
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 07:55:49

Status

New

Announcement Sub Title

Appointment of Independent Non-Executive Director - Mark Edward Pawley

Announcement Reference

SG160915OTHRNWKY

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 Mark Edward Pawley ("Mr Mark Pawley") 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 Mark Pawley 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. Mark Edward Pawley) 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

Mark Edward Pawley

Age

51

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 Mark Edward Pawley'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 Mark Edward Pawley'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

2007 - Present

Oxley Capital Group

Chief Executive Officer - manages real estate and various merchant banking investments across Asia

Pacific

2002 to 2007

Credit Suisse

Chief Operating Officer and Head of Asian Real Estate Gaming and Lodging and Financial Sponsor coverage groups - responsible for internal administration of all of Credit Suisse's investment banking and structured product marketing businesses throughout Asia Pacific.

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 A

Present

Please see Appendix 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

(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?

Yes

If Yes, Please provide full details

Provatas Investments Limited was an investment company which we used to buy a stake in Auric Pacific Ltd from Parkway Group. When we sold our interests in Auric Pacific Ltd, we wound the entity up as there is no further need for it.

(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?

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR - MARK EDWARD PAWLEY

trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?

No

(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?

No

If No, Please provide details of any training undertaken in the roles and responsibilities of a director of a listed company

He will attend relevant director's training course to familiarize himself with the duties and responsibilities as a director of a public listed company in Singapore.

Attachments

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

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

Total size =87K MB

Announcement of Appointment of Independent Non-Executive Director: Mr Mark Edward Pawley

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

From	To	Company
11 July 2011	5 October 2011	Far East Sugar Pte Ltd
19 November 2010	18 September 2012	Newpine Holdings Limited
9 March 2010	10 April 2015	Oxley Investment Services Limited
1 December 2009	12 December 2011 (dissolved on 12 March 2013)	Provatas Investments Limited
24 November 2010	5 December 2011	IORE Holdings Limited (formerly known as Jagoda Holdings Limited)
18 November 2010	1 May 2015	IFCC PNG Ltd
28 June 2013	26 March 2014	Villager Holdings Limited

Announcement of Appointment of Independent Non-Executive Director: Mr Mark Edward Pawley

Details of the present directorships

No.	Company
1.	Chancery Group Asset Management Limited
2.	CREIM Holdings Limited (fka Chancery Real Estate Group Limited)
3.	CREIM Limited
4.	IORE Group Pte Ltd
5.	Leverage Capital Holdings Limited (fka Ambrosia Capital Holdings Limited)
6.	Leverage Capital International Limited
7.	MIDAS Overseas Developments Limited
8.	OSS Holdings Limited (fka UniLodge (BVI Limited)
9.	Oxley Asset Managers Limited
10.	Oxley Capital Holdings Limited (fka Oxley Group Treasury Limited)
11.	Oxley Capital Limited
12.	Oxley Corporate Limited
13.	Oxley Global Limited (fka Oxley Holdings Limited)
14.	Oxley Projects Pte Ltd
15.	Oxley Shared Services Singapore Pte Ltd (fka Unidorm Singapore Holding Pte Ltd)
16.	Asia SM Investors Limited
17.	Asia Harimau Investments Limited
18.	BCC Capital Partners Limited
19.	Bluestone Special Situations #4 Limited (Fka Scandic Limited)
20.	Cheer Keen Limited
21.	Dempsey Investments Limited
22.	International Forestry Company of China Ltd
23.	Red Moon Holdings Ltd
24.	Rising Star China Holdings Group Limited
25.	RS Aviation Holdings Ltd

Announcement of Appointment of Independent Non-Executive Director: Mr Mark Edward Pawley

Details of the present directorships

No.	Company
26.	RS China Advertising Limited
27.	RS China Productions Limited
28.	RS China Resources Ltd
29.	RS Media & Entertainment Group Holdings Ltd
30.	White Fang Productions Ltd (fka RS China International Wine Holdings Ltd)
31.	Blackrun Venture Limited (fka Bluestone Special Situations No 5 LLC) (fka Unidorms Group Holdings Limited) (fka Unilodge Group Holdings)
32.	Half the Word Holdings Limited (fka Fairway Holdings Limited)
33.	Bluestone Investments Malta Ltd
34.	ARC Resorts Pte Ltd (fka Asian Resorts and Casinos Pte Ltd)
35.	Blackrun Entertainment Pte Ltd
36.	Bluestone Power Links Investment Pte Ltd
37.	Dempsey Commodities Holdings Pte Ltd (fka Oxley Commodity Holdings Pte Ltd (fka Oxley Securities No. 2 Pte Ltd)
38.	Dempsey Energy Pte Ltd
39.	Half the World Pte Ltd
40.	KCD Global Private Limited
41.	Normandy Communication Pte Ltd
42.	Rising Star Corporate Pte Ltd
43.	Adnara Global Holdings Pte Ltd
44.	Centenial Holdings Pte Ltd
45.	UTL Global Projects Pte Ltd
46.	Vitrus Pte Ltd
47.	Ushdev International Limited