

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT DIRECTOR**Issuer & Securities****Issuer/ Manager**

FIRST RESOURCES LIMITED

Securities

FIRST RESOURCES LIMITED - SG1W35938974 - EB5

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No

Announcement Details**Announcement Title**

Change - Announcement of Appointment

Date & Time of Broadcast

31-Oct-2019 17:24:06

Status

New

Announcement Sub Title

Appointment of Independent Director

Announcement Reference

SG191031OTHRMMGW

Submitted By (Co./ Ind. Name)

Tan Lay Hong

Designation

Company Secretary

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

Appointment of Independent Director and as Member of Audit Committee

Please see attached.

Additional Details**Date Of Appointment**

01/11/2019

Name Of Person

Peter Ho Kok Wai

Age

60

Country Of Principal Residence

Malaysia

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 Peter Ho Kok Wai as an Independent Director of the Company. After reviewing the recommendation of the NC and Mr Ho's credentials and experience (as set out below), the Board has confirmed Mr Ho's independence and approved his appointment as an Independent Director of the Company. Consequently, Mr Ho will also be appointed as a member of the Audit Committee.

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 Committee

Professional qualifications

- Member, Malaysian Institute of Accountants
- Fellow, The Institute of Chartered Accountants in England and Wales
- Member, The Malaysian Institute of Certified Public Accountants

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

No

Conflict of interests (including any competing business)

No

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

Mr Peter Ho Kok Wai forged his early career with Everett Pinto & Co., a central London Firm of Chartered Accountants and qualified as a Chartered Accountant in 1984. Subsequently, in 1987, Mr Peter Ho Kok Wai joined KPMG Kuala Lumpur where he progressed to Head of Department in 1992. He was transferred to KPMG Ipoh in 1993 to head the branch and was admitted as Partner in 1995. He was transferred back to KPMG Kuala Lumpur in 2005, where he had, at various times, headed the Technical Committee, Audit Function and Marketing Department.

He has more than 35 years of auditing experience in a wide range of companies including public listed companies and multinationals, with particular emphasis in manufacturing, distribution and financial services.

Mr Peter Ho Kok Wai retired as Audit Partner from KPMG in December 2014 after 27 years.

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)

- Sapura Resources Limited
- Malaysia Smelting Corporation Berhad

Present

- Allianz Malaysia Berhad
- Allianz Life Insurance Malaysia Berhad
- Hong Leong Industries Berhad
- Hong Leong Capital Berhad
- GuocoLand (Malaysia) Berhad
- HPMT Holdings Berhad
- PH Advisory Sdn Bhd
- HRP Solutions Sdn Bhd

(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?

No

If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange

Mr Peter Ho Kok Wai will be attending one of the core modules - "Listed Entity Director Essentials" under the mandatory training modules conducted by Singapore Institute of Directors.

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)

Although Mr Peter Ho Kok Wai has no prior experience as a director of a listed issuer listed on Singapore Exchange (the "Exchange"), he currently sits on five companies that are listed on Bursa Malaysia.

Given his existing listed directorships as well as his memberships on various board committees (Audit, Nomination and Remuneration Committees) of these Bursa-listed companies, the Nominating Committee is of the opinion that he has the requisite knowledge and experience to discharge his roles and responsibilities as an Independent Director and as a member of the Audit Committee of a company listed on the Exchange.

Based on the foregoing, the Nominating Committee is of the view that Mr Peter Ho Kok Wai need not undergo the mandatory training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.

Notwithstanding the assessment by the Nominating Committee, Mr Peter Ho Kok Wai has voluntarily requested to attend the training on one of the core modules - "Listed Entity Director Essentials" under the mandatory training modules to be conducted by Singapore Institute of Directors and the Company will arrange for him to attend.

Attachments



[FRL - Ann - Appointment of Independent Director and as Member of the Audit Committee.pdf](#)

Total size = 13K MB

FIRST RESOURCES LIMITED
(Incorporated in Singapore)
(Company Registration No. 200415931M)

APPOINTMENT OF INDEPENDENT DIRECTOR AND AS MEMBER OF THE AUDIT COMMITTEE

The Board of Directors of First Resources Limited (the “**Company**”) wishes to announce the appointment of Mr Peter Ho Kok Wai as an Independent Director of the Company with effect from 1 November 2019.

Consequent to his appointment as an Independent Director, Mr Ho will also be appointed as a member of the Audit Committee.

Mr Ho is considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

Following the above changes, the composition of the Board of Directors and the Audit Committee 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)
Mr Chang See Hiang	(Independent Director)
Ms Wong Su-Yen	(Independent Director)
Mr Peter Ho Kok Wai	(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)
Mr Peter Ho Kok Wai	(Member)

BY ORDER OF THE BOARD
FIRST RESOURCES LIMITED

Tan Lay Hong
Company Secretary
31 October 2019