

**CIRCULAR DATED 1 APRIL 2025**

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY. IF YOU ARE IN ANY DOUBT ABOUT ITS CONTENTS OR THE COURSE OF ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR BANK MANAGER, STOCKBROKER, SOLICITOR, ACCOUNTANT, OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.**

If you have sold or transferred all your Shares (as defined herein) held through CDP (as defined herein), you need not forward this Circular, together with the Notice of Extraordinary General Meeting and the enclosed Proxy Form to the purchaser or transferee, as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee. If you have sold or transferred all your Shares which are not deposited with CDP, you should immediately forward the Circular, together with the Notice of Extraordinary General Meeting and the enclosed Proxy Form, to the transferee or the bank, stockbroker or agent through whom you effected the sale or transfer, for onward transmission to the purchaser or the transferee. However, such documents should not be forwarded or transmitted to any jurisdiction outside of Singapore.

This Circular has been reviewed by the Company's sponsor, Asian Corporate Advisors Pte. Ltd. (the "**Sponsor**"). This Circular has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this Circular.

The contact person for the Sponsor is Mr. Liao H.K. at 160 Robinson Road, #21-05 SBF Center, Singapore 068914. Telephone number: (65) 6221 0271.



## **ACESIAN PARTNERS LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 199505699D)

### **CIRCULAR TO SHAREHOLDERS**

#### **IN RELATION TO**

#### **THE PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY**

#### **IMPORTANT DATES AND TIMES**

Last date and time for lodgement of Proxy Form : 23 April 2025 at 10.45 a.m.

Date and time of Extraordinary General Meeting : 25 April 2025 at 10.45 a.m. (or immediately after the conclusion of the Company's Annual General Meeting to be held at 10.00 a.m. on the same day)

Place of Extraordinary General Meeting : 33 Mactaggart Road,  
#04-00 Lee Kay Huan Building,  
Singapore 368082

---

## CONTENTS

---

	<b>Page</b>
<b>DEFINITIONS .....</b>	<b>3</b>
<b>LETTER TO SHAREHOLDERS</b>	
1. INTRODUCTION .....	5
2. THE PROPOSED AMENDMENTS TO THE CONSTITUTION .....	5
3. DIRECTORS AND SUBSTANTIAL SHAREHOLDERS' INTERESTS .....	9
4. DIRECTORS' RECOMMENDATION .....	9
5. EXTRAORDINARY GENERAL MEETING .....	10
6. ACTION TO BE TAKEN BY SHAREHOLDERS .....	10
7. DIRECTORS' RESPONSIBILITY STATEMENT .....	10
8. DOCUMENTS AVAILABLE FOR INSPECTION .....	10
<b>APPENDIX .....</b>	<b>11</b>
<b>NOTICE OF EXTRAORDINARY GENERAL MEETING .....</b>	<b>N-1</b>
<b>PROXY FORM</b>	

---

## DEFINITIONS

---

In this Circular, the following definitions shall apply throughout unless otherwise stated or the context otherwise requires:

<b>“Board”</b>	:	The board of Directors of the Company as at the Latest Practicable Date
<b>“Catalist Rules”</b>	:	The SGX-ST Listing Manual Section B: Rules of Catalist, as amended, modified or supplemented from time to time
<b>“CDP”</b>	:	The Central Depository (Pte) Limited
<b>“Circular”</b>	:	This circular to Shareholders dated 1 April 2025
<b>“Companies Act”</b>	:	The Companies Act 1967 of Singapore, as amended, modified, or supplemented from time to time
<b>“Company”</b>	:	Acesian Partners Limited
<b>“Constitution”</b>	:	The constitution of the Company, as the same may be amended, varied or supplemented from time to time
<b>“Director(s)”</b>	:	The director(s) of the Company as at the Latest Practicable Date
<b>“EGM” or “Extraordinary General Meeting”</b>	:	The extraordinary general meeting of the Company to be convened, notice of which is set out on pages N-1 to N-3 of this Circular
<b>“FY2024”</b>	:	Financial year ended 31 December 2024
<b>“Latest Practicable Date”</b>	:	18 March 2025, being the latest practicable date prior to the publication of this Circular
<b>“Notice”</b>	:	The notice of EGM as set out on pages N-1 to N-3 of this Circular
<b>“Proposed Amendments to the Constitution”</b>	:	The proposed amendments to the Company’s Constitution of the Company as described in Section 2 of this Circular
<b>“Register of Members”</b>	:	The register of members of the Company
<b>“Securities Account”</b>	:	A securities account maintained by a depositor with CDP, but which does not include a securities sub-account maintained with a depository agent
<b>“SFA”</b>	:	The Securities and Futures Act 2001 of Singapore, as amended, modified, or supplemented from time to time
<b>“SGX-ST”</b>	:	Singapore Exchange Securities Trading Limited
<b>“Shareholders”</b>	:	Registered holders of Shares in the Register of Members of the Company, except that where the registered holder is CDP, the term <b>“Shareholders”</b> shall, where the context admits, mean the persons named as depositors in the Depository Register maintained by CDP and into whose Securities Accounts those Shares are credited
<b>“Shares”</b>	:	Ordinary share(s) in the issued and paid-up share capital of the Company

---

## DEFINITIONS

---

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them respectively in Section 81SF of the SFA. The term “**treasury shares**” shall have the meaning ascribed to it in Section 4 of the Companies Act.

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall, where applicable, include firms, corporations, and other entities.

Any reference in this Circular to any enactment is a reference to that statute or enactment for the time being amended or re-enacted up to the date of issue of this Circular. Any term defined under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof unless otherwise provided. Summaries of the provisions of any laws and regulations (including the Catalist Rules) contained in this Circular are of such laws and regulations (including the Catalist Rules) as at the date of issue of this Circular.

Any discrepancies in the tables included herein between the amounts in the columns of the tables and the totals thereof and relevant percentages (if any) are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them.

Any reference to a time of a day in this Circular shall be a reference to Singapore time unless otherwise stated.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular. All statements other than statements of historical facts included in this Circular are or may be forward looking statements. Forward-looking statements include but are not limited to those using words such as “**seek**”, “**expect**”, “**anticipate**”, “**estimate**”, “**believe**”, “**intend**”, “**project**”, “**plan**”, “**strategy**”, “**forecast**” and similar expressions or future or conditional verbs such as “**will**”, “**would**”, “**should**”, “**could**”, “**may**”, “**might**”. These statements reflect the Company’s current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions, taking into consideration currently available information. Such forward looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and the Company does not undertake any obligation to update publicly or revise any forward-looking statements.

Opal Lawyers LLC has been appointed as the legal adviser to the Company in relation to the Proposed Amendments to the Constitution.

---

## LETTER TO SHAREHOLDERS

---

### ACESIAN PARTNERS LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 199505699D)

#### Directors

Mr. Neo Gim Kiong (*Non-Executive Chairman and Lead Independent Non-Executive Director*)  
Mr. Loh Yih (*Executive Director and Managing Director*)  
Mr. Quek Pok Yeow, Stephen (*Independent Non-Executive Director*)  
Mr. Ho Ta-Huang (*Non-Independent Non-Executive Director*)

#### Registered Office:

33 Mactaggart Road