

# NEXT-GENERATION SATELLITE COMMUNICATIONS LIMITED



(Registration No.: 196400100R)  
(Incorporated in the Republic of Singapore)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting ("AGM") of Next-Generation Satellite Communications Limited (the "Company") will be held at SAFRA Toa Payoh, Lor 6 Toa Payoh, Singapore 319387 on Wednesday, 21 December 2016 at 2.00 p.m., to transact the following businesses:-

### ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and financial statements for the financial year ended 31 March 2015 together with the Auditors' Report thereon. **(Resolution 1)**
2. To re-elect the following Directors retiring under the Company's Constitution:
  - (i) Mr Andrew Coulton (Regulation 91) [See Explanatory Note (i)] **(Resolution 2)**
  - (ii) Mr Lye Meng Yiau (Regulation 91) [See Explanatory Note (ii)] **(Resolution 3)**
  - (iii) Mr Lai Chik Fan (Regulation 91) [See Explanatory Note (iii)] **(Resolution 4)**
3. To approve payment of the sum of S\$145,000 in cash as part payment of Directors' Fees for the financial year ended 31 March 2015. [See Explanatory Note (iv)] **(Resolution 5)**
4. To re-appoint Messrs RT LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 6)**
5. To transact any other business that may be properly transacted at an Annual General Meeting.

### Explanatory Notes:

- (i) Mr Andrew Coulton will, upon re-election as a Director of the Company, remain as the Non-Executive Non-Independent Chairman of the Company. Further information on Mr Andrew Coulton can be found in the Annual Report 2015.
- (ii) Mr Lye Meng Yiau will, upon re-election as a Director of the Company, remain as the Executive Director of the Company. Further information on Mr Lye Meng Yiau can be found in the Annual Report 2015.
- (iii) Mr Lai Chik Fan will, upon re-election as a Director of the Company, remain as the Non-Executive Director of the Company and member of the Nominating Committee and Remuneration Committee of the Company. Further information on Mr Lai Chik Fan can be found in the Annual Report 2015.
- (iv) This resolution is to approve the cash payment of S\$145,000 as part of the Directors' Fees for the financial year ended 31 March 2015. The remaining proposed Directors' Fees for the financial year ended 31 March 2015 comprise S\$169,200 to be paid in the form of shares of the Company which is subject to the approval of Shareholders of the Company for issue of the shares of the Company to be obtained in a separate general meeting to be convened by the Company. A circular to the Shareholders will be issued accordingly.

### BY ORDER OF THE BOARD

**Andrew Coulton**

Non-Executive Non-Independent Chairman

Date: 6 December 2016

### Notes:

- (i) A member of the Company entitled to attend and vote at the AGM may appoint not more than two (2) proxies to attend and vote instead of him.
- (ii) Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing the proxies. A proxy need not be a member of the Company.
- (iii) Intermediaries such as banks and capital markets services licence holders which provide custodial services and are members of the Company may appoint more than two proxies provided that each proxy is appointed to exercise the rights attached to different shares held by the member. Where such member appoints more than two (2) proxies, the number and class of shares to be represented by each proxy must be stated.
- (iv) If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.
- (v) The instrument appointing a proxy must be deposited at the Registered Office of the Company at 30 Raffles Place, #19-04 Chevron House, Singapore 048622, not less than 48 hours before the time appointed for holding the AGM.
- (vi) A Depositor's name must appear on the Depositor Register maintained by The Central Depositor (Pte) Limited as at 72 hours before the time fixed for holding the above Meeting in order for the Depositor to be entitled to attend and vote at the above Annual General Meeting.

### Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's and its proxy(ies)'s or representative(s)'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 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (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 express consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, (iii) undertakes that the member will only use the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iv) 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. Your and your proxy and/or representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the Purposes, and retained for such period as may be necessary for the Company's verification and record purposes.