

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF NON-EXECUTIVE DIRECTOR - MR. TIAN JIPING

Issuer & Securities

Issuer/ Manager

SEN YUE HOLDINGS LIMITED

Securities

SEN YUE HOLDINGS LIMITED - SG1M25902545 - 5BS

Stapled Security

No

Announcement Details

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

06-May-2025 19:41:32

Status

New

Announcement Sub Title

Appointment of Non-Executive Director - Mr. Tian Jiping

Announcement Reference

SG250506OTHRQOGZ

Submitted By (Co./ Ind. Name)

Shirley Tan

Designation

Company Secretary

Effective Date and Time of the event

08/05/2025 17:00:00

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

This announcement has been reviewed by the Company's sponsor, SAC Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility of 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. Tay Sim Yee (Telephone no.: (65) 6232 3210), 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.

Additional Details

Date Of Appointment

08/05/2025

Name Of Person

Tian Jiping

Age

62

Country Of Principal Residence

China

The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)

The board of directors ("Board") has assessed the appointment of Mr. Tian Jiping ("Mr. Tian"). Taking into account Mr. Tian's qualifications, credentials and his professional background as a veteran in the battery manufacturing and waste battery recycling, the Board is of the view that Mr. Tian will be a valuable addition to the Board. His appointment will enhance the core competencies of the Board, further strengthening its ability to navigate and excel in the dynamic landscape of the industry.

Whether appointment is executive, and if so, the area of responsibility

Non-Executive

Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)

Non-Independent and Non-Executive Director

Professional qualifications

Mr. Tian holds a Master's Degree in Chemistry from East China Normal University.

Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or any of its principal subsidiaries

Mr. Tian is a director and majority shareholder of Jiangmenshi Changxin Technology Co., Ltd. ("Jiangmenshi Changxin"), a substantial shareholder of the Company.

Please refer to Mr. Tian's shareholding details as disclosed in this announcement.

Conflict of interests (including any competing business)

Mr. Tian is the Executive Chairman, indirect shareholder, General Manager and Chief Engineer of Jiangmen Changyou Industrial Co., Ltd ("Jiangmen Changyou"), the non-executive director and indirect shareholder of Ganzhou Jirui New Energy Technology Co., Ltd ("Ganzhou Jirui"), and the Non-Executive Director and indirect shareholder of Jiangmen Umicore Changxin New Material Co., Ltd ("Umicore Changxin") (collectively, the "Excluded Companies").

Jiangmen Changyou is a Sino-foreign joint venture high-tech enterprise established by Jiangmenshi Changxin (a substantial shareholder of the Company), and Umicore Group. Jiangmen Changyou mainly engages in the production, operation, and sales of positive electrode materials for batteries. One aspect of the business operations of Ganzhou Jirui and Umicore Changxin involves the recycling, processing, and sales of lithium battery materials in the People's Republic of China ("PRC").

The Board notes that any potential conflict of interest arising from Mr. Tian's associates in Jiangmen Changyou, Ganzhou Jirui and Umicore Changxin are mitigated by the following:

- (a) Mr. Tian, as a non-executive director, is not involved in the management or day-to-day operations of Ganzhou Jirui;
- (b) The target market and customer of Sen Yue are different from Ganzhou Jirui and Umicore Changxin. Ganzhou Jirui and Umicore Changxin primarily operates in the domestic market, while Sen Yue focuses on the international market.
- (c) The business of Jiangmen Changyou is distinct and separate from Sen Yue's core businesses. Jiangmen Changyou's principal business involves the production, operation, and sales of positive electrode materials for batteries;
- (d) Mr. Tian has provided a non-compete undertaking deed in relation to his appointment as non-executive director, including amongst others an undertaking not to participate, directly or indirectly, in the management or operations of any other business similar to those of the Group other than the Excluded Companies in the PRC.
- (e) Mr Tian has also undertaken that if he or his associates (including the Excluded Companies) is offered or becomes aware of any project or new business opportunity that relates to the business as may be undertaken by the Group from time to time as well as any business which the Group may be planning to undertake (Business), he shall notify the Company in writing of such opportunity and provide such information as is reasonably required and grant the Group a first right of refusal.
- (f) Mr Tian and his associates (including the Excluded Companies) are only entitled to invest, participate and be engaged in any Business or any project or business opportunity, regardless of value, after it has been offered or made available to the Group but has been rejected or declined by the Group.

Working experience and occupation(s) during the past 10 years

February 2004 - current: Chairman, General Manager and Chief Engineer of Jiangmen Changyou Industrial Co., Ltd

Oct 2014 - May 2018: General Manager of Umicore Changxin Surface Technology (Jiangmen) Co., Ltd.

Undertaking submitted to the listed issuer in the form of Appendix 7.7 (Listing Rule 704(7)) Or Appendix 7H (Catalist Rule 704(6))

Yes

Shareholding interest in the listed issuer and its subsidiaries?

Yes

Shareholding Details

Mr. Tian is deemed to have an interest in the 274,750,000 shares held by Jiangmenshi Changxin by virtue of his 51% shareholding in Jiangmenshi Changxin by virtue of Section 7 of the Singapore Companies Act 1967 and the Section 4 of the Securities and Futures Act 2001.

Jiangmenshi Changxin is also deemed to be interested in 120,000,000 shares of the Company held in a nominee account.

These fields are not applicable for announcements of appointments pursuant to Listing Rule 704 (9) or Catalist Rule 704 (8).

Past (for the last 5 years)

Umicore Changxin Surface Technology (Jiangmen) Co., Ltd

Present

- Jiangmen Changyou Industrial Co., Ltd
- Ganzhou Jirui New Energy Technology Co., Ltd
- Jiangmen Langda Lithium Battery Co., Ltd
- Jiangmen Umicore Changxin New Material Co., Ltd
- Jiangmenshi Changxin Technology Co., Ltd
- Jiangmen Langda Group Co., Ltd

(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?

No

(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?

No

(c) Whether there is any unsatisfied judgment against him?

No

(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?

No

(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?

No

(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?

No

(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?

No

(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?

No

(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?

No

(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :-

(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or

Yes

If Yes, Please provide full details

On 4 April 2018, Jiangmen Changyou was found illegally disposing of hazardous waste leach residue without an operating permit. This breach led to an administrative penalty of RMB 200,000 imposed by the Jiangmenshi Environmental Protection Bureau.

The case escalated on 9 May 2018, where the Bureau referred it to the Jiangmenshi Public Security Bureau. Investigations resulted in the arrest of 11 individuals, including the deputy general manager. The Intermediate Court subsequently imposed a fine of RMB 9.2 million on Jiangmen Changyou for corporate criminal offences.

Since the incident, Jiangmen Changyou engaged a reputable law firm to conduct a comprehensive environmental compliance review for the company and has since then standardise its standard operating procedures in compliance with the relevant requirements.

(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or

No

(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or

No

(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?

No

(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?

No

Any prior experience as a director of an issuer listed on the Exchange?

No

If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange

Mr. Tian will be attending training on the roles and responsibilities of a listed issuer as prescribed by the Exchange.

Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)

Not applicable.
