



ASCENT BRIDGE LIMITED

(the “Company”)

(Incorporated in the Republic of Singapore)

Co. Registration No. 198300506G

7 December 2024

Dear Member

We are pleased to inform that the upcoming Annual General Meeting (“AGM”) of the company will be held at RNN Conference Centre, 137 Cecil Street, #04-01 Cecil Building, Singapore 069537 on Monday, 23 December 2024 at 4.30 p.m.

In line with the Group’s sustainability strategy, we will not be mailing out the Company’s Annual Report for the financial year ended 31 March 2024. The accompanying Notice of AGM, Proxy Form and Annual Report will be available for download from the SGXNet and the Company’s website, www.ascentbridge.com from the date of this letter.

We sincerely hope that you will join our sustainability efforts and embrace e-communications. But if you still wish to receive printed copies of the Annual Report, please complete the Request Form below and return it to the Company by post to the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 by 14 December 2024. The printed copies will be mailed to you within 5 working days upon receiving your request.

By completing, signing and returning the Request Form to us, you agree and acknowledge that we and/or our service provider may collect, use and disclose your personal data, as contained in your submitted Request Form or which is otherwise collected from you (or your authorised representative(s)), for the purpose of processing and effecting your request.

Yours faithfully
For and on behalf of
Ascent Bridge Limited

REQUEST FORM

To: Ascent Bridge Limited

Please send me a printed copy of the Annual Report 2024 for the financial year ended 31 March 2024.

Name of Shareholder: _____

Mailing Address: _____

Postal Code ()

Signature(s): _____

Date: _____

Note: This request is valid for the Annual Report for the financial year ended 31 March 2024. Incomplete or incorrectly completed forms will not be processed.

First fold

Affix
Postage
Stamp

ASCENT BRIDGE LIMITED
c/o Boardroom Corporate & Advisory Services Pte. Ltd.
at 1 Harbourfront Avenue, Keppel Bay Tower #14-07,
Singapore 098632

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NOTICE OF ANNUAL GENERAL MEETING

Ascent Bridge Limited (“Company”) ● (Incorporated in the Republic of Singapore ● Co. Registration No. 198399596G

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Ascent Bridge Limited will be convened and held at the RNN Conference Centre, 137 Cecil Street, #04-01 Cecil Building, Singapore 069537 on Monday, 23 December 2024 at 4.30 p.m. for the following purposes: -

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the Directors’ Statement and Auditor’s Report thereon. **(Resolution 1)**
2. To approve the Directors’ fees of up to S\$421,000 for the financial year ending 31 March 2025 and the payment thereof on a quarterly basis (S\$421,000 for the financial year ended 31 March 2024). **(Resolution 2)**
3. To re-elect Dr Tan Khee Giap, a Director retiring under Article 104 of the Constitution of the Company. **(Resolution 3)**
(See Explanatory Note 1)
4. To re-elect Mr Luke Anthony Furler, a Director retiring under Article 108 of the Constitution of the Company. **(Resolution 4)**
(See Explanatory Note 1)
5. To re-appoint Ernst & Young LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolutions with or without amendments:

6. Authority to issue and allot shares

“(a) That pursuant to Section 161 of the Companies Act 1967 and the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), approval be and is hereby given to the Directors of the Company to: at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

- (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require shares to be issued including but not limited to the creation and issue of (as well as adjustments thereto) warrants, debentures or other instruments convertible into shares;

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors in their absolute discretion deem fit;

NOTICE OF ANNUAL GENERAL MEETING

Ascent Bridge Limited ("Company") ● (Incorporated in the Republic of Singapore ● Co. Registration No. 198399596G

- (b) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force (notwithstanding the authority conferred by this Resolution may have ceased to be in force) i, provided always that:
- (i) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings), and for the purpose of this Resolution, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be the Company's total number of issued shares (excluding treasury shares) at the time this Resolution is passed, after adjusting for;
- (A) new shares arising from the conversion or exercise of convertible securities;
- (B) new shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and
- (C) any subsequent bonus issue, consolidation or subdivision of the Company's shares,
- and adjustments in accordance with (A) or (B) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this resolution, and
- (ii) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

