A-Sonic Aerospace Limited
(Company Registration Number: 200301838G)
(Incorporated in Singapore)

Directors

Janet LC Tan (Chief Executive Officer)
Tan Lay Yong Jenny (Executive Director)
Irene Tay Gek Lim (Executive Director)
Choh Thian Chee Irving (Lead Independent Non-Executive Director)
Yam Mow Lam (Independent Non-Executive Director)
Gurbachan Singh (Independent Non-Executive Director)

Registered Office

10 Anson Road,
#24-07 International Plaza,
Singapore 079903

9 April 2021

To: Shareholders of A-Sonic Aerospace Limited

Dear Sir/Madam,

THE PROPOSED RENEWAL OF THE SHARE BUYBACK MANDATE

All capitalised terms herein shall bear the meanings ascribed to them in the schedule titled "Definitions" to this Letter.

1. INTRODUCTION

1.1 The Directors wish to refer Shareholders to (a) the notice of AGM convening the 2021 AGM, and (b) Ordinary Resolution 8 in relation to the proposed renewal of the Share Buyback Mandate of the Company.

1.2 The sole purpose of this Letter is to provide Shareholders with information relating to the above-mentioned proposed to be tabled at the 2021 AGM, and may not be relied upon by any persons (other than Shareholders) or for any other purpose.

1.3 The SGX-ST assumes no responsibility for the accuracy of any statements or opinions made or reports contained in this Letter.

2. THE PROPOSED RENEWAL OF THE SHARE BUYBACK MANDATE

2.1 The Share Buyback Mandate

It is a requirement under the Listing Manual that a company which wishes to purchase or acquire its own shares should obtain approval of its shareholders at a general meeting. The Share Buyback Mandate was adopted in an extraordinary general meeting of the Company on 26 January 2015. The mandate was renewed at the last annual general meeting held on 26 June 2020. The mandate will, unless renewed again, expire on the date of the 2021 AGM.

In this regard, Shareholders' approval is being sought at the 2021 AGM for the renewal of the Share Buyback Mandate by Ordinary Resolution 8, pursuant to which authority will be given to the Directors to exercise all powers of the Company to purchase or otherwise acquire its issued Shares on the terms of the Share Buyback Mandate.

2.2 Rationale of the Proposed Renewal of the Share Buyback Mandate

The management team of the Company strives to increase Shareholders' value in the Company by improving, *inter alia*, the return on equity of the Group. A Share Buyback at the appropriate price level is one of the ways in which the return on equity of the Group may be enhanced.

Share Buybacks provide the Company and the Directors with greater flexibility over the Company's share capital structure with a view to enhancing the earnings and/or net asset value per Share.

The Directors believe that a Share Buyback by the Company will help mitigate short-term market volatility, offset the effects of short-term speculation and bolster shareholder confidence.

If and when circumstances permit, the Directors will decide whether to effect the share purchases via Market Purchases (as defined herein) or Off-Market Purchases (as defined herein), after taking into account the amount of cash available, the prevailing market conditions and the most cost-effective and efficient approach. The Directors do not propose to carry out purchases pursuant to the Share Buyback Mandate to such an extent that would, or in circumstances that might, result in a material adverse effect on the financial position of the Company.

2.3 Authority and Limits of the Share Buyback Mandate

The authority and limitations placed on purchases or acquisitions of Shares by the Company under the proposed Share Buyback Mandate are summarised below.

2.3.1 *Maximum number of Shares*

Only Shares which are issued and fully paid-up may be purchased or acquired by the Company. The total number of Shares which may be purchased or acquired pursuant to the Share Buyback Mandate is limited to that number of Shares representing not more than 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the AGM at which the Share Buyback Mandate is approved, unless the Company has, at any time during the Relevant Period, effected a reduction of its share capital in accordance with the applicable provisions under the Companies Act, in which event the total number of Shares shall be taken to be the total number of Shares as altered by the capital reduction. Any Shares which are held as treasury shares and subsidiary holdings will be disregarded for the purposes of computing the 10% limit.

