



**BUKIT SEMBAWANG  
ESTATES LIMITED**

**BUKIT SEMBAWANG ESTATES LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 196700177M)

**LETTER TO SHAREHOLDERS DATED 2 JULY 2020**

**ADDENDUM RELATING TO**

**THE PROPOSED CHANGE OF AUDITOR FROM KPMG LLP TO DELOITTE & TOUCHE LLP (“ADDENDUM”)**

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## LETTER TO SHAREHOLDERS

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# LETTER TO SHAREHOLDERS

## **BUKIT SEMBAWANG ESTATES LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration No. 196700177M)

### **Directors:**

Mr Koh Poh Tiong (Chairman, Independent)  
Mr Tan Swee Siong (Independent)  
Mr Ong Sim Ho (Independent)  
Mr Lee Chien Shih (Non-Executive)  
Ms Fam Lee San (Non-Executive)  
Mr Chng Kiong Huat (Non-Executive)

### **Registered Office:**

2 Bukit Merah Central #13-01  
Singapore 159835

**2 July 2020**

To: The Shareholders of Bukit Sembawang Estates Limited (the “**Company**”)

Dear Sir/Madam,

## **ADDENDUM RELATING TO THE PROPOSED CHANGE OF AUDITOR FROM KPMG LLP TO DELOITTE & TOUCHE LLP (“ADDENDUM”)**

### **1. INTRODUCTION**

1.1 We refer to:

- (a) the Notice of Annual General Meeting of the Company dated 2 July 2020 (the “**Notice**”) convening the 54th Annual General Meeting of the Company to be held on 24 July 2020 (the “**2020 AGM**”); and
- (b) Resolution 6, being the Ordinary Resolution relating to the proposed change of Auditor, as proposed in the Notice.

1.2 The purpose of this Addendum is to provide shareholders of the Company (“**Shareholders**”) with information relating to and to explain the rationale for the proposed change of Auditor and to seek Shareholders’ approval for Resolution 6 at the 2020 AGM (the “**Proposal**”).

1.3 This Addendum has been prepared solely for the purposes outlined above and may not be relied upon by any persons (other than a Shareholder to whom this Addendum is despatched to by the Company) or for any other purpose.

1.4 The Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Addendum.

1.5 If a Shareholder is in any doubt as to the course of action he should take, he should consult his stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

### **2. THE PROPOSED CHANGE OF AUDITOR**

#### **Background**

2.1 Resolution 6 proposed in the Notice is to appoint Deloitte & Touche LLP as the Auditor of the Company in place of the retiring Auditor, KPMG LLP, and to authorise the Directors of the Company (“**Directors**”) to fix their remuneration.

#### **Rationale**

2.2 KPMG LLP has served as the external Auditor of the Company since 1967. As part of ongoing good corporate governance initiatives, the Directors are of the view that it would be timely to effect a change of external Auditor with effect from the financial year ending 31 March 2021. KPMG LLP, the retiring Auditor, will not be seeking re-appointment at the forthcoming 2020 AGM.

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- 2.3 Deloitte & Touche LLP was selected for the proposed appointment after the Audit and Risk Management Committee (“**ARMC**”) invited and evaluated competitive proposals from various audit firms. The ARMC reviewed and deliberated on the proposals received from each of the audit firms, taking into consideration the Audit Quality Indicators Disclosure Framework introduced by the Accounting and Corporate Regulatory Authority (“**ACRA**”) and the criteria for the evaluation and selection of the external auditors contained in the Guidebook for Audit Committees in Singapore, including factors such as the adequacy of the resources and experiences of the audit firm to be selected and the audit engagement partner to be assigned to the audit, the audit firm’s other engagements, the size and complexity of the Company and its subsidiaries (the “**Group**”). After evaluation, the ARMC recommended that Deloitte & Touche LLP be selected for the proposed appointment with effect from the financial year ending 31 March 2021. The Directors have taken into account the ARMC’s recommendation, including the factors considered in their evaluation, and are satisfied that Deloitte & Touche LLP will be able to meet the audit requirements of the Company under Rule 712 of the Listing Manual.
- 2.4 The scope of audit services to be provided by Deloitte & Touche LLP will be comparable to those currently provided by KPMG LLP.
- 2.5 In accordance with the requirements of Rule 715 of the Listing Manual, Deloitte & Touche LLP will be engaged to audit the financial statements of the Company, and its Singapore incorporated subsidiaries. As at the latest practicable date, the Company has no Singapore-incorporated associated companies and has no foreign-incorporated subsidiaries and associated companies.

## **About Deloitte & Touche LLP**

- 2.6 Deloitte is a global provider of audit and assurance, consulting, financial advisory, risk advisory, tax & legal and related services.
- 2.7 Deloitte Asia Pacific Limited is a company limited by guarantee. Members of Deloitte Asia Pacific Limited and their related entities, each of which are separate and independent legal entities, provide services from more than 100 cities across the region, including Auckland, Bangkok, Beijing, Hanoi, Hong Kong, Jakarta, Kuala Lumpur, Manila, Melbourne, Osaka, Seoul, Shanghai, Singapore, Sydney, Taipei and Tokyo. All services are provided through the individual members, their subsidiaries and/or affiliates which are separate and independent legal entities.

