

## **INSTRUCTION ON USE OF THE CONFIRMATION TEMPLATES**

The confirmation templates are to be used without any changes or modifications and can be used for financial periods ending on or after 31 March 2014.

Name of Company:

Financial Year / Period ended:

**CONFIRMATION BY KEY MANAGEMENT PERSONNEL [FOR AUDITORS' USE]**

Name of Key Management Personnel:

Designation of Key Management Personnel:

1. I confirm that the compensation paid, payable or provided by the Company, or by an entity on behalf of the Company, in exchange for services I have rendered to the Company during the financial year/period, as set out in Section A on pages 2 to 4 of this confirmation, is complete and accurate.
2. I confirm that the information on other transactions during the financial year/period and outstanding balances at the end of the financial year/period between the Company and myself, my close family members and entities where I or any close family member control or jointly control whether directly or indirectly, as set out in Section B on page 5 of this confirmation, is complete and accurate.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

**SECTION A – KEY MANAGEMENT PERSONNEL COMPENSATION<sup>1</sup> [FOR AUDITORS' USE]**

DESCRIPTION	Paid/Payable by Company [A]	Paid/Payable by an entity <sup>2</sup> on behalf of the Company [B]	Total (Company) [A+B]	Paid/Payable by Group entities (delete, if not applicable) [C]	Total (Group) (delete, if not applicable) [A+B+C]	Remarks
	\$	\$	\$	\$	\$	
<b>Short-term employee benefits</b>						
Directors' fees						
Wages/salaries						
Leave pay <sup>3</sup>						
Bonuses/commissions <sup>4</sup>						
Allowances <sup>5</sup>						
Other short-term benefit – please specify						
Sub-total						

<sup>1</sup> Compensation includes all forms of consideration paid, payable or provided by the Company, or by an entity on behalf of the Company, in exchange for services rendered to the Company, including equity compensation benefits to which FRS 102 *Share-based Payment* applies. It also includes such consideration paid by the Company on behalf of the parent (or other related companies) of the Company for services rendered to the Company. If a person served in a key management capacity (including as a director) for any part of a financial period, disclosure is required of the person's actual compensation for the period that the person had served as key management personnel (or director).

<sup>2</sup> Please specify name of entity and relationship of the entity to the Company.

<sup>3</sup> Include cost of unutilised annual leave and sick leave that are carried forward and can be used in future periods if the current period's entitlement is not used in full (even if unused entitlement cannot be en-cashed).

<sup>4</sup> Include bonuses, profit share, commissions and incentive payments to the extent determinable at the balance sheet date and accounted for in the financial statements of the Company for the financial year/period.

<sup>5</sup> Include non-monetary benefits (such as medical care, housing, cars and free or subsidised goods or services). The amount should be determined on the basis of the cost to the Company and not the taxable value to the recipient. For example, the benefit of a durable asset such as a car or residential property leased by the Company should be computed with reference to the rental costs to the Company. If the durable asset is owned by the Company, it would be appropriate to show an estimation of the benefit in some narrative form, for example, with reference to amount that the employee would have to pay to lease a similar vehicle or property. The part of the operating cost of the vehicle (including petrol, insurance, road tax, parking fees, repair and maintenance, etc) attributable to the key management personnel's private use should also be included.

**SECTION A – KEY MANAGEMENT PERSONNEL COMPENSATION<sup>1</sup> [FOR AUDITORS' USE] (CONTINUED)**

DESCRIPTION	Paid/Payable by Company [A]	Paid/Payable by an entity <sup>2</sup> on behalf of the Company [B]	Total (Company) [A+B]	Paid/Payable by Group entities (delete, if not applicable) [C]	Total (Group) (delete, if not applicable) [A+B+C]	Remarks
	\$	\$	\$	\$	\$	
<b>Post-employment benefits</b>						
Company's contribution to provident fund, pension fund						
Other retirement schemes						
Sub-total						
<b>Share-based payment<sup>6</sup></b>						
Share options						
Performance shares						
Other share-based payment - please specify						
Sub-total						

<sup>6</sup> Include options or rights to shares in the Company, its subsidiaries, its Parent and other related companies if the compensation represents consideration for services rendered to the Company. Amount declared is the expense for the year determined in accordance with IFRS 2/FRS 102 *Share-based Payment*. A summary of share-based payment transactions, together with the bases of computing the amounts declared, should be attached.

**SECTION A – KEY MANAGEMENT PERSONNEL COMPENSATION<sup>1</sup> [FOR AUDITORS' USE] (CONTINUED)**

DESCRIPTION	Paid/Payable by Company [A]	Paid/Payable by an entity <sup>2</sup> on behalf of the Company [B]	Total (Company) [A+B]	Paid/Payable by Group entities (delete, if not applicable) [C]	Total (Group) (delete, if not applicable) [A+B+C]	Remarks
	\$	\$	\$	\$	\$	
<b>Termination benefits</b>						
Compensation for loss of office						
Others - please specify						
Sub-total						
<b>Other long-term benefits<sup>7</sup></b>						
Please specify						
Sub-total						
<b>Grand Total</b>						

<sup>7</sup> Examples: sabbatical leave, deferred bonus, other compensation payable more than 12 months after balance sheet date.

## SECTION B – TRANSACTIONS AND BALANCES WITH KEY MANAGEMENT PERSONNEL (OTHER THAN COMPENSATION) [FOR AUDITORS' USE]

During the financial year/period, transactions<sup>8</sup> (other than key management personnel compensation) have been entered into between the Company and the following related parties:

- (a) key management personnel<sup>9</sup> of the Company or of a parent of the Company;
- (b) close family members of key management personnel; and
- (c) entities where any individual referred to in (a) or (b) above control or jointly control, whether directly or indirectly.