As at the Latest Practicable Date, the Company did not have any treasury shares and subsidiary holdings.

For illustrative purposes only, on the basis of 58,479,296 Shares in issue as at the Latest Practicable Date and assuming no further Shares are issued on or prior to the AGM, not more than 5,847,929 (representing 10% of the issued ordinary share capital (excluding treasury shares and subsidiary holdings) of the Company as at that date) may be purchased or acquired by the Company pursuant to the proposed Share Buyback Mandate during the period referred to in Section 2.3.2 below.

While the Share Buyback Mandate would authorise a purchase or acquisition of Shares up to the 10% limit, Shareholders should note that purchases or acquisitions of Shares pursuant to the Share Buyback Mandate may not be carried out up to the full 10% as authorised, or at all. In particular, no purchase or acquisition of the Shares would be made in circumstances which would have or may have a material adverse effect on the financial position of the Company.

2.3.2 ***Duration of Authority***

Purchases or acquisitions of Shares may be made, at any time and from time to time, on and from the date of the 2021 AGM at which the Share Buyback Mandate is approved, up to the earliest of:

(a) the date on which the next AGM is held or required by law to be held; or

(b) the date on which the authority conferred by the Share Buyback Mandate is revoked or varied by the Shareholders in a general meeting; or

(c) the date on which the purchases or acquisitions of Shares pursuant to the Share Buyback Mandate are carried out to the full extent mandated.

The authority conferred on the Directors by the Share Buyback Mandate to purchase Shares may be renewed by Shareholders in the next AGM or at an extraordinary general meeting to be convened immediately after the conclusion or adjournment of the next AGM. When seeking the approval of the Shareholders for the renewal of the Share Buyback Mandate, the Company is required to disclose details pertaining to purchases or acquisitions of Shares pursuant to the proposed Share Buyback Mandate made during the previous 12 months, including the total number of Shares purchased, the purchase price per Share or the highest and lowest prices paid for such purchases of Shares, where relevant, and the total consideration paid for such purchases.

2.3.3 ***Manner of Purchase or Acquisition of Shares***

Purchases or acquisitions of Shares may be made by way of:

(a) on-market purchases ("**Market Purchases**"), transacted on the SGX-ST through the ready market, and which may be transacted through one or more duly licensed stock brokers appointed by the Company for the purpose; and/or

(b) off-market purchases ("**Off-Market Purchases**") effected pursuant to an equal access scheme for the purchase of Shares from Shareholders.

The Directors may impose such terms and conditions which are consistent with the Share Buyback Mandate, the Listing Rules and the Companies Act as they consider fit in the interests of the Company in connection with or in relation to any equal access scheme or schemes. An Off-Market Purchase must also satisfy all of the following conditions as set out under the Companies Act:

(i) offers for the purchase or acquisition of Shares shall be made to every person who holds Shares to purchase or acquire the same percentage of their Shares;

(ii) all of the abovementioned persons shall be given a reasonable opportunity to accept the offers made to them; and

(iii) the terms of all the offers shall be the same, except that there shall be disregarded differences in consideration attributable to the fact that offers may relate to Shares with different accrued dividend entitlements, differences in consideration attributable to the fact that offers relate to Shares with different amounts remaining unpaid (if applicable) and differences in the offers introduced solely to ensure that each person is left with a whole number of Shares.

Pursuant to the Listing Manual, if the Company wishes to make an Off-Market Purchase in accordance with an equal access scheme, it must issue an offer document to all Shareholders containing at least the following information:

(1) the terms and conditions of the offer;

(2) the period and procedures for acceptances;

(3) the reasons for the proposed purchase or acquisition of Shares;

(4) the consequences, if any, of Share Buybacks by the Company that will arise under the Take-Over Code or other applicable take-over rules;

(5) whether the Share Buybacks, if made, would have any effect on the listing of the Shares on the SGX-ST;

(6) details of any Share Buybacks made by the Company in the previous 12 months (whether Market Purchases or Off-Market Purchases), giving the total number of Shares purchased, the purchase price per Share or the highest and lowest prices paid for the purchases of Shares, where relevant, and the total consideration paid for the purchases; and

(7) whether the Shares purchased by the Company will be cancelled.

