

**GENERAL ANNOUNCEMENT::CLARIFICATION ANNOUNCEMENT TO THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 29 FEBRUARY 2020**

## Issuer &amp; Securities

## Issuer/ Manager

JACKSPEED CORPORATION LIMITED

## Securities

JACKSPEED CORPORATION LIMITED - SG1O75914679 - J17

## Stapled Security

No

## Announcement Details

## Announcement Title

General Announcement

## Date &amp; Time of Broadcast

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New

## Announcement Sub Title

Clarification Announcement to the Annual Report for the Financial Year Ended 29 February 2020

## Announcement Reference

SG201125OTHRQ7K0

## Submitted By (Co./ Ind. Name)

Siau Kuei Lian

## Designation

Company Secretary

## Description (Please provide a detailed description of the event in the box below)

Please refer to the attachment.

## Attachments

[Clarification Announcement to the Annual Report for the Financial Year Ended 29 February 2020.pdf](#)

Total size =438K MB

**CLARIFICATION ANNOUNCEMENT TO THE ANNUAL REPORT  
FOR THE FINANCIAL YEAR ENDED 29 FEBRUARY 2020**

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The Board of Directors (the “**Board**”) of Jackspeed Corporation Limited (the “**Company**”) wishes to announce the following in response to queries raised by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) pertaining to the Company’s Annual Report (“**AR**”) for the financial year ended 29 February 2020 (“**FY2020**”).

**SGX-ST Query (a)**

**Listing Rule 710 requires issuers to explicitly state, when deviating from the provisions prescribed in the Code of Corporate Governance 2018 (the “Code”), an explanation on how the practices it had adopted are consistent with the intent of the relevant principle.**

**We note that the Company had not complied fully with Provisions and 2.4 of the Code as you have not disclosed progress made towards implementing the board diversity policy, including objectives, and there were no explanations provided in your FY2020 annual report on how it is consistent with the intent of Principle 2 of the Code. Please clarify how the practices the Company had adopted are consistent with the intent of Principle 2 of the Code, which requires the Board to have an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interest of the Company.**

**The Company’s Responses to SGX Query (a)**

The Company is of the view that it has complied with Provision 2.4 of the Code as the practices it has adopted are consistent with the intent of Principle 2 of the Code, which requires the Board to have an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interest of the Company.

The Company endeavours to ensure that the Board comprises individuals with diverse experience and expertise who, as a group, will provide an appropriate balance and range of skills, experience, perspectives and knowledge for effective stewardship of the Group’s business. Although the Company has yet to adopt a board diversity policy, the Company has embraced all aspects of diversity in the current Board composition, including gender and age diversity. However, the Board is collectively of the view that it should not be considered as a requirement in the selection of potential candidate(s).

As detailed on page 12 of the AR FY2020, the Board and its board committees are of an appropriate size and with the right mix of skills and diverse expertise and experience given the nature and scope of the Group’s operations. The Directors have extensive experience, stature and potential to contribute to the proper guidance of the Company and its businesses. This balance is important in ensuring that the overall direction and strategies proposed by the Management are fully discussed and examined, taking into account the long-term interests of the Company.

Despite all the Directors bear an equal responsibility for the Group’s operations, the Independent Directors play an important role in ensuring that the strategies proposed by the Management are constructively challenged and developed by taking into account the long-term interests of the shareholders. The Non-Executive and Independent Directors actively participated during the Board and Board Committee meetings to discuss matters such as the Group’s financial performance, corporate governance initiatives, board processes, succession planning, as well as leadership development and the remuneration of the Executive Directors. Where necessary, the Company would coordinate at least one informal meeting sessions for the Non-Executive and Independent Directors to meet without the presence of the Management and feedback on issues discussed is thereafter provided to the Chairman of the Board, as disclosed in page 12 of the AR FY2020.

### **SGX-ST Query (b)**

**We note that the Company had not complied with Provision 8.1 of the Code with regards to the disclosure of remuneration, and there were no explanations were provided for in your FY2020 annual report on how it is consistent with the intent of Principle 8 of the Code. Please clarify how the practices the Company had adopted are consistent with the intent of Principle 8 of the Code, which requires transparency on the Company's remuneration policies, level and mix of remuneration, the procedure for setting remuneration and the relationships between remuneration, performance and value creation.**

### **The Company's Responses to SGX-ST Query (b)**

The Company had provided the names, amounts (in bands of S\$250,000) and percentage breakdown in terms of categories and components paid to Directors for FY2020, on page 19 of the AR FY2020.

The Company had also provided the following explanation on page 19 of the AR FY2020, where it deviates from Provision 8.1 of the Code:

“The Board is of the view that the remuneration of the Directors and top five Key Management Personnel (Executives who are not Directors or CEO) in bands of S\$250,000 provides sufficient overview of the remuneration of the Company while maintaining confidentiality of staff remuneration matters and is in the best interests of the Company given the competitive conditions in the industry. The Company further explained that following the disposal of the Company's entire business and business assets during the financial year and in view that the Company is now considered cash company with no significant activities in the financial year, the Company did not have any Key Management Personnel (Executives who are not Directors or CEO).”

The Board is also of the view that the disclosure of the indicative range and percentage of the Directors' remuneration provides a reasonable amount of information on the Company's remuneration framework to enable the shareholders to understand the link between the Company's performance and the remuneration of the Directors and the Key Management Personnel. The policy and criteria for setting remuneration are also enumerated under Principle 6 and Principle 7 on page 17 and page 18 of the AR FY2020.

The Board is of the view that Listing Rule 710 has been complied with respect to Provision 8.1 of the Code.

BY ORDER OF THE BOARD

YAP KIAN PENG  
EXECUTIVE DEPUTY CHAIRMAN AND CHIEF EXECUTIVE OFFICER

25 November 2020