

CHANGE - ANNOUNCEMENT OF APPOINTMENT::RE-DESIGNATION OF INDEPENDENT DIRECTOR TO NON-EXECUTIVE INDEPENDENT CHAIRMAN

Issuer & Securities

Issuer/ Manager

TOP GLOBAL LIMITED

Securities

TOP GLOBAL LIMITED - SG1BI9000008 - BHO

Stapled Security

No

Announcement Details

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

02-Dec-2019 18:39:54

Status

New

Announcement Sub Title

Re-designation of Independent Director to Non-Executive Independent Chairman

Announcement Reference

SG191202OTHRCS5T

Submitted By (Co./ Ind. Name)

Hano Maeloa

Designation

Chief Executive Officer and Executive Director

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

Re-designation of Lam Lee G from Independent Director to Non-Executive Independent Chairman

Additional Details

Date Of Appointment

02/12/2019

Name Of Person

Lam Lee G

Age

60

Country Of Principal Residence

Hong Kong

Date of last re-appointment (if applicable)

12/04/2017

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

The Board of Directors of the Company, having considered the recommendation of the Nominating Committee, approved Dr Lam Lee G's re-designation from Independent Director of the Company to Non-Executive Independent Chairman of the Company.

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 Director, Chairman of the Nominating Committee and member of the Audit and Remuneration Committees.

Professional qualifications

Solicitor - The High Court of Hong Kong - 2014
Accredited Mediator - The Centre of Effective Dispute Resolution (CEDR) - 2010
Fellow (FHKIoD) - The Hong Kong Institute of Directors - 2003
Fellow (FHKI Arb) - The Hong Kong Institute of Arbitrators - 2010
Fellow (IPA) - The Institute of Public Accountants - 2018
Fellow (FFA) - The Institute of Financial Accountants - 2018
Fellow - CMA Australia - Certified Management Accountants Australia - 2016
Honorary Fellow - CPA Australia - Certified Public Accountants Australia - 2014
Honorary Fellow - University of Hong Kong School of Professional and Continuing Education (HKU SPACE) - 2017
Honorary Fellow - The Hong Kong Institute of Facility Management (HKIFM) - 2018

Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or any of its principal subsidiaries

Nil

Conflict of interests (including any competing business)

Nil

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

Macquarie Infrastructure and Real Assets (Hong Kong) Limited - Non-executive Chairman - Hong Kong and ASEAN Region Chief Adviser to Macquarie Infrastructure and Real Assets Asia - May 2017 to present
Macquarie Infrastructure and Real Assets (Hong Kong) Limited - Chairman - ASEAN Region Senior Adviser to Macquarie Infrastructure and Real Assets Asia - May 2015 to April 2017
Transition period within Macquarie Group - (No active role during the transition) - April 2015
Macquarie Capital (Hong Kong) Limited - Chairman - Indochina, Myanmar and Thailand, Senior Adviser - Asia (and formerly Chairman - Hong Kong) - May 2007 to March 2015

Undertaking submitted to the listed issuer in the form of Appendix 7.7 (Listing Rule 704(7)) Or Appendix 7H (Catalist Rule 704(6))

Yes

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 refer attached "Directorship table"

Present

Please refer attached "Directorship table"

(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

During the period between July 2014 and March 2015, I served as an Independent Non-executive Director of Ruifeng Petroleum Chemical Holdings Limited ("Ruifeng Petroleum"), a company incorporated in the Cayman Islands, the shares of which were listed on the Stock Exchange of Hong Kong and delisted on 6 February 2017. It was previously engaged in the petrochemical business. A winding-up petition was served on Ruifeng Petroleum on 12 August 2015 due to failure to pay a judgment debt relating to an outstanding amount of a promissory note issued by Ruifeng Petroleum back in 2011 (3 years before my appointment as an independent non-executive director). On 16 November 2015, Ruifeng Petroleum was wound up by the High Court of Hong Kong. Ruifeng Petroleum was solvent when I was an Independent Non-Executive Director, and since the time was when the listing of Ruifeng Petroleum's shares was cancelled, no claims have been made against me and I am not aware of any threatened or potential claims against me, and there are no outstanding claims and/or liabilities as a result of Ruifeng Petroleum's dissolution.

(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?

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 an issuer listed on the Exchange?

Yes

If Yes, Please provide details of prior experience

Independent Director of Top Global Limited.

Attachments

[Dr%20Lam%20Past%20Directorship%20table.pdf](#)

[Dr%20Lam%20Present%20Directorship%20table.pdf](#)

Total size = 794K MB