2.4 Maximum Purchase Price

The purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses ("**related expenses**")) to be paid for a Share will be determined by the Directors. However, the purchase price to be paid for the Shares pursuant to the Share Buyback must not exceed:

(a) in the case of a Market Purchase, 105% of the Average Closing Market Price (as defined herein); and

(b) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Highest Last Dealt Price (as defined herein), (the "**Maximum Price**") in either case, excluding related expenses.

For the above purposes:

"**Average Closing Market Price**" means the average of the closing market prices of the shares over the last five Market Days, on which transactions in the Shares were recorded, before the day on which the purchase or acquisition of Shares was made, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchase was made;

"**Highest Last Dealt Price**" means the highest price transacted for a Share as recorded on the Market Day on which there were trades in the Shares immediately preceding the day of making of the offer pursuant to the Off-Market Purchase; and

"**day of making of the offer**" means the day on which the Company announces its intention to make an offer for an Off-Market Purchase, stating therein the purchase price (which shall not be more than the Maximum Price for an Off-Market Purchase calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

2.5 Status of Purchased or Acquired Shares

Any Share which is purchased by the Company is deemed cancelled immediately on purchase (and all rights and privileges attached to that Share will expire on such cancellation) in accordance to the Constitution of the Company. All Shares purchased by the Company will be automatically delisted by the SGX-ST, and certificates in respect thereof will be cancelled and destroyed by the Company as soon as reasonably practicable following settlement of any such purchase. Accordingly, the total number of issued Shares will be diminished by the number of Shares purchased by the Company.

2.6 Reporting Requirements

Within 30 days of the passing of a Shareholders' resolution to approve the purchases of Shares by the Company, the Company shall lodge a copy of such resolution with the Registrar.

The Company shall notify the Registrar within 30 days of a purchase of Shares on the SGX-ST or otherwise. Such notification shall include details of the purchases, the total number of Shares purchased by the Company, the number of Shares cancelled, the Company's issued share capital before the purchase of Shares and after the purchase of Shares, the amount of consideration paid by the Company for the purchases, whether the Shares were purchased out of internal resources of the Company and such other particulars as may be required in the prescribed form.

Rule 886 of the Listing Manual specifies that a listed company shall notify the SGX-ST of all purchases or acquisitions of its shares not later than 9.00 a.m.:

(a) in the case of a Market Purchase, on the Market Day following the day on which the Market Purchase was made, and

(b) in the case of an Off-Market Purchase under an equal access scheme, on the second Market Day after the close of acceptances of the offer for the Off-Market Purchase.

The notification of such purchases or acquisition of Shares to the SGX-ST shall be in such form and shall include such details that the SGX-ST may prescribe. The Company shall make arrangements with its stockbrokers to ensure that they provide the Company in a timely fashion the necessary information which will enable the Company to make the notifications to the SGX-ST.

2.7 Source of Funds

The Companies Act permits the Company to purchase its Shares out of capital, as well as from its distributable profits so long as the Company is solvent.

The Company intends to use internal sources of funds, or a combination of internal resources and external borrowings, to finance purchases of Shares pursuant to the Share Buyback Mandate.

2.8 Financial Effects

It is not possible for the Company to realistically calculate or quantify the amount of financing required for the Company to purchase or acquire its Shares and the impact of such purchases or acquisitions of Shares that may be made pursuant to the Share Buyback Mandate on the net asset value and EPS as the resultant effect would depend on, *inter alia*, whether the purchase is made out of capital or profits, the price paid for such Shares, the amount (if any) borrowed by the Company to fund the purchases, the aggregate number of Shares purchased or acquired and the Shares purchased are cancelled.

Under the Companies Act, purchases of Shares by the Company may be made out of the Company's capital or profits so long as the Company is solvent. Where the consideration paid by the Company for the purchase of Shares is made out of profits, such consideration (including brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) will correspondingly reduce the amount available for the distribution of cash dividends by the Company. Where the consideration paid by the Company for the purchase of Shares is made out of capital, the amount available for the distribution of cash dividends by the Company will not be reduced.

The Directors do not propose to exercise the Share Buyback Mandate to such extent that it would materially affect the working capital requirements or the gearing of the Company. The purchase of Shares will only be effected after considering relevant factors such as the working capital requirement, availability of financial resources, the expansion and investment plans of the Group and the prevailing market conditions. The proposed Share Buyback Mandate will be exercised with a view to enhancing the earnings and/or the Net asset value per Share of the Group.

For illustrative purposes only, the financial effects of the Share Buyback Mandate on the Company and the Group, based on the audited financial accounts of the Group for the financial year ended 31 December 2020 are based on the assumptions set out below:

(a) based on 58,479,296 Shares in issue as at the Latest Practicable Date and assuming no further Shares are issued on or prior to the AGM, not more than 5,847,929 Shares (representing 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company as at that date) may be purchased by the Company pursuant to the proposed Share Buyback Mandate;

(b) in the case of Market Purchases by the Company and assuming that the Company purchases the 5,847,929 Shares at the Maximum Price of 48.72 cents for one Share (being the price equivalent to 5% above the Average Closing Market Price of the Shares for the five Market Days on which transactions in the Shares were recorded immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase of the 5,847,929 Shares (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) is approximately S$2.849 million; and

(c) in the case of Off-Market Purchases by the Company and assuming that the Company purchases the 5,847,929 Shares at the Maximum Price of 61.20 cents for one Share (being the price equivalent to 120% above the Highest Last Dealt Price of the Shares as recorded on the Trading Day on which there were trades in the Shares immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase of the 5,847,929 Shares (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) is approximately S$3.579 million.

For illustrative purposes only, and based on the assumptions set out in sub-paragraphs (a) to (c) above and assuming that (i) the purchase of Shares is financed by internal sources of funds of approximately S$3.579 million available as at 31 December 2020; (ii) the Share Buyback Mandate had been effective on 1 January 2020; and (iii) the Company had purchased the 5,847,929 Shares (representing 10 per cent. of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company as at the Latest Practicable Date) on 1 January 2020, the financial effects of the purchase of the 5,847,929 Shares by the Company pursuant to the Share Buyback Mandate by way of purchases made entirely out of internal resources and cancelled on the audited financial accounts of the Company and the Group for the financial year ended 31 December 2020 are set out below:

	Group			Company		
		After Share Buy Back			After Share Buy Back	
	Before Share Buy Back	Market Purchase	Off-Market Purchase	Before Share Buy Back	Market Purchase	Off-Market Purchase
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
As at 31 December 2020						
Share Capital	51,758	49,642	49,100	51,758	49,642	49,100
Accumulated losses	(8,549)	(8,549)	(8,549)	(31,958)	(31,958)	(31,958)
Foreign currency translation reserve	(6,968)	(6,968)	(6,968)	-	-	-
Equity attributable to the equity holders of the Company	36,241	34,125	33,583	19,800	17,684	17,142
Net Asset Value (excluding non-controlling interests)	36,241	34,125	33,583	19,800	17,684	17,142
Current Assets	72,652	70,536	69,994	11,461	9,345	8,803
Current Liabilities	43,938	43,938	43,938	6,207	6,207	6,207
Cash and cash equivalents	30,649	28,533	27,991	8,509	6,393	5,851
Total Borrowings	2,714	2,714	2,714	1,679	1,679	1,679
Total issued number of Shares[1] ('000)	58,479	52,631	52,631	58,479	52,631	52,631
Profit attributable to equity holders of the Company	6,327	6,327	6,327	255	255	255
Financial Ratios						
Net Asset Value (excluding non-controlling interests) per Share [2] (US cents)	61.97	64.84	63.81	33.86	33.60	32.57
Gearing [3] (%)	7.5%	8.0%	8.1%	8.5%	9.5%	9.8%
Current Ratio [4] (times)	1.65	1.61	1.59	1.85	1.51	1.42
Earnings Per Share [5] (US cents) :						
Basic	10.82	12.02	12.02	0.44	0.48	0.48

Notes :

(1) The Shares bought back are cancelled.

(2) Net Asset Value (excluding non-controlling interests) per Share is based on 58,479,296 Shares and 52,631,367 Shares for Before Share Buyback and After Share Buyback respectively.

(3) Gearing is computed by dividing Total Borrowings (including bank borrowings and lease liabilities) with Equity attributable to the equity holders of the Company.

(4) Current Ratio is computed by dividing Current Assets with Current Liabilities.

(5) Earnings Per Share is based on 58,479,296 Shares and 52,631,367 Shares for Before Share Buyback and After Share Buyback respectively.

Shareholders should note that the financial effects set out above are purely for illustrative purposes only. Although the proposed Share Buyback Mandate would authorise the Company to purchase or acquire up to 10% of the total number of issued Shares, the Company may not necessarily purchase or acquire or be able to purchase or acquire the entire 10% of the total number of issued Shares.

2.9 Listing Rules of the SGX-ST

Under the Listing Rules, a listed company may purchase shares by way of Market Purchases at a price per share which is not more than 5% above the "average closing market price", being the average of the closing market prices of a share over the last five Market Days on which transactions in the shares were recorded, before the day on which the purchases were made (which is deemed to be adjusted for any corporate action that occurs after such five-Market Day period). The Maximum Price for a Share in relation to Market Purchases by the Company, referred to in paragraph 2.4 above, conforms to this restriction.

While the Listing Rules do not expressly prohibit purchase of shares by a listed company during any particular time or times, because the listed company would be considered an "insider" in relation to any buyback of its shares, the Company will not buy any Shares after a price sensitive development has occurred or has been the subject of a decision until such time as the price sensitive information has been publicly announced. In particular, the Company will not purchase or acquire any Shares through Market Purchases or Off Market Purchases during the period of one month immediately preceding the announcement of the Company's financial statement for the half financial year and full financial year, as the case may be.

The Company is required under Rule 723 of the Listing Manual, to ensure that at least 10% of any class of its listed securities are held by public shareholders. "Public" is defined under the Listing Manual as persons other than the Directors, chief executive officer, substantial shareholders or controlling shareholders of the Company and its subsidiaries, as well as the associates (as defined in the Listing Manual) of such persons.

As at the Latest Practicable Date, there are 25,097,317 Shares in the hands of the public (as defined in the Listing Rules), representing approximately 42.92% of the issued Shares of the Company. Assuming that pursuant to the Share Buyback Mandate, the Company purchases its Shares through Market Purchases or Off Market Purchases from the public (as defined in the Listing Manual) up to the full 10% limit, the number of Shares in the hands of the public would be reduced to 19,249,388 Shares, representing approximately 32.92% of the issued Shares of the Company.

In undertaking any purchase of its Shares, the Directors will use their best efforts to ensure that a sufficient number of Shares remain in public hands so that the Share Buybacks will not adversely affect the listing status of the Shares on the SGX-ST, cause market illiquidity or adversely affect the orderly trading of the Shares.

2.10 Take-over Code Implications

Pursuant to Rule 14 of the Take-over Code, a person will be required to make a general offer for a public company if:

(a) he acquires 30% or more of the voting rights of the company; or

(b) he holds between 30% and 50% of the voting rights of the company and he increases his voting rights in the company by more than 1% in any six-month period.

If the proportionate shareholding in the voting capital of the company of a shareholder and persons acting in concert with him increases as a result of the company buying back its shares, such increase will be treated as an acquisition for the purposes of Rule 14 of the Take-over Code. If such increase results in the shareholder and persons acting in concert with him obtaining or consolidating effective control of the company, they may be obliged to make a take-over offer under Rule 14 of the Take-over Code.

