

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT DIRECTOR

Issuer & Securities

Issuer/ Manager

FIRST RESOURCES LIMITED

Securities

FIRST RESOURCES LIMITED - SG1W35938974 - EB5

Stapled Security

No

Announcement Details

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

28-Feb-2019 22:31:52

Status

New

Announcement Sub Title

APPOINTMENT OF INDEPENDENT DIRECTOR

Announcement Reference

SG190228OTHR08H6

Submitted By (Co./ Ind. Name)

Lai Kuan Loong, Victor

Designation

Company Secretary

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

Changes to the Board and Board Committees - Please see attached.

Additional Details

Date Of Appointment

01/03/2019

Name Of Person

Chang See Hiang

Age

65

Country Of Principal Residence

Singapore

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

As part of the board renewal process, the Nominating Committee (the "NC") has recommended the appointment of Mr Chang See Hiang as an Independent Director of the Company. After reviewing the recommendation of the NC and Mr Chang's credentials and experience (as set out below), the Board has confirmed Mr Chang's independence and approved his appointment as an Independent Director of the Company. Consequently, Mr Chang will also be appointed as a member of the Audit and Nominating Committees.

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 and a member of the Audit and Nominating Committees

Professional qualifications

LL.B (Hons) 1978, University of Singapore

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

No

Conflict of interests (including any competing business)

No

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

1. Advocate and Solicitor, Supreme Court of Singapore
2. Senior Partner, Chang See Hiang & Partners

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

Other Principal Commitments* Including Directorships#

*"Principal Commitments" has the same meaning as defined in the Code

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 to Annexure B

Present

Please refer to Annexure A

(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?

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

Mr Chang is currently an Independent Director of Jardine Cycle & Carriage Limited and IHH Healthcare Berhad, both listed on the Exchange. Please refer to Annexures A and B.

Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)

Mr Chang has more than 10 years' experience as a director of public companies listed on the Exchange. Please refer to Annexures A and B.

Attachments

[FRL - Ann - Changes to the Board and Board Committees.pdf](#)

[Annexures A and B.pdf](#)

Total size =151K MB

CHANGES TO THE BOARD AND BOARD COMMITTEES

The Board of Directors of First Resources Limited (the "Company") wishes to announce the appointment of Mr Chang See Hiang as an Independent Director of the Company with effect from 1 March 2019 as part of the board renewal process. Consequent to Mr Chang's appointment as an Independent Director, Mr Chang will also be appointed as a member of the Audit and Nominating Committees.

Following the above changes, the composition of the Board of Directors and Board Committees will be as follows:

Board of Directors

Mr Lim Ming Seong	(Chairman and Independent Director)
Mr Ciliandra Fangiono	(Executive Director and Chief Executive Officer)
Mr Fang Zhixiang	(Executive Director and Deputy Chief Executive Officer)
Mr Teng Cheong Kwee	(Independent Director)
Mr Ong Beng Kee	(Independent Director)
Ms Ng Shin Ein	(Independent Director)
Mr Chang See Hiang	(Independent Director)
Mr Tan Seow Kheng	(Non-Executive Non-Independent Director)

Audit Committee

Mr Teng Cheong Kwee	(Chairman)
Mr Ong Beng Kee	(Member)
Mr Tan Seow Kheng	(Member)
Mr Chang See Hiang	(Member)

Nominating Committee

Mr Lim Ming Seong	(Chairman)
Mr Ciliandra Fangiono	(Member)
Ms Ng Shin Ein	(Member)
Mr Chang See Hiang	(Member)

The composition of the Remuneration Committee remains unchanged as follows:

Ms Ng Shin Ein	(Chairman)
Mr Teng Cheong Kwee	(Member)
Mr Lim Ming Seong	(Member)

BY ORDER OF THE BOARD
FIRST RESOURCES LIMITED

Lai Kuan Loong, Victor
Company Secretary
28 February 2019

(a) **Present Directorship**

No	Name of corporation	Type of corporation	Status	Country of Incorporation	Designation	Date appointed
1.	Jardine Cycle & Carriage Limited	PLC	Active	Singapore	Non-Executive Director Member of Audit Committee and Remuneration Committee Chairman of Nomination Committee	16.07.1997
2.	IHH Healthcare Berhad	PLC	Active	Malaysia	Senior Independent Non-Executive Director	05.04.2012
3.	STT Communications Ltd	Public	Active	Singapore	Non-Executive Director	15.11.2005
4.	Singapore Technologies Telemedia Pte Ltd	Private	Active	Singapore	Non-Executive Director	15.11.2005

(b) **Others**

No	Name of corporation	Type of corporation	Status	Country of Incorporation	Designation	Date appointed
1.	Valencia Club de Futbol, S.A.D.	--	Active	Spain	Director	01.12.2014
2.	Chang See Hiang & Partners	Partnership	Active	Singapore	Equity Partner	06.05.1996

Past Directorship

No	Name of corporation	Type of corporation	Status	Country of Incorporation	Designation	Date appointed	Date resigned
1.	Parkway Pantai Limited	Public	Active	Singapore	Independent Director	26.05.2011	01.03.2018
2.	Yeo Hiap Seng Limited	Public	Active	Singapore	Non-Executive Director Member of Audit Committee	09.11.1995	Retired on 24.04.2015
3.	Parkway Holdings Limited	Public	Active	Singapore	Non-Executive Director Member of Audit Committee Chairman of Nomination Committee Chairman of Remuneration Committee	28.08.1997	10.10.2011
4.	MCL Land Limited	Public	Active	Singapore	Non-Executive Director Member of Audit Committee and Remuneration Committee Chairman of Nomination Committee	16.07.1997	15.02.2011
5.	Singapore Technologies Aerospace Ltd	Public	Active	Singapore	Non-Executive Director	01.03.2004	06.08.2007