung (陳嘉樑先生) (“Mr. Chan”), aged 44, was appointed as an independent non-executive Director on 23 June 2017. Mr. Chan is a seasoned finance executive and an entrepreneur. He has advised companies across various disciplines and industries including consumer products and services, financial services, food and beverage, logistics, media, renewable energy, recruitment services, and technology. In 2014, he joined CFO (HK) Limited, a company licensed by The CFO Centre Group Limited to provide services of time-shared chief financial officers to client companies in the Greater China region and is currently the Greater China chief executive officer.

Mr. Chan was also the corporate finance director of TNG (Asia) Limited, a financial technology company based in Hong Kong, between April 2015 and February 2017. He has assisted in the company’s successful application of the stored value facility license to the Hong Kong Monetary Authority (“HKMA”), with the license being granted in August 2016. During the process, Mr. Chan has overseen the process of fulfilling all the necessary business requirements set out by the HKMA including internal controls and placement of its senior management team.

From August 2009 to August 2013, Mr. Chan was a partner at Creat Capital Company Limited (“Creat”), a company that focuses on private equity investments. During his tenure, Mr. Chan reported to the board of directors and was involved in the origination of corporate advisory and corporate finance transactions for Creat.

Mr. Chan started his career with KPMG in Toronto, Canada in 1998 under that firm’s real estate practice. In January 2001, he joined Deloitte Touche Tohmatsu in Hong Kong as an accountant under that firm’s reorganisation services group and his last position held was manager before he moved to Deloitte & Touche Corporate Finance Ltd., a service company of Deloitte Touche Tohmatsu, as manager from June 2005 to March 2007. From March 2007 to February 2009 Mr. Chan assumed the position of an associate in the fixed income, currency and commodities division of Goldman Sachs (Asia) L.L.C. in Hong Kong.

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Mr. Chan obtained a bachelor’s degree in mathematics from the University of Waterloo in Ontario, Canada in May 1998 and a master’s degree in accounting from the same university in October 1998. He obtained his Chartered Accountant designation in Canada in 2000.

Mr. Chan has been appointed as an independent non-executive director of LHN Limited, the shares of which are listed on the catalist board of the Singapore Exchange (SGX symbol: 41O), since June 2017. Save as disclosed above, Mr. Chan has not been a director of any publicly listed company in the three years immediately preceding the Latest Practicable Date.

Save as disclosed above, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there were no other matters with respect to the appointment of our Directors that need to be brought to the attention of the Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules as at the Latest Practicable Date.

SENIOR MANAGEMENT

Mr. Philip Tan Eng Choon (“Mr. Philip Tan”), aged 69, has over 25 years of experience in sales and marketing of passenger vehicle accessories. He is currently the sales and marketing manager, responsible for sales and marketing of our Group’s products and services, as well as accounts servicing of our Group’s customers. In 1993, Mr. Philip Tan joined Tomo GC, a company co-founded by Mr. David Siew in 1980, and eventually joined our Group in 1996 when TOMO-CSE was founded by Mr. David Siew and Ms. Lee.

Mr. Ong Kim Hoi (王金海先生) (“Mr. Ong”), aged 41, has been the business development manager of our Group since December 2011. At TOMO-CSE, Mr. Ong is responsible for product development, evaluation and product testing and quality control of new products before our Group introduces them to the market. He assists the marketing team to study and evaluate our Group’s customers’ accessories requirement and works on the most suitable products for the vehicles. He works closely with the installation and aftersales team to ensure all new products are properly installed and have proper aftersales’ standard operating procedures.

Mr. Ong has over 10 years of experience in the sales, marketing and business development. Prior to joining our Group, between June 2001 and January 2004, Mr. Ong worked for Expeditors Singapore Pte Ltd as the System Support Supervisor; and between April 2004 and April 2006 as a technical specialist at Brother International Singapore Pte Ltd. In April 2006, Mr. Ong joined GRID Communications Pte Ltd, a subsidiary of SingTel Group, as Account Manager, Corporate Sales; in April 2009, he joined Nextan Pte Ltd as a business development manager; and in April 2010, he joined Asia GIS Pte. Ltd. as the Sales & Marketing Manager, responsible for business and accounts development.

Mr. Ong obtained a diploma in Information Technologies from the Temasek Polytechnic in Singapore in December 1998.

Mr. Alan Hoh Chan Ming (何贊明先生) (“Mr. Hoh”), aged 30, joined our Group in December 2016 as Group Financial Controller and is responsible for financial planning & control, accounting operations and internal control systems of our Group. Prior to joining our Group, Mr. Hoh was the

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Group Finance Manager at Sincap Group Limited, a company listed on the Singapore Stock Exchange (SGX:5UN), engaged in the mineral trading and logistic management, where he supervised the accounting operations in Singapore and Indonesia.

Mr. Hoh started his career in July 2007 as an Account Assistant at Traders Hotel Kuala Lumpur, Malaysia. Between January 2011 and November 2015, Mr. Hoh was an auditor at Baker Tilly TFW, Singapore (“**Baker**”), was gradually promoted from Associate, Senior Associate and to Senior in the Assurance Department, where he serviced clients in the hotel, manufacturing of customer/industrial products, construction, media & entertainment, information technologies, and services sectors on auditing and accountancy procedures. At Baker, Mr. Hoh was a team member who worked on a successful IPO on the Singapore Stock Exchange. Between November 2015 and October 2016, Mr. Hoh was the Group Finance Manager at Sinopipe Holdings Limited, a company listed on the Singapore Stock Exchange (SGX:X06), engaged in the production and sales of plastic pipes and fittings, where he served the managing role on monthly consolidation, audit, corporate communications and compliance matters.

Mr. Hoh is a member of the Institute of Singapore Chartered Accountants and a member of the Association of Chartered Certified Accountants.

COMPANY SECRETARY

Mr. Man Yun Wah (文潤華先生) (“**Mr. Man**”), aged 34, was appointed as our company secretary on 1 February 2017.

He has been appointed as a director of RHT Corporate Advisory (HK) Limited, a company which provides company secretarial services, since August 2013. His major responsibility is to assist listed companies in professional company secretarial work. Before joining RHT Corporate Advisory (HK) Limited, he worked in Dominic K.F. Chan & Co. from August 2008 to July 2015 where he was responsible for handling company secretarial matters.

Mr. Man is an associate member of The Hong Kong Institute of Chartered Secretaries. He graduated from the University of Huddersfield in England with Bachelor’s of Arts degree in business administration and management in March 2010. He also received a degree of Master of Corporate Governance from the Open University of Hong Kong in November 2014.

Mr. Man has not been a director of any publicly listed company in the three years immediately preceding the Latest Practicable Date.

COMPLIANCE OFFICER

Ms. Lee serves as the compliance officer of our Company for the purpose of the GEM Listing Rules.

REMUNERATION POLICY

The aggregate amounts of remuneration of our Directors for the years ended 31 December 2015 and 2016 were S\$591,000 and S\$615,000 respectively. Details of the arrangement for remuneration are set out in note 10 to the Accountant’s Report in Appendix I to this document. Under such arrangement and pursuant to our Directors’ service contracts and letters of appointment referred to in the paragraph

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headed “Further Information about Directors, Management and Staff — 9. Directors — (a) Particulars of service contracts and letters of appointment” in Appendix IV to this document, the aggregate amount of Directors’ fee and other emoluments payable to our Directors (excluding any discretionary bonuses) for the year ending 31 December 2017 is estimated to be approximately S\$724,600.

Our Group’s principal policies concerning remuneration of Directors or staff of high calibre are determined based on the relevant Director’s or staff’s duties, responsibilities, experience and skills. Our Directors and senior management receive compensation in the form of salaries, benefits in kind and/or discretionary bonuses relating to the performance of our Group. Our Company also reimburses them for expenses which are necessarily and reasonably incurred for providing services to our Company or executing their functions in relation to our operations. Our Company regularly reviews and determines the remuneration and compensation packages of our Directors and senior management. Our Company regularly provides discretionary bonuses to our senior management and key employees as incentive.

Our Company has conditionally adopted the Share Option Scheme on 23 June 2017 to enable our Group to grant options to selected participants as incentives or rewards for their contribution to our Group. Please see the paragraph headed “Further Information about Directors, Management and Staff — 14. Share Option Scheme” in Appendix IV to this document for further details of the Share Option Scheme.

After [REDACTED], our remuneration committee will review and determine the remuneration and compensation packages of our Directors and senior management with reference to salaries paid by comparable companies, time commitment and responsibilities of our Directors and performance of our Group. During the Track Record Period, no remuneration was paid by our Company to, or received by, our Directors as an inducement to join or upon joining our Company.

EMPLOYEES

We recognise the importance of having a good relationship with our employees. The remuneration payable to the employees include salaries, allowances incentives and bonuses.

We have not experienced any significant problems with the recruitment and retention of experienced employees. In addition, we have not suffered from any material disruption of our normal business operations as a result of labour disputes or strikes.

