
Issuer & Securities

Issuer/ Manager

SBI OFFSHORE LIMITED

Securities

SBI OFFSHORE LIMITED - SG1Y97950360 - 5PL

Stapled Security

No

Announcement Details

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

15-Sep-2016 07:55:22

Status

New

Announcement Sub Title

Appointment of Independent Non-Executive Director - Lawrence Kwan Hon Kay

Announcement Reference

SG160915OTHR758H

Submitted By (Co./ Ind. Name)

Amy Soh Wai Ling

Designation

Chief Financial Officer

Description (Please provide a detailed description of the event in the box below)

The Board of Directors (the "Board") of SBI Offshore Limited ("SBI" or the "Company" and together with its subsidiaries, the "Group") wishes to announce the appointment of Mr Lawrence Kwan Hon Kay ("Mr Lawrence Kwan") as an Independent Non-Executive Director with effect from 14 September 2016.

Pursuant to Rule 704(7) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited, the Board considers Mr Lawrence Kwan to be independent.

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This announcement has been prepared by the Company and its contents (excluding the views and representations of the Nominating Committee and the Board in relation to the Additional Directors and the information relating to Mr. Lawrence Kwan Hon Kay) have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") for compliance with the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

The appointment of Additional Directors was approved by the Board prior to the completion of the Sponsor's assessment of their suitability as required by Catalist Rule 226(2)(d) and Practice Note 2C(5)(a) of the Catalist Rules ("Sponsor Assessment"). This review is currently in progress and the Company will only update shareholders if there are any material adverse findings subsequent thereto.

As requested by the SGX-ST, each Additional Director will provide the SGX-ST with the form of undertaking as set out in Appendix 7H of the Catalist Rules and undertaking to step down from the Board in the event that the results of the Sponsor Assessment on him is not satisfactory.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.

Additional Details

Date Of Appointment

14/09/2016

Name Of Person

Lawrence Kwan Hon Kay

Age

69

Country Of Principal Residence

Singapore

The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)

The Nominating Committee had considered Mr Lawrence Kwan Hon Kay's track record, age, working experience, capabilities and other relevant factors for the appointment as Independent Director of the Company and recommended to the Board of Directors (the "Board") for his appointment.

The Board has approved Mr Lawrence Kwan Hon Kay's appointment as Independent Director.

Whether appointment is executive, and if so, the area of responsibility

Non-Executive

Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)

Independent Non-Executive Director

Familial relationship with any director and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries

None

Conflict of interests (including any competing business)

None

Working experience and occupation(s) during the past 10 years

Please see Appendix A

Shareholding interest in the listed issuer and its subsidiaries?

No

These fields are not applicable for announcements of appointments pursuant to Listing Rule 704 (9) or Catalist Rule 704 (8).

Past (for the last 5 years)

Please see Appendix B

Present

Please see Appendix C

(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

(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

(c) Whether there is any unsatisfied judgment against him?

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

(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

(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

(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

(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?

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR - LAWRENCE KWAN HON KAY

(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

(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

No

(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

No

(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

(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, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?

No

(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?

No

Any prior experience as a director of a listed company?

Yes

If Yes, Please provide details of prior experience

Karin Technology Holdings Limited

Firstlink Investments Corporation Limited (delisted on 30 November 2011)

Attachments

[Appendix%20A-LKHY.pdf](#)

[Appendix%20B-LKHY.pdf](#)

[Appendix%20C-LKHY.pdf](#)

Total size = 118K MB

Announcement of Appointment of Independent Non-Executive Director: Mr Lawrence Kwan Hon Kay

Working experience and occupations (s) during the past 10 years

From	To	Name of Company	Occupation	Job Description
2006	Present	Act Management Services Pte Ltd	Consultant	Technical & Corporate Governance Practices
2007	2011	Tricor Evatthouse Corporate Services	Associate Director	Technical & Corporate Governance Practices
2005	2013	HIM Governance Pte Ltd	Associate Director/Owner/	Governance Consulting

Announcement of Appointment of Independent Non-Executive Director: Mr Lawrence Kwan Hon Kay

Details of the past directorships (for the last 5 years)

From	To	Company
2005	2013	HIM Governance Pte Ltd
2008	2014	Accounting & Corporate Regulatory Authority of Singapore
2009	2014	Firstlink Investment Corporation Limited

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Details of the present directorships

No.	Company
1.	052462 Pte Ltd
2.	Actinon Pte Ltd
3.	Afriscot Commodities Pte Ltd
4.	Anval International Pte Ltd
5.	Aviation Labour Group Pte Ltd
6.	Bray Controls Southeast Asia Pte Ltd
7.	Choice Turbine-Singapore Pte Ltd
8.	Extractive Capital Pte. Ltd.
9.	FIP Properties Pte. Ltd.
10.	ISurvey Pte. Ltd.
11.	Mazdean Pte. Ltd
12.	Nelson Marine Pte. Ltd
13.	Petra Consulting Pte Ltd
14.	Petrus Oil and Gas International Trade Pte Ltd
15.	Riskcare Pte Ltd
16.	SailPoint Technologies Pte Ltd
17.	Singfert Pte Ltd
18.	Tennant Packaging Corporation SG Pte Ltd
19.	Vinmar Overseas (SG) Pte Ltd
20.	Sinova Medical Technologies Ptd. Ltd.
21.	Karin Technology Holdings Limited
22.	Centre for Corporate Management & Development Pte Ltd.
23.	Hunter Bay Technologies Pte Ltd
24.	Dragonfly Pte Ltd
25.	EOS IT Management Solutions (SG) Pte Ltd

Announcement of Appointment of Independent Non-Executive Director: Mr Lawrence Kwan Hon Kay

Details of the present directorships

No.	Company
26	Servicemax Singapore Pte Ltd
27	Reliance Big Entertainment (SG) Pte Ltd
28	Reliance Natural Resources (SG) Pte Ltd