

General Announcement::Changes to the composition of the Board and Committees of the Board

Issuer & Securities

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Announcement Details

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Announcement Sub Title	Changes to the composition of the Board and Committees of the Board
Announcement Reference	SG180706OTHR12RG
Submitted By (Co./ Ind. Name)	Lee Quang Loong
Designation	Company Secretary
Description (Please provide a detailed description of the event in the box below)	Please refer to the attachment.
Attachments	📄 Change to the composition of the Board and Board Committees.pdf Total size =38K

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CSC HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 199707845E)

(A) RETIREMENT OF INDEPENDENT DIRECTORS

(B) APPOINTMENT OF INDEPENDENT DIRECTORS

(C) RE-DESIGNATION OF EXISTING DIRECTOR

(D) CHANGES TO THE COMPOSITION OF THE BOARD AND COMMITTEES OF THE BOARD

The board of directors ("**Board**") of CSC Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that the following:

(A) RETIREMENT OF INDEPENDENT DIRECTORS

Mr. Chee Teck Kwong Patrick ("**Mr. Chee**") and Mr. Tan Ee Ping ("**Mr. Tan**") (collectively, the "**Outgoing Directors**") will be retiring under Regulation 104 of the Company's constitution and will not be offering themselves up for re-election at the forthcoming annual general meeting of the Company ("**2018 AGM**").

The Board has received letters from Mr. Chee and Mr. Tan informing the Board of their intention to retire as directors of the Company ("**Directors**") pursuant to Regulation 104 of the Company's constitution, and not offer themselves up for re-election at the 2018 AGM, which has been scheduled on 27 July 2018. Their proposed retirement is in connection with the progressive renewal of the Board.

Accordingly, Mr. Chee will step down from his position as Independent Non-Executive Chairman, Chairman of the Nominating Committee, member of the Audit Committee, and member of the Remuneration Committee upon the conclusion of the 2018 AGM. Similarly, Mr. Tan will also step down from his position as Independent Non-Executive Director, Chairman of the Remuneration Committee and Chairman of the Risk Management Committee upon the conclusion of the 2018 AGM.

The Board would like to extend its heartfelt thanks and appreciation to Mr. Chee and Mr. Tan for their many years of dedicated service and contributions to the Group. The Board wishes them success in their future endeavours.

Separate announcements in relation to the cessation of Mr. Chee and Mr. Tan as Directors pursuant to Rule 704(7) of the Listing Manual of Singapore Exchange Securities Trading Limited ("**Listing Manual**") will be released later today.

(B) APPOINTMENT OF INDEPENDENT DIRECTORS

The following persons ("**Incoming Directors**") will be appointed as Directors after the retirement of the Outgoing Directors:

1. Dr. Leong Horn Kee, will be appointed as an Independent Director of the Company on 28 July 2018. Following his appointment, Dr. Leong Horn Kee will also be appointed as a member of the Nominating Committee. The Board considers Dr. Leong Horn Kee to be independent for the purposes of Rule 704(8) of the Listing Manual.
2. Mr. Ong Tiew Siam, will be appointed as an Independent Director of the Company on 28 July 2018. Following his appointment, Mr. Ong Tiew Siam will also be appointed as Chairman of the Audit Committee, Chairman of the Risk Management Committee and a Member of the Remuneration Committee. The Board considers Mr. Ong Tiew Siam to be independent for the purposes of Rule 704(8) of the Listing Manual.

Separate announcements in relation to the appointment of the Incoming Directors pursuant to Rule 704(7) of the Listing Manual will be released later today.

(C) RE-DESIGNATION OF EXISTING DIRECTOR

Mr. Tan Hup Foi @ Tan Hup Hoi ("**Mr. THF**") will also be retiring under Regulation 104 of the Company's constitution. The NC has recommended the nomination of Mr. THF for re-election as Director at the 2018 AGM. The Board has accepted this recommendation and, being eligible, Mr. THF will be offering himself for re-election at the 2018 AGM.

Mr. THF is currently the Chairman of the Audit Committee, and a member of the Nominating Committee. Mr. THF will, upon re-election as a Director of the Company at the 2018 AGM: (i) step down as the Chairman of the Audit Committee but remain a member of the Audit Committee; (ii) be appointed as the Chairman of the Nominating Committee; and (iii) be appointed as the Chairman of the Remuneration Committee. The Board considers Mr. THF to be independent for the purposes of Rule 704(8) of the Listing Manual.

A separate announcement in relation to the re-designation of Mr. THF pursuant to Rule 704(7) of the Listing Manual will be released later today.

(D) CHANGES TO THE COMPOSITION OF THE BOARD AND COMMITTEES OF THE BOARD

In accordance with the changes above, the composition of the Board and the committees of the Board will be as follows with effect from 28 July 2018:-

Board of Directors

Dr. Leong Horn Kee
See Yen Tarn
Teo Beng Teck
Tan Hup Foi @ Tan Hup Hoi
Ong Tiew Siam

Designation

Independent Non-Executive Chairman
Executive Director / Group Chief Executive Officer
Non-Executive Director
Independent Director
Independent Director

Audit Committee

Ong Tiew Siam
Tan Hup Foi @ Tan Hup Hoi
Teo Beng Teck

Chairman
Member
Member

Remuneration Committee

Tan Hup Foi @ Tan Hup Hoi
Ong Tiew Siam
Teo Beng Teck

Chairman
Member
Member

Nominating Committee

Tan Hup Foi @ Tan Hup Hoi
Dr Leong Horn Kee
See Yen Tarn

Chairman
Member
Member

Risk Management Committee

Ong Tiew Siam
See Yen Tarn
Teo Beng Teck

Chairman
Member
Member

**BY ORDER OF THE BOARD
CSC HOLDINGS LIMITED**

Lee Quang Loong
Company Secretary
6 July 2018