(Resolution 6)
(See Explanatory Note 2)

Any Other Business

7. To transact any other business which may be properly transacted at the Annual General Meeting.

By Order of the Board

Foo Soon Soo
Company Secretary

Singapore, 7 December 2024

NOTICE OF ANNUAL GENERAL MEETING

Ascent Bridge Limited (“Company”) ● (Incorporated in the Republic of Singapore ● Co. Registration No. 198399596G

EXPLANATORY NOTES: -

1. Dr Tan Khee Giap will, upon being re-elected as Director, remain as Independent Director, Chairman of the Nominating Committee and member of the Audit & Risk Committee and Remuneration Committees. Dr Tan is considered independent for the purpose of Rule 704(8) of the Listing Manual of SGX-ST.

Mr Luke Anthony Furler will, upon being re-elected as Director, remain as Non-Executive and Non-Independent Director.

Detailed information on Dr Tan and Mr Furler as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST are found in the Company’s Annual Report 2024.

2. Resolution 6, if passed, will empower the Directors of the Company from the date of the above Meeting until the next Annual General Meeting to issue shares and convertible securities in the Company up to an amount not exceeding in aggregate 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company of which the total number of convertible securities issued other than on a pro rata basis to existing shareholders shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company at the time the resolution is passed, for such purposes as they consider would be in the interests of the Company. The total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company for this purpose shall be the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed (after adjusting for new shares arising from the conversion or exercise of convertible securities or share options which are outstanding or subsisting at the time this Resolution is passed and any subsequent bonus issues, consolidation or subdivision of the Company’s shares). This authority will, unless revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company.

NOTES:

1. Printed copies of the Notice of AGM, Proxy Form and the Request Form for a printed copy of the Annual Report will be despatched to the members of the Company. **The Annual Report will not be despatched to the members of the Company.** All documents (the Annual Report, the Proxy Form, and this Notice of Annual General Meeting (“AGM”)) have been, or will be, published on SGXNet and the Company’s website, www.ascentbridge.com. They can be downloaded from SGXNet.

Submission of proxies

2. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where such member’s form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
3. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member’s form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

4. A proxy need not be a member of the Company.
5. The proxy form (a copy of which is attached hereto), duly completed and signed, must be submitted by:
 - (i) mail to or lodged with the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
 - (ii) email to agm2024@ascentbridge.com (a clear scanned signed form in PDF)

not later than 4.30 p.m. on 21 December 2024, being 48 hours before the time fixed for the meeting.

6. The proxy form must be signed by the appointor or his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
7. In the case of members whose shares are entered against their names in the Depository Register (as defined in Part IIIA of the Securities and Futures Act 2001 of Singapore), the Company may reject the proxy form submitted if such members’ names do not appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the meeting.
8. An investor who buys shares using CPF monies (“CPF Investor”) and/or SRS monies (“SRS Investor”) may attend and cast his/her vote(s) at the AGM in person if appointed as proxy of his/her CPF and/or SRS Approved Nominee(s). CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their respective CPF and SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy.

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Submission of questions

9. Members may submit substantial and relevant questions related to the resolutions to be tabled at the AGM ahead of the AGM by email to agm2024@ascentbridge.com by 4.30 p.m. on 14 December 2024.
10. The Company will endeavour to address all substantial and relevant questions if received by the prescribed deadline above and post the answers on SGXNet and the Company’s website by 19 December 2024. For CPF Investors and SRS Investors who submit substantial and relevant questions received after the prescribed deadline, the Company will endeavour to address them together with questions raised at the AGM. Where substantially similar questions are received, they will be consolidated and not all questions may be individually addressed.

Minutes of Annual General Meeting

11. The minutes of the AGM together with the responses to the substantial and relevant questions by the members not already answered and announced, will be posted on the SGXNet and the Company’s website within one month after the date of the AGM.

