



ASTI Holdings Limited

(Incorporated in the Republic of Singapore)
(Company Registration No. 199901514C)
(the “Company”)

RECEIPT ON 19 JULY 2023 OF NOTICE OF EXTRAORDINARY GENERAL MEETING PURSUANT TO SECTION 177 OF THE COMPANIES ACT 1967 OF SINGAPORE (THE “JULY REQUISITION”)

- SIAS DIALOGUE SESSION WITH ASTI MANAGEMENT, BOARD AND SHAREHOLDERS

1. The Company refers to the announcements made on 20 July 2023 (the “**20 July Announcement**”), 24 July 2023 (the “**24 July Announcement**”), 31 July 2023 (the “**31 July Announcement**”) and 14 August 2023 (the “**14 August Announcement**”), all of which relate to the July Requisition.

The Company also refers to:

- (a) the announcement made earlier today, 16 August 2023 (the “**FY2021 Results Announcement**”) where the Company announced the audited financial results of the Group for the financial year ended 31 December 2021 (the “**FY2021 Audited Results**”); and
- (b) the announcement made earlier today, 16 August 2023 (the “**AGM Announcement**”), where the Company called the Annual General Meeting which is to be held at 2.00pm on 31 August 2023 (the “**FY2021 AGM**”)

Unless the context otherwise requires, terms defined or incorporated as defined in the 14 August Announcement have the same meanings in this Announcement.

2. The Company is pleased to inform all shareholders that, at the Company’s request, the Securities Investors Association (Singapore) (“**SIAS**”) is organising a Dialogue (the “**SIAS Dialogue**”) to enable all shareholders to meet and engage with representatives of the Board of Directors, the Management of the Company, and other shareholders of the Company:

Event Title: **SIAS Dialogue Session with ASTI Management, Board and Shareholders**
Date and Time: **Monday 21 August 2023, 7.00pm**
Venue: **160 Robinson Rd, #06-01 SBF Center, Singapore 068914**

3. A copy of the SIAS notice informing of the SIAS Dialogue is attached with this Announcement as Annex A.

The Board welcomes registrations for the dialogue and looks forward to relevant questions from registered shareholders, in the spirit of discussion and openness to address recent corporate developments including the Potential Exit Offer taking place amid a directed delisting of the Company.

Shareholders of the Company may register online if he/she wishes to attend the SIAS Dialogue.

4. The Board has invited representatives of the Potential Offeror under the potential exit offer, Prospera Alliance Pte. Ltd. (“**Prospera**” or the “**Potential Offeror**”), to attend the SIAS Dialogue and present their views and to provide any clarification (to the extent allowable by the rules, bearing in mind that the Potential Offeror must comply with the rules and practices relating to takeover offers in Singapore and also any rules applicable to the members of the Potential Offer Consortium).

5. Meanwhile, the Board encourages all shareholders to attend the Annual General Meeting (FY2021 AGM) personally or by proxy (details of which were announced by the Company earlier today, and the date, time and venue are set out below for convenient reference), to participate in the discussions as well as to exercise their voting rights. In this regard, the Board views the SIAS Dialogue as an opportunity to clarify and understand better the Company and the current state of the Group, before the shareholders attend the FY2021 AGM. As announced earlier today, the FY2021 AGM will be held:

Annual General Meeting (FY2021 AGM)

Date and Time: Thursday 31 August 2023, 2.00 p.m.
Venue: Lifelong Learning Institute
Event Hall 2-1 (Level 2)
11 Eunos Road 8, Singapore 408601.

6. The Board reminds all shareholders that, as announced in the 14 August Announcement, the extraordinary general meeting (the “**Proposed EGM**”) originally intended to be called by 4 shareholders – namely, Mr Ng Yew Nam, Mr. Lim Chee San, Mr. Toh Cheng Hai and Mr. Ng Kok Hian (the “**Requisitioning Shareholders**”) - and originally scheduled to be held on 22 August 2023 is invalidly called and the Proposed EGM itself is invalid. Therefore, the Proposed EGM will not be recognized as a proper or valid extraordinary general meeting of the Company; any resolution purported to be passed at the Proposed EGM (assuming it is carried on to be held by the Requisitioning Shareholders) will therefore not constitute a valid resolution of the shareholders of the Company and shall have no effect on the Company or its general body of shareholders.
7. The Board also informs that the Requisitioning Shareholders had held out that they will be having a dialogue this evening (the “**RS Dialogue**”). As soon as the Board became aware of the organisation of the RS Dialogue, it had written to the Requisitioning Shareholders of the intention of representatives of the Board and or the Potential Offeror to attend and to make presentations. However, the Requisitioning Shareholders have not replied the Board on this; the message conveyed to the Board is that neither the representatives of the Board nor those of the Potential Offeror are welcome to the RS Dialogue. The Board has therefore informed the Requisitioning Shareholders (among other matters) that:
- (a) not wishing to foment contention or, worse, a confrontation, the representatives of the Board and of the Potential Offeror will not be turning up at the RS Dialogue; and
 - (b) while the Requisitioning Shareholders are keen to convey their point of view, they appear to be afraid that the Board might be able to counter their desired narrative; by so doing the Requisitioning Shareholders avoid giving the shareholders who attend the RS Dialogue a complete (or even an incomplete but more balanced) overview of matters relating to the Company and the Group.

The shares in the Company have been suspended from trading on the Singapore Exchange Securities Trading Limited since 5 July 2022.

Shareholders are advised to exercise caution when dealing or trading in the shares of the Company, Shareholders are advised to read this Announcement, previous announcements, and any further announcements by the Company carefully. When in doubt as to the action they should take, shareholders should consult their stock brokers, bank managers, solicitors, accountants or other professional advisers.

By Order of the Board

DR. KRIENGSACK CHAREONWONGSAK
NON-EXECUTIVE CHAIRMAN
ASTI HOLDINGS LIMITED

16 August 2023

Annex






ASTI Holdings Shareholders Only

SIAS Dialogue Session with ASTI Management, Board and Shareholders

IN-PERSON EVENT



 **21 August 2023, Monday**
 **7.00pm - 8.00pm SGT**
 **SBF Center**
160 Robinson Road, Singapore 068914

[Register Now](#)

Shareholders are invited to meet with the ASTI Management and Board to get an update on the developments, overview on the FY21 results as well as resolutions pertaining to the exit offer.

MEET THE MANAGEMENT



Mr Anthony Loh
Executive Director,
Acting CEO and CFO



**Dato' Sri Mohd Sopiyan
B Mohd Rashdi**
Independent Director



**Dr Kriengsak
Chareonwongsak**
Non-Executive Chairman



**Mr Theerachai
Leenabanchong**
Non-Executive and Non-
Independent Director



Mr Charlie Jangvijitkul
Independent Director

SIAS MODERATOR



Mr Mark Laudi
CEO
Hong Bao Media



Registration closes on 18 August 2023, Friday, 12.00pm

Registration will be accepted on a first-come, first-served basis. Only ASTI Holdings Limited Shareholders will receive confirmation at least one (1) day prior to the event date.

[Register Now](#)

This event is organised and moderated by:



We ask thoroughly researched questions to listed companies on behalf of retail investors. These sessions are organised to help retail investors understand more about the changes and updates in their investments.