Under the Take-over Code, the following persons are deemed to be acting in concert unless the contrary is established:

(i) a company with its parent company, subsidiaries, its fellow subsidiaries, any associated companies of the above companies, any company whose associated companies include any of the above companies and any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights;

(ii) a company with any of its directors, together with their close relatives, related trusts and any companies controlled by any of the directors, their close relatives and related trusts;

(iii) a company with any of its pension funds and employee share schemes;

(iv) a person with any investment company, unit trust or other fund in respect of the portion which the person manages on a discretionary basis;

(v) a financial or other professional advisor, with its client in respect of the shareholdings of the advisor and the persons controlling, controlled by or under the same control as the advisor; and all the funds which the advisor manages on a discretionary basis, where the shareholdings of the advisor and any of those funds in the client total 10% or more of the client's equity share capital;

(vi) directors of a company, together with their close relatives, related trusts and companies controlled by any of them, which is subject to an offer or where they have reason to believe a *bona fide* offer for their company may be imminent;

(vii) partners; and

(viii) an individual, his close relatives, his related trusts, any person who is accustomed to act according to his instructions, companies controlled by any of the above persons and any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights.

For this purpose, ownership or control of at least 20% but not more than 50% of the equity share capital of the company will be regarded as the test of associated company status.

The circumstances under which Shareholders (including Directors) and persons acting in concert with them respectively will incur an obligation to make a take-over offer under Rule 14 of the Take-over Code after a purchase or acquisition of Shares by the Company are set out under Appendix 2 of the Take-over Code.

Generally, the effect of Rule 14 and Appendix 2 of the Take-over Code is that, unless exempted, Directors of the Company and persons acting in concert with them will incur an obligation to make a take-over offer under Rule 14 of the Take-over Code if, as a result of the Company purchasing or acquiring the Shares, the voting rights of such Directors and their concert parties would increase to 30% or more, or in the event that such Directors and their concert parties hold between 30% and 50% of the Company's voting rights, if the voting rights of such Directors and their concert parties would increase by more than 1% in any period of six months.

Under Appendix 2 of the Take-over Code, a Shareholder who is not acting in concert with the Directors will not be required to make a take-over offer under Rule 14 of the Take-over Code if, as a result of the Company buying back its own Shares, the voting rights of the shareholder will increase to 30% or more, or, if he holds between 30% and 50% of the Company's voting rights, his voting rights increase by more than 1% in any period of six months as a result of the Company buying back its Shares.

In addition, under Appendix 2 of the Take-over Code, a Shareholder and persons acting in concert with him will incur an obligation to make a take-over offer after a Share Buyback if, *inter alia,* their voting rights increase to 30% or more as a result of a Share Buyback by the Company and they acquire any Shares between the date of the notice of resolution to authorise the Share Buyback Mandate and the next AGM of the Company, or, if they already hold between 30% and 50% of the Company's voting rights and as a result of a Share Buyback by the Company their voting rights increase by more than 1% in any period of six months and they acquire Shares between the date of the notice of resolution to authorize the Share Buyback Mandate and the next AGM of the Company.

Based on the substantial shareholder notifications received by the Company as at the Latest Practicable Date from the substantial Shareholders as set out in paragraph 3 below, none of the substantial Shareholders would become obliged to make a take-over offer for the Company under Rule 14 of the Take-over Code as a result of any purchase or acquisition of Shares by the Company pursuant to the Share Buyback Mandate of the maximum limit of 10% of the total number of issued Shares of the Company as at the date of the AGM at which the Share Buyback Mandate is approved.

Shareholders who are in any doubt as to whether they would incur any obligations to make a take-over offer as a result of any purchase of Shares by the Company pursuant to the proposed Share Buyback Mandate are advised to consult their professional advisors and/or the Securities Industry Council of Singapore before they acquire any Shares during the period when the proposed Share Buyback Mandate is in force.

2.11 Previous Share Buyback

There was no share bought back during the 12-month period preceding the Latest Practicable Date.

3. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTEREST

As at the Latest Practicable Date, the interests of Directors and Substantial Shareholders of the Company are as follows.