BOARD COMMITTEES

The audit committee, remuneration committee, nomination committee and corporate governance committee of our Company were approved to be established by resolutions passed by our Board on 23 June 2017. Each of the four committees has written terms of reference. The functions of the four committees are summarised as follows:

Audit Committee

Our Company established an audit committee by a resolution of our Board passed on 23 June 2017 with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and the Corporate Governance Code and Corporate Governance Report (“CG Code”) as set out in Appendix 15 to the GEM Listing Rules. The audit committee comprises of three independent non-executive Directors:

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Mr. Gary Chan Ka Leung, Mr. Clarence Tan Kum Wah and Mr. Lim Cher Hong. Mr. Chan was appointed to serve as the chairman of our audit committee. The primary duties of our audit committee are mainly to make recommendations to the Board on the appointment and dismissal of the external auditor, review the financial statements and information and provide advice in respect of financial reporting and oversee the internal control procedures of our Company.

Nomination Committee

Our Company established a nomination committee by a resolution of our Board passed on 23 June 2017. The nomination committee comprises of an executive Director: Mr. Richard Siew and two independent non-executive Directors: Mr. Clarence Tan Kum Wah and Mr. Gary Chan Ka Leung. Mr. Tan was appointed as the chairman of our nomination committee. Our nomination committee has written terms of reference in compliance with the CG Code. The primary functions of our nomination committee are to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations to the Board on any proposed changes to the Board to complement our Company’s corporate strategy; identify individuals suitably qualified as potential Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships; assess the independence of our independent non-executive Directors; and make recommendations to the Board on the appointment or reappointment of Directors and succession planning of Directors, in particular that of our chairman and the chief executive officer.

Remuneration Committee

Our Company established a remuneration committee by a resolution of our Board passed on 23 June 2017 with written terms of reference in compliance with Rule 5.34 of the GEM Listing Rules and the CG Code. The remuneration committee comprises of two executive Directors: Mr. David Siew and Ms. Lee, and one independent non-executive Director: Mr. Lim Cher Hong. Mr. Lim was appointed as the chairman of our remuneration committee. The primary functions of our remuneration committee are to make recommendations to the Board on the overall remuneration policy and the structure relating to all Directors and senior management of our Group, review performance-based remuneration and ensure none of our Directors determine their own remuneration.

Corporate Governance Committee

Our Company established a corporate governance committee by a resolution of our Board passed on 23 June 2017 with written terms of reference written terms of reference in compliance with the CG Code. The corporate governance committee comprises of three executive Directors: Mr. David Siew, Ms. Lee and Mr. Richard Siew. Ms. Lee was appointed as the chairlady of the corporate governance committee. The primary functions of our corporate governance committee are to keep the effectiveness of the corporate governance and system of internal controls of our Group. Our corporate governance committee shall introduce and propose relevant principles concerning corporate governance and to review and determine the corporate governance policy, so as to enhance and to ensure a high standard of corporate governance practices in our Group.

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COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Our Company has complied with the code provisions of the CG Code as set out in Appendix 15 of the GEM Listing Rules with the exception of code provision A.2.1, which requires the roles of chairman and chief executive be held by different individuals.

Under code provision A.2.1 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. David Siew currently holds both positions. Throughout our business history, Mr. David Siew, as a co-founder and Controlling Shareholder of our Group, has held the key leadership position of our Group and has been deeply involved in the formulation of corporate strategies and management of the business and operations of our Group. Taking into account the consistent leadership within our Group and in order to enable more effective and efficient overall strategic planning and continuation of the implementation of such plans, our Directors, including our independent non-executive Directors, consider that Mr. David Siew is the best candidate for both positions and the present arrangements are beneficial and in the interests of our Group and our Shareholders as a whole.

Our Directors will review our corporate governance policies and compliance with the Corporate Governance Code each financial year and comply with the “comply or explain” principle in our corporate governance report which will be included in our annual reports upon the Listing.

COMPLIANCE ADVISER

In accordance with Rule 6A.19 of the GEM Listing Rules, we have appointed Fortune Financial Capital Limited as the compliance adviser (the “**Compliance Adviser**”). The Compliance Adviser will provide us with guidance and advice as to compliance with the requirements under the GEM Listing Rules. Pursuant to Rule 6A.23 of the GEM Listing Rules, the Compliance Adviser will advise us in the following circumstances:

- (i) before the publication of any regulatory announcement, circular, or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (iii) where we propose to use the proceeds of the [REDACTED] in a manner different from that detailed in this document or where the business activities, development or results of our Group deviate from any forecast, estimate or other information in this document; and
- (iv) where the Stock Exchange makes an inquiry to our Company in accordance with Rule 17.11 of the GEM Listing Rules.

The term of appointment of the Compliance Adviser shall commence on the [REDACTED] and is expected to end on the date on which we comply with Rule 18.03 of the GEM Listing Rules in respect of our financial results for the second full financial year commencing after the [REDACTED].