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## Issuer & Securities

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### Issuer/ Manager

SBI OFFSHORE LIMITED

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### Securities

SBI OFFSHORE LIMITED - SG1Y97950360 - 5PL

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### Stapled Security

No

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## Announcement Details

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### Announcement Title

Change - Announcement of Appointment

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### Date & Time of Broadcast

15-Sep-2016 07:55:13

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### Status

New

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### Announcement Sub Title

Appointment of Independent Non-Executive Director - James Kho Chung Wah

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### Announcement Reference

SG160915OTHR1Y3N

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### Submitted By (Co./ Ind. Name)

Amy Soh Wai Ling

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### Designation

Chief Financial Officer

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### 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 James Kho Chung Wah ("Mr James Kho") 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 James Kho 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. James Kho Chung Wah) 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.

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#### Additional Details

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##### Date Of Appointment

14/09/2016

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##### Name Of Person

James Kho Chung Wah

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##### Age

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##### Country Of Principal Residence

Singapore

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

The Nominating Committee had considered Mr James Kho Chong Wah'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 James Kho Chong Wah's appointment as Independent Director.

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

Non-Executive

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

Independent Non-Executive Director

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

None

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##### Conflict of interests (including any competing business)

None

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

Please see Appendix A

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##### 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 - JAMES KHO CHUNG WAH**

(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

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(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

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(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

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(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

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(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

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Any prior experience as a director of a listed company?

Yes

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If Yes, Please provide details of prior experience

Pollux Properties Ltd

Serrano Limited

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#### Attachments

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

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

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

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Total size = 111K MB

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**Announcement of Appointment of Independent Non-Executive Director: Mr James Kho Chung Wah**

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

<b>From</b>	<b>To</b>	<b>Name of company</b>	<b>Occupation</b>	<b>Job description</b>
2013	Present	Willan Capital Pte Ltd	Managing Director	Overall management of the company
2014	2016	Pacific Star (Greater China) Pte Ltd	Executive Director	Originate real estate acquisition opportunities and formulate exit strategies
2010	2013	Maybank Kimeng Corporate Finance Pte Ltd	Senior Vice President	Originate and oversee the execution of corporate finance related transactions
2007	2010	DMG & Partners Securities Pte Ltd	Senior Vice President	Originate and oversee the execution of corporate finance related transactions
2007	2007	Rabobank International	Associate Director	Originate and oversee the execution of investment banking related transactions
2004	2006	HL Bank	Manager	Execution of investment banking related transactions

**Announcement of Appointment of Independent Non-Executive Director: Mr James Kho Chung Wah**

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

<b>From</b>	<b>To</b>	<b>Company</b>
14 April 2014	27 July 2015	LY Resources Pte. Ltd.
19 May 2014	27 July 2015	XDL Resources Pte. Ltd.
20 February 2014	19 January 2016	Pacific Star (Greater China) Pte. Ltd.
8 January 2015	4 July 2016	Ariva Investment Management Pte. Ltd.
12 July 2013	8 August 2016	Intuition Solutions Pte Ltd

**Announcement of Appointment of Independent Non-Executive Director: Mr James Kho Chung Wah**

Details of the present directorships

<b>No.</b>	<b>Company</b>
1.	Willan Capital Pte Ltd
2.	MIB Investments Pte Ltd
3.	Pollux Properties Ltd (listed on Catalist)
4.	Serrano Limited (listed on Catalist)
5.	Fifth Avenue Group Pte Ltd
6.	Willan (Tianjin) Business Advisory Ltd
7.	Willan (Tianjin) Asset Management Ltd
8.	Fu Er Teng (Shanxi) Business Advisory Ltd
9.	Century Management Pte Ltd