## **About Deloitte Singapore**

- 2.8 In Singapore, audit services are provided by Deloitte & Touche LLP, an affiliate of a member of Deloitte Asia Pacific Limited.
- 2.9 Deloitte & Touche LLP (Unique entity number: T08LL0721A) is an accounting limited liability partnership registered in Singapore under the Limited Liability Partnerships Act (Chapter 163A). Deloitte & Touche LLP is registered with the Accounting and Corporate Regulatory Authority (“**ACRA**”).
- 2.10 The audit partner who will be in charge of the audit is Mr Lee Boon Teck (“**Mr Lee**”). Mr Lee is a practising member of the Institute of Singapore Chartered Accountants and a public accountant registered with ACRA, and has more than 21 years of experience in providing audit services to a variety of clients in various industries. Mr Lee has experience in auditing companies with similar business activities.
- 2.11 The Company has further been informed that Deloitte & Touche LLP will assign an audit team of 10 persons to the audit of the Company.

## **Confirmations**

- 2.12 In accordance with the requirements of Rule 1203(5) of the Listing Manual of the SGX-ST (the “**Listing Manual**”):
- (a) the outgoing Auditor, KPMG LLP, has confirmed that it is not aware of any professional reasons why the new Auditor, Deloitte & Touche LLP, should not accept appointment as Auditor of the Company;
  - (b) the Company confirms that there were no disagreements with the outgoing Auditor, KPMG LLP, on accounting treatments within the last 12 months;
  - (c) the Company confirms that, other than as set out above, it is not aware of any circumstances connected with the proposed change of Auditor that should be brought to the attention of Shareholders;
  - (d) the outgoing Auditor, KPMG LLP, has confirmed that it will not be seeking re-appointment as Auditor of the Company at the forthcoming 2020 AGM; and
  - (e) the Company confirms that it is or will be in compliance with Rule 712 and Rule 715 of the Listing Manual in relation to the appointment of Deloitte & Touche LLP as the Auditor of the Company.

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## **Nomination Notice**

2.13 Pursuant to Section 205 of the Companies Act, Chapter 50 of Singapore (the “Companies Act”), a copy of the notice of nomination of the proposed new Auditor dated 6 May 2020 from a Shareholder is attached in the Appendix to this Addendum.

## **3. DIRECTORS’ RECOMMENDATIONS**

The Directors are of the opinion that the proposed appointment of Deloitte & Touche LLP as Auditor of the Company in place of the retiring Auditor, KPMG LLP, is in the best interests of the Company. Accordingly, they recommend that Shareholders vote in favour of Resolution 6, being the Ordinary Resolution relating to the appointment of Deloitte & Touche LLP as Auditor of the Company in place of the retiring Auditor, KPMG LLP, to be proposed at the 2020 AGM.

## **4. INSPECTION OF DOCUMENTS**

Copies of the following documents are available for inspection at the registered office of the Company at 2 Bukit Merah Central, #13-01, Singapore 159835 during normal business hours from the date of this Addendum up to the date of the 2020 AGM:

- (a) the Annual Report of the Company for the financial year ended 31 March 2020;
- (b) the Constitution of the Company; and
- (c) Deloitte & Touche LLP’s formal letter of consent to act as Auditor of the Company.

## **5. DIRECTORS’ RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Addendum and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Addendum constitutes full and true disclosure of all material facts about the Proposal, and the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Addendum misleading. Where information in the Addendum has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Addendum in its proper form and context.

Yours faithfully  
for and on behalf of  
the Board of Directors of  
**BUKIT SEMBAWANG ESTATES LIMITED**

**KOH POH TIONG**  
Chairman

# APPENDIX - NOTICE OF NOMINATION

6 May 2020

**The Board of Directors  
Bukit Sembawang Estates Limited**

2 Bukit Merah Central  
#13-01  
Singapore 159835

Dear Sirs

**Notice of Nomination**

Pursuant to the provisions of Section 205 of the Companies Act, Chapter 50, I, Teng Siok Ying, in my capacity as a member of Bukit Sembawang Estates Limited (the "Company"), hereby give notice of my nomination of Deloitte & Touche LLP of 6 Shenton Way, #33-00 OUE Downtown 2, Singapore 068809 for appointment as Auditors of the Company in place of the retiring Auditor, KPMG LLP of #22-00, Hong Leong Building, 16 Raffles Quay, Singapore 048581 at the forthcoming Annual General Meeting of the Company to be held on 24 July 2020 or at any adjournment thereof.

Yours faithfully



**Teng Siok Ying**  
Member, Bukit Sembawang Estates Limited