Personal data privacy:

By submitting the proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

ASCENT BRIDGE LIMITED

(Incorporated in the Republic of Singapore)
Registration No. 198300506G

PROXY FORM

ANNUAL GENERAL MEETING

IMPORTANT

1. This Proxy Form is not valid for use by investors who hold shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), including CPF and SRS investors. Such investors should approach their relevant intermediary as soon as possible to specify their voting instructions.

PERSONAL DATA PRIVACY

2. By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 7 December 2024.

I/We _____

of _____

being a member/members of Ascent Bridge Limited (the “Company”), hereby appoint:

Name	Address	NRIC/ Passport No.	Proportion of Shareholdings to be represented by proxy (%)
and/or (delete as appropriate)			

or failing him/her/them, the Chairman of the Meeting as my/our proxy/proxies, to vote for me/us on my/our behalf at the Annual General Meeting (“AGM”) of the Company to be held at RNN Conference Centre, 137 Cecil Street, #04-01 Cecil Building, Singapore 069537 on Monday, 23 December at 4.30 p.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the AGM in the spaces provided hereunder. If no specified directions as to voting are given, the proxy/proxies will vote or abstain from voting at his/their discretion.

Please indicate your vote “For” or “Against” or “Abstain” with a tick [✓] or cross (x) within the box provided.

No.	Ordinary Resolutions	No. of Votes or to indicate with a tick [✓] or cross (x) ¹		
		For	Against	Abstain
	Ordinary Business			
1.	To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2024			
2.	To approve Directors’ fee for the financial year ending 31 March 2025			
3.	To re-elect Dr Tan Khee Giap as Director			
4.	To re-elect Mr Luke Anthony Furler as Director			
5.	To re-appoint Ernst & Young LLP as Auditors of the Company			
	Special Business			
6.	To authorise Directors to issue and allot shares pursuant to Section 161 of the Companies Act 1967			

¹ All resolutions would be put to vote by poll in accordance with the listing rules of Singapore Exchange Securities Limited.

Please tick [✓] or cross (x) or indicate the number of votes within the box provided. A tick or cross would represent you are exercising all your votes “For” or “Against” or “Abstain” from voting on the relevant resolution.

Dated this _____ day of _____ 2024

Total Number of Shares Held

Signature(s) of Member(s)/Common Seal

IMPORTANT: PLEASE READ NOTES BEFORE COMPLETING THIS PROXY FORM

NOTES:

1. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
2. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 (the "Companies Act").

3. A proxy need not be a member of the Company.
4. The proxy form, duly completed and signed, must be submitted by:
 - (i) mail to or lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
 - (ii) email to agm2024@ascentbridge.com (a clear scanned signed form in PDF)

not later than 48 hours before the time fixed for the meeting.

5. The proxy form must be signed by the appointor or his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
6. In the case of members whose shares are entered against their names in the Depository Register (as defined in Part IIIAA of the Securities and Futures Act 2001 of Singapore), the Company may reject the form of proxy submitted if such members' names do not appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the Annual General Meeting.
7. An investor who buys shares using CPF monies ("CPF Investor") and/or SRS monies ("SRS Investor") may attend and cast his/her vote(s) at the meeting in person if appointed as proxy of his/her CPF and/or SRS Approved Nominee(s). CPF and SRS Investors who are unable to attend the meeting but would like to vote, may inform their respective CPF and SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy.
8. Completion and return of the proxy form shall not preclude a member from attending and voting at the meeting. Any appointment of a proxy/proxies shall be deemed to be revoked if a member attends the meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy, to the meeting.
9. A corporation which is a member of the Company may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting, in accordance with its constitution and Section 179 of the Companies Act.
10. A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she should insert that number of shares. If the member has shares registered in his/her name in the Register of Members (maintained by or on behalf of the Company), he/she should insert that number of shares. If the member has shares entered against his/her name in the Depository Register and shares registered in his name in the Register of Members of the Company, he should insert the aggregate number of shares. If no number is inserted, the proxy form will be deemed to relate to all the shares held by the member of the Company.
11. Personal data privacy: By submitting the proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting.