

**REPL::CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT DIRECTOR**

**Issuer & Securities**

Issuer/ Manager

GS HOLDINGS LIMITED

Securities

GS HOLDINGS LIMITED - SG1CF0000001 - 43A

Stapled Security

No

**Announcement Details**

Announcement Title

Change - Announcement of Appointment

Date &Time of Broadcast

01-Jul-2016 19:46:58

Status

Replacement

Announcement Sub Title

APPOINTMENT OF INDEPENDENT DIRECTOR

Announcement Reference

SG1606300THRFLXK

Submitted By (Co./ Ind. Name)

PANG POK

Designation

EXECUTIVE CHAIRMAN & CHIEF EXECUTIVE OFFICER

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

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "Sponsor") for compliance with the relevant Catalist Rules. The Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (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 persons for the Sponsor are Mr Alvin Soh, Head of Catalist Operations, Senior Vice President, and Mr Lan Kang Ming, Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.

Additional Details

Date Of Appointment

01/07/2016

Name Of Person

Lee Dah Khang

Age

45

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 discussed and deliberated on Mr Lee Dah Khang's experience, capabilities and qualifications and recommended Mr Lee Dah Khang to be appointed as the Lead Independent Director of the Company. The Nominating Committee's recommendation was accepted by the Board.

Mr Lee Dah Khang has provided an undertaking (in the format as set out in Appendix 7H) to the Company as required under the Rule 720(1) of the Listing Manual Section B : Rules of Catalist of the SGX-ST.

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

Familial relationship with any director and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries

Nil

Conflict of interests (including any competing business)

Nil

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

October 2005 - Present

Executive Director of Yang Lee Consulting Pte. Ltd.

Manager of Yang Lee & Associates, a sole proprietorship of Yang Lee Consulting Pte. Ltd.

October 2013 - Present

Executive Director of Orion Information Systems Pte. Ltd.

May 2014 - Present

Executive Director of Orion BPO Pte. Ltd.

November 2004 - Present

Sole Proprietor of DK & Co (Public Accounting Firm)

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)

1. Shinvest Holding Ltd. (f.k.a. Eastgate Technology Ltd.)
2. Ochacha (Singapore) Pte. Ltd.

Present

1. Pteris Global Limited
2. Yang Lee Consulting Pte. Ltd.
3. Orion Information Systems Pte. Ltd.
4. Orion BPO Pte. Ltd.
5. Acumen Consultants Pte. Ltd.
6. Orion Management Consulting Pte. Ltd.

(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 a listed company?

**Yes**

If Yes, Please provide details of prior experience

1. Shinvest Holding Ltd (f.k.a Eastgate Technology Ltd.)
2. Pteris Global Limited