

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT DIRECTOR

Issuer & Securities

Issuer/ Manager

DATAPULSE TECHNOLOGY LIMITED

Securities

DATAPULSE TECHNOLOGY LIMITED - SG1CB7000003 - BKW

Stapled Security

No**Announcement Details**

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

25-Aug-2019 12:01:18

Status

New

Announcement Sub Title

Appointment of Independent Director

Announcement Reference

SG190826OTHR4SYK

Submitted By (Co./ Ind. Name)

Lee Kam Seng

Designation

Executive Director

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

Appointment of Lead Independent Director and a member of the Nominating Committee - Mr Teo Choon Kow @ William Teo**Additional Details**

Date Of Appointment

25/08/2019

Name Of Person

Teo Choon Kow @ William Teo

Age

72

Country Of Principal Residence

Singapore

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

The Board have reviewed and considered the qualifications, work experience and independence of Mr William Teo and approved his appointment as an independent director 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.)

Lead Independent Director and a member of the Nominating Committee.

Professional qualifications

ACCA (UK)

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

Mr Teo has retired since 2004 and is now focusing on his independent directorships in Singapore-listed companies and on other commitments, including the following:

2019 - current

DLF Holdings Limited - Independent Director

2019 - current

Kitchen Culture Holdings Ltd - Independent Director

2016 - current

Property Locaters (Pte) Ltd - Secretary

2014 - current

Zunhou Capital Pte Ltd - Director

2011 - current

PSL Holdings Limited - Independent Director

2007 - current

Wee Hur Holdings Ltd - Independent Director

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)

Ascendent Technologies Pte Ltd

Fral Ballistics Pte Ltd

CWX Global Limited (formerly known as Loyz Energy Ltd)

SHS Holdings Ltd

Silkroad Nickel Ltd

Present

DLF Holdings Limited

Kitchen Culture Holdings Ltd

Zunhou Capital Pte Ltd

PSL Holdings Limited

Wee Hur Holdings Ltd

Other Principal Commitments:

Sengkang West Community Development and Welfare Fund - Chairman

Ang Mo Kio/Yio Chu Kang Town Council - Vice chairman of the Finance Committee

Pei Hwa Sec School - School Advisory Council member

(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

Mr Teo served as an independent director in Hongwei Technologies Limited ("HTL") from June 2011 to March 2012. HTL had, on 13 December 2011, presented a petition to the Supreme Court of Bermuda for, inter alia, the appointment of joint provisional liquidators with the objectives of securing and safeguarding the assets of HTL. HTL was eventually delisted from the SGX-ST on 3 January 2014. Please refer to attachment for further information in relation to HTL.

(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

Yes

If Yes, Please provide full details

Please refer to attachment.

(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

SHS Holdings Ltd

GRP Limited

Vallianz Holdings Limited

Casa Holdings Limited

PSL Holdings Limited

CWX Global Limited (formerly known as Loyz Energy Ltd)

Silkroad Nickel Ltd

HB Global Limited

Wee Hur Holdings Ltd

Kitchen Culture Holdings Ltd
DLF Holdings Limited

Attachments

[Disclosures%20pursuant%20to%20Paragraph%20b%20and%20j%20of%20the%20announcement.pdf](#)

Total size =65K MB

Disclosures pursuant to Paragraph (b) and (j)(i) of the announcement

(b)(i) & (j)(i)

Special Audit of Hongwei Technologies Limited

Mr Teo served as an independent director in Hongwei Technologies Limited ("HTL") from June 2011 to March 2012. A special auditor was appointed on 29 March 2011 to investigate the affairs of HTL concerning issues about the cash and bank balances confirmation in HTL's China-incorporated subsidiary. The Independent Review report findings were announced on 22 October 2011. Mr Teo was not a subject of the special audit. Mr Teo, together with other members of the board, oversaw the special audit.

(j)(i)

Delisting of FM Holdings Limited

Mr Teo served as an independent director of FM Holdings Limited ("FM Holdings") from 1 August 2008 to 20 January 2010. He and another independent director resigned from the board of FM Holdings as they were concerned that they could not effectively discharge their duties because of the lack of information and transparency by the management of FM Holdings. PrimePartners Corporate Finance Pte. Ltd., the sponsor of FM Holdings, had also resigned on the same day for the same reason. On 29 July 2010, SGX-ST issued a directive for the delisting of FM Holdings due to failure in engaging a sponsor for more than three months as required by the Catalyst Listing Rules. FM Holdings was delisted on 13 October 2010.

Special Audit of HB Global Limited

Mr Teo served as an independent director in HB Global Limited ("HBG"), a company listed on Bursa Malaysia ("Bursa"), from 24 August 2012 to 31 December 2013. HBG had failed to submit its annual audited accounts for FY2012 to Bursa within the stipulated timeframe, i.e. by 30 April 2013, as the audit was still in progress. On 30 April 2013, HBG's auditors had given notice that it would not seek re-appointment after issuing a disclaimer audit opinion on the FY2012 accounts as it was unable to reconcile the bank balance of HBG's subsidiary and HBG's trade receivables and trade payables. On 8 May 2013, Bursa had directed HBG to appoint a special auditor to investigate the affairs of HBG, in particular, its financials, and to identify any potential irregularities. On 21 October 2013, key findings of the special audit were announced by HBG, and the findings were contrary to the previous auditors' disclaimer of opinion. On 26 November 2013, Bursa directed HBG to conduct a special audit on its inventories. The key findings were subsequently announced on 24 February 2014, and it was noted that no material exceptions were found in the second special audit. Mr Teo was not a subject of the special audit. Mr Teo had, in his capacity of independent director, supervised the special audit together with the other members of the board during his appointment period.