

DLF HOLDINGS LIMITED

(Company Registration No: 201726076W)
(Incorporated in the Republic of Singapore)

RESPONSES TO THE SGX-ST'S QUERIES DATED 13 April 2020

DLF Holdings Limited (the "Company" or "DLF") wishes to announce its responses to the following queries from the Singapore Exchange Securities Trading Limited (the "SGX-ST") with reference to the announcements dated 9 April 2020 pertaining to the cessation of Mr Teow Lin Chew ("Mr Teow") as the Provisional Financial Controller ("Provisional FC").

SGX-ST noted that Mr Teow joined DLF on 22 January 2020, after the resignation of the previous Group's Chief Financial Officer, Mr Chong Kwang Shih ("Mr Chong") on 15 January 2020. The reason for cessation for Mr Teow was the demands of the job are not within his expectations and there are no disagreements between Mr Teow and the Board.

Mr Teow was less than 3 months into the job. There have been 12 resignations in DLF over the past 12 months.

Below are the SGX Queries and the Company's Responses:

SGX Queries	Company's Responses
(1) Do the Board and Sponsor have any concern on the series of departures of board and key management? Please provide view from the Board and Sponsor.	<p>Since the advent of QRC Pte Ltd as the new controlling shareholder, the only key executive level changes have been –</p> <ol style="list-style-type: none">1) Mr Chong2) Mr Teow <p>Mr Chong left to pursue other career opportunities. Mr Teow is leaving on his own accord due to the unexpected demands of the job.</p> <p>The 2 previous Board changes in April and November 2019 were a result of action by the then controlling shareholder and subsequent change in the controlling shareholder, respectively. There have been no board member changes since the present Board was constituted in December 2019.</p> <p>The Board, to the best of its knowledge, is of the view that none of the changes in 2019 are due to financial reporting concerns, or disagreements on related reporting matters.</p> <p>Whilst the Board is saddened by the departure of Mr Teow, the Board has ensured that Mr Taku Edatsune ("Mr Edatsune"), the Head of Finance and Admin, is properly supported by a qualified and experienced finance team. The current Board has been an active partner with the management team – to ensure professional judgement,</p>

SGX Queries	Company's Responses
	<p>diligence and care goes into the various strategic efforts of turning the Company around (for the benefit of all stakeholders).</p> <p><u>Sponsor's Response</u></p> <p>The Sponsor is of the view that the departures of directors and key management of the Company for the past 12 months should be viewed largely from the context of:</p> <ol style="list-style-type: none"> 1) Mr Fan Chee Seng in his capacity as a then controlling shareholder of the Company at the Annual General Meeting in April 2019 to remove a large number of directors; and 2) change in the Company's controlling shareholder pursuant to the closure of a mandatory general offer on 8 November 2019, which saw independent directors ceasing their roles in order to pave way for new directors. <p>For the cessation of Mr Teow as the Company's Provisional FC, the Sponsor noted that his resignation was on his own accord and the demands of the job are not within his expectation. In addition, his appointment was on a provisional basis to support the Group's accounting and finance functions. To the best of the Sponsor's knowledge, there are no material reasons or concerns relating to the Company which lead to the cessation of Mr Teow as the Group's Provisional FC.</p>
(2) What are the NC's and Board's plans going forward to strengthen DLF's management team?	<p>The current NC and Board engages closely with the management team, headed by Mr Fan Chee Seng, the Group's Executive Chairman and Mr Edatsune, on ensuring that the Company always have suitably qualified and experienced personnel, especially in the critical areas.</p> <p>The Company is also planning to appoint a key executive to explore opportunities in the blockchain space.</p> <p>In addition, subject to the Covid-19 induced economic outlook and business requirements, there are also plans to increase the Company's overall headcount as it progressively executes its business plan.</p>

BY ORDER OF THE BOARD

Fan Chee Seng
Executive Chairman
14 April 2020

DLF was listed on Catalist of the Singapore Exchange Securities Trading Limited (the "SGX-ST") on 25 July 2018. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor").

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor in accordance with Rules 226(2)(b) and 753(2) of the SGX-ST Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).