Those transactions and the related outstanding balances as at the end of the financial year/period are as follows:

No.	Name and relationship of related party	Nature of transaction	Amount transacted during the financial year/period	Outstanding balance at the financial year/period-end, including commitments	Terms and conditions <sup>10</sup>
			\$	\$	

<sup>8</sup> The following are examples of transactions that should be disclosed if they are with a related party:

- (a) purchases or sales of goods (finished or unfinished);
- (b) purchases or sales of property and other assets;
- (c) rendering or receiving of services;
- (d) leases;
- (e) transfers of research and development;
- (f) transfers under license agreements;
- (g) transfers under finance arrangements (including loans and equity contributions in cash or in kind);
- (h) provision of guarantees or collateral;
- (i) commitments to do something if a particular event occurs or does not occur in the future, including executory contracts (recognised and unrecognised);
- (j) settlement of liabilities on behalf of the entity or by the entity on behalf of another party; and
- (k) professional or consulting fees received by a key management personnel personally, or paid to a firm in which the key management personnel is a proprietor, owner, beneficiary or partner should be separately disclosed.

<sup>9</sup> Key management personnel of an entity's parent are to be included for the purpose of this template only if they have a role in directing the entity's affairs.

<sup>10</sup> Including whether they are secured, and the nature of the consideration to be provided in settlement; and details of any guarantees given or received.

**SECTION C - DIRECTORS' INTERESTS IN THE COMPANY AND ITS RELATED CORPORATIONS [FOR COMPANIES' USE]**

Name of Company:

Financial Year/ Period ended:

Name of Director:

In accordance with Section 201 (6)(g) or (6A)(h) of the Companies Act, I hereby give notice that I have interest in the following shares<sup>11</sup>/debentures/rights/options etc of the Company, its Holding Company, its subsidiaries and/or fellow subsidiaries, as registered in the names indicated below.

Name of Company/ related corporations in which shares etc are held <sup>12</sup>	Name(s) in which registered <sup>12</sup>  - self, spouse, children, nominee, trust, investor	Type  - Shares or debentures or rights or options etc	No. of shares/debentures/rights/options etc held			
			Balance at start of year or date of appointment if later	Additions during the year	Disposed/ Exercised/ Cancelled during the year	Balance at end of year

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

<sup>11</sup> Includes shares issued by virtue of the exercise of options to take up unissued shares of the Company, whether granted before or during the financial period and the unissued shares of the Company under option as at the end of the financial period. The following information of the unissued shares are required to be disclosed:

a) Number & related class of the shares.

b) Date of expiration.

c) Exercise price or basis upon which the option may be exercised and any participation rights.

<sup>12</sup> A director's interest in shares or debentures are deemed to include shares or debentures held by the director's spouse or infant children, including step and adopted children. Shares or debentures registered in the names of nominees in which a director has a beneficial interest should also be disclosed. Shares or debentures registered in the names of directors, the beneficial interest of which is rested in another party should be disclosed together with details of the beneficial shareholder(s).

In addition, under Companies Act Section 7, a director is also deemed to have an interest in the shares/debentures of the Company (Company A) where an investor Company (Company B) owns shares in the Company (Company A) and the director(s) (or with his associates) owns 20% of the voting shares of the investor Company (Company B).

## SECTION D – DIRECTORS’ INTERESTS IN CONTRACTS AND OTHER ARRANGEMENTS [FOR COMPANIES’ USE]

Name of Company:

Financial Year/ Period ended:

Name of Director:

### 1. DIRECTOR’S INTERESTS IN CONTRACTS<sup>13</sup>

Pursuant to the provisions of the Singapore Companies Act and other than what is disclosed in Section C, I further declare an interest in the following contracts entered into by the Company during the year/period ended at the above date.

	Names of the parties to the contract (other than the Company)	Nature of the contract (including whether the contract is subsisting or exists)	Nature of the directors’ interest in the contract
1			
2			
3			

I hereby declare that to the best of my knowledge and belief (except for the above), I do not and did not have, in any way, whether directly or indirectly, an interest in any contracts with the Company which subsisted at the end of the financial year/period or at any time during the year/period.

### 2. DIRECTOR’S INTERESTS IN OTHER ARRANGEMENTS

At the end of the financial year/period or at any time during that year, there did not subsist any arrangements, to which the Company is a party, whereby I, as a director, might acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, other than what is disclosed in Section C.

If yes, give particulars:

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

<sup>13</sup> Interests in contracts should not only refers to contracts entered into by the Company but also, its related corporation, a firm in which the director is a member of, or a Company in which he has a substantial interest.



**SECTION E – DIRECTORS’ CONFIRMATION OF PARTICIPATION IN SHARE OPTION SCHEMES AND/OR SHARES SCHEMES [FOR LISTED COMPANIES’ USE ONLY]**

Name of Company:

Financial Year/ Period ended:

Name of Director:

Other than the share options disclosed in Section C, I confirm that the information<sup>14</sup> as detailed below is correct.

<b>Name of participant</b>	<b>Options granted during financial year/period under review (including terms)</b>	<b>Aggregate options granted since commencement of scheme to end of financial year/period under review</b>	<b>Aggregate options exercised since commencement of scheme to end of financial year/period under review</b>	<b>Aggregate options outstanding as at end of financial year/period under review</b>

I confirm that there have been no changes to my interests declared in the table above within 21 days after the year/period end<sup>15</sup>.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

<sup>14</sup> In accordance with SGX Listing Manual Rule 852.<sup>15</sup> In accordance with SGX Listing Manual 1207 (7).