



YANGZIJIANG FINANCIAL HOLDING LTD.

(Company Registration No. 202143180K)

(Incorporated in the Republic of Singapore on 14 December 2021)

RESPONSE TO QUERIES FROM SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ON ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

The Board of Directors (the “**Board**”) of Yangzijiang Financial Holding Ltd. (the “**Company**” and together with its subsidiaries, collectively the “**Group**”) refers to the Company’s Annual Report for the financial year ended 31 December 2022 released on 5 April 2023 (“**Annual Report FY2022**”).

The Board would like to respond to the following queries raised by the Singapore Exchange Securities Trading Limited (the “**SGX**”) in its email on 19 April 2023 as follows:

SGX’s Query 1

Listing Rule 713 requires that an issuer must disclose in its annual report the date of appointment and the name of the audit partner in charge of auditing the issuer and its group of companies. On page 21 of the Annual Report, it is disclosed that Mr Lim Kheng Wah (Lin Qinghua) is the Partner-in-charge for the audit of the Company’s FY2022 consolidated financial statements. Please disclose Mr Lim Kheng Wah (Lin Qinghua)’s date of appointment.

Company’s Response 1

The audit partner in charge, Mr Lim Kheng Wah (Lin Qinghua), was appointed on 19 April 2022.

SGX’s Query 2

Listing Rule 710A states that an issuer must describe in its annual report its board diversity policy, including the following:

- (a) the issuer’s targets to achieve diversity on its board;*
- (b) the issuer’s accompanying plans and timelines for achieving the targets;*
- (c) the issuer’s progress towards achieving the targets within the timelines; and*
- (d) a description of how the combination of skills, talents, experience and diversity of its directors serves the needs and plans of the issuer.*

Please disclose whether and how Listing Rule 710A has been complied with.

Company’s Response 2

The Board and the Nominating Committee (“**NC**”) have reviewed and are satisfied that the current composition and size of the board are appropriate for effective governance and decision-making, having taken into consideration the nature and scope of the Group’s operations and the requirements of the business. The Board is of the view that the Directors as a group provide a wide spectrum of industry skills and expertise in corporate governance, accounting, law, finance, management and general corporate matters, as well as industry and business experience to lead and govern the Group effectively.

The profile of each of the Directors is set out on pages 11 to 12 of the Annual Report.



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The current Board composition offers a diversity of experience and core competencies. The Board recognises the importance and value of gender diversity in the composition of the Board. When making recommendations to the Board for the appointment of a director, the NC will strive to ensure that: (i) candidates of different gender are included for consideration; (ii) such a requirement is made known where external research consultants are used; and (iii) there is appropriate gender diversity on the Board, recognising that the Board's needs will change over time taking into account the skills and experience of the Board.

The Board has taken steps to enhance balance and diversity by conducting an annual evaluation to ensure that the objective of Board diversity is met.

Going forward, the Company will include details of diversity in future Annual Reports in accordance to Listing Rule 710A.

SGX's Query 3

Listing Rule 716(1) states that an issuer may appoint different auditing firms for its subsidiaries or significant associated companies (referred to in Rule 715(1)) provided that the issuer's board and audit committee are satisfied that the appointment would not compromise the standard and effectiveness of the audit of the issuer. It is disclosed on page 78 of the Annual Report that "The Board and ARC have reviewed the appointment of different auditors for its significant foreign-incorporated subsidiaries and/or associated companies and satisfied that the appointment of different auditors would not compromise the standard and effectiveness of the audit of the Company.". We note that GEM Asset Management Pte Ltd, a Singapore incorporated subsidiary, was audited by a different audit firm compared to the Company. Please confirm if the Board and ARC have also reviewed the appointment of a different auditor for GEM Asset Management Pte Ltd and whether it is satisfied that the standard and effectiveness of the audit of the Company was not compromised.

Company's Response 3

The Board and the Audit and Risk Committee had reviewed the appointment of a different auditor for its Singapore incorporated subsidiary, GEM Asset Management Pte Ltd, and is satisfied that the appointment of a different auditor would not compromise the standard and effectiveness of the audit of the Company.

By Order of the Board

Toe Teow Heng
Executive Director and CEO
21 April 2023