	Direct interest		Deemed interest	
	Number of Shares	**% of total issued shares**	**Number of Shares**	**% of total issued shares**
Directors				
Janet LC Tan	31,469,364	53.81	319,833	0.55
Tan Lay Yong Jenny	-	-	360,070	0.62
Irene Tay Gek Lim	525,800	0.90	-	-
Yam Mow Lam	23,750	0.04	-	-
Choh Thian Chee Irving	7,500	0.01	-	-

Note :

1. Based on the 58,479,296 shares as at Latest Practicable Date.

4. ANNUAL GENERAL MEETING

The AGM, notice of which is set out on pages 104 to 110 of the Annual Report, will be convened and held by way of electronic means on Tuesday, 27 April 2021 at 3.00 p.m. for the purpose of considering and, if thought fit, passing the Ordinary Resolution, with or without any modification, Ordinary Resolution 8 on the renewal of the Share Buyback Mandate as set out in the notice of AGM.

5. DIRECTORS' RECOMMENDATION

The Directors are of the opinion that the proposed renewal of the Share Buyback Mandate is in the best interests of the Company and recommend that Shareholders vote in favour of the Ordinary Resolution as set out in the notice of AGM.

6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Letter and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Letter constitutes full and true disclosure of all material facts about the proposed Share Buyback Mandate, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Letter misleading. Where information in this Letter has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Letter in its proper form and context.

7. DOCUMENTS FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company during normal business hours up to and including the date of the AGM:

(a) the Company's Constitution; and

(b) the Annual Report for the year ended 31 December 2020.

Yours faithfully,
A-SONIC AEROSPACE LIMITED
For and on behalf of the Board of Directors

Loo Keat Choon
Company Secretary

DEFINITIONS

In this Letter, the following definitions apply throughout unless otherwise stated:

"AGM"	:	The annual general meeting of the Company
"Constitution"	:	The Constitution of the Company as amended, supplemented or modified from time to time
"CDP"	:	The Central Depository (Pte) Limited
"Companies Act"	:	The Companies Act, Chapter 50 of Singapore, as amended or modified from time to time
"Company"	:	A-Sonic Aerospace Limited
"Director"	:	A director of the Company as at the date of this Letter
"EPS"	:	Earnings per Share
"Group"	:	The Company and its subsidiaries
"Latest Practicable Date"	:	15 March 2021, being the latest practicable date prior to the printing of this Letter
"Listing Manual"	:	The Listing Manual of the SGX-ST, as amended and modified from time to time
"Listing Rules"	:	The listing rules of the SGX-ST as set out in the Listing Manual
"Market Day"	:	A day on which the SGX-ST is open for trading of securities
"NAV"	:	Net asset value (excluding non-controlling interests)
"Relevant Period"	:	The period commencing from the date on which the last AGM of the Company was held and expiring on the date the next AGM of the Company is held or is required by law to be held, whichever is the earlier, after the date the resolution relating to the Share Buyback Mandate is passed
"Registrar"	:	The Registrar of Companies
"SGX-ST"	:	Singapore Exchange Securities Trading Limited
"Share Buyback"	:	Buyback of Shares by the Company pursuant to the Share Buyback Mandate
"Share Buyback Mandate"	:	A general mandate given by Shareholders to authorise the Directors to purchase, on behalf of the Company, Shares in accordance with the terms set out in this Circular as well as the rules and regulations set forth in the Companies Act and the Listing Rules
"Shareholders"	:	Registered holders for the time being of the Shares (other than the CDP), or in the case of depositors, depositors who have Shares entered against their name in the Depository Register

"Shares"	:	Ordinary shares in the share capital of the Company
"subsidiary"	:	A company which is for the time being a subsidiary of the Company as defined by Section 5 of the Companies Act
"*subsidiary holdings*"	:	Shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act, Chapter 50 of Singapore
"Take-over Code"	:	The Singapore Code on Take-overs and Mergers, as amended or modified from time to time
"S$" and *"cents"*	:	Singapore dollars and cents, respectively
"*US$*" and "*US cents*"	:	United States dollars and United States cents, respectively
"%"	:	Percentage or per centum