



SUNMOON FOOD COMPANY LIMITED
(Incorporated in the Republic of Singapore)
Registration No. 198304656K

RESPONSES TO SGX QUERIES ON THE COMPANY'S ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

The Board of Directors (the "**Board**") of SunMoon Food Company Limited (the "**Company**" and its subsidiaries, the "**Group**") would like to respond to the queries from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") dated 28 September 2022 in relation to the Company's Annual Report for the financial year ended 31 March 2022 ("AR 2022") as follows:

SGX QUERIES:

1. Listing Rule 713(1) states that "An issuer must disclose in its annual report the date of appointment and the name of the audit partner in charge of auditing the issuer and its group of companies. The audit partner must not be in charge of more than 5 consecutive audits for a full financial year, the first audit being for the financial year beginning on or after 1 January 1997, regardless of the date of listing. The audit partner may return after two years."

Please clarify whether and how Listing Rule 713(1) has been complied with.

Company's Response

The Board wishes to clarify that the auditor-Nexia TS Public Accounting Corporation was appointed since financial year ended 31 March 2021 and the director in charge of auditing the Company and its group of companies for the financial year ended 31 March 2021 was Mr Titus Kuan Tijan, this was disclosed in the annual report 2021. The director in charge of auditing the Company and its group of companies for the financial year ended 31 March 2022 ("FY 2021/22") is Ms Meriana Ang Mei Ling. The name of director in charge has been disclosed in the AR 2022.

In view of Ms Meriana Ang Mei Ling was the first year in charge of auditing the Company and its group of companies in FY2021/22, she has not been in charge for more than 5 consecutive audits for a full financial year of the Company and its group of companies.

2. With regard to the Interested Person Transactions disclosed on page 30 of AR 2022, please provide the disclosure in the format prescribed by Listing Rule 907.

Company's Response

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual) (In S\$' 000)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) (In S\$'000)	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Rule 920 of the Listing Manual (including transactions less than S\$100,000 for the reasons set out below)* (In S\$'000)
Shanghai Yiguo E-Commerce Co. Ltd and its related entities	Controlling Shareholder			
	Sales to	-	-	61
	Purchases from	-	-	42
	Service received	-	-	116
Dimuto Pte Ltd	Substantial shareholder			
	Purchases from	140	-	-
	Interest expenses on advance from	**_	-	-

*For clarity, as many of the interested person transactions are expected to fall below S\$100,000, the disclosures in the annual report will also include transactions each below S\$100,000.

**In accordance with Rule 909(3), the amount at risk in relation to the advance by a company (wholly-owned by a substantial shareholder) to SunMoon Food Company Limited is the interest payable on the advance. For Shareholders' information, the interest payable on the said advance will be computed from 1 April 2022. Accordingly, no interest is payable on the advance for the financial year ended 31 March 2022.

- Listing Rule 1207(10C) requires the Audit Committee's comments on whether the internal audit function is independent, effective and adequately resourced. Where the internal audit function is outsourced, please provide information on the relevant experience of accounting firm and the engagement team.

Company's Response

The Board wishes to clarify that the internal audit was performed for the key subsidiaries by Shanghai Pudaojingshi Certified Public Accountants ("IA"), an outsourced internal audit firm in China. The ARC reviews the independence, objectivity and effectiveness of the internal audit function to ensure that the internal audits are conducted effectively, and the Management provides the necessary cooperation to enable the IA to perform its function. The ARC is satisfied that the internal audit function is independent, effective and adequately resourced.

The audit firm- Shanghai Pudaojingshi Certified Public Accountants (General Partnership) was incorporated since 23 July 2012, providing general assurance service, valuation service and internal audit services. The audit partner in Charge is Mr Ma Yong, Managing Partner of Shanghai Pudaojingshi CPA Firm. He is China Certified Public Accountant (“CICPA”), China Certified Asset Valuer (“CICPV”). Mr Ma has over 20 years of auditing experience. Engaging in annual accounting statement audits, capital verification, exit audits for domestic and foreign enterprises, Real estate qualification audit, debt-to-equity audit, asset appraisal, corporate internal control process construction and testing project.

4. Listing Rule 1207(19) requires a statement on whether and how the issuer has complied with the following best practices on dealings in securities:—
- (a) A listed issuer should devise and adopt its own internal compliance code to provide guidance to its officers with regard to dealing by the listed issuer and its officer in its securities;
 - (b) An officer should not deal in his company's securities on short-term considerations; and
 - (c) A listed issuer and its officers should not deal in the listed issuer's securities during the period commencing two weeks before the announcement of the company financial statements for each of the first three quarters of its financial year and one month before the announcement of the company's full year financial statements (if the issuer announces its quarterly financial statements, whether required by the Exchange or otherwise), or one month before the announcement of the company's half year and full year financial statements (if the issuer does not announce its quarterly financial statements).

Please clarify whether and how Listing Rule 1207(19)(b) has been complied with.

Company's Response

The Board wishes to clarify that the Company's Officer are reminded to refrain from dealing in the Company's securities on short-term considerations and in circumstances where they have access to material non-public price-sensitive information. The internal compliance code will be regularly circulated to Directors, executive officers and relevant personnel of the Company and its subsidiaries before the commencement of each Black-out Period (two weeks prior to the announcement of the Group's financial results for each of the first three quarters for the financial year, and one month before the announcement of the Group's full year financial result and ending on the date of announcement of the relevant results).

BY ORDER OF THE BOARD

Mdm Chia Lay Beng
Company Secretary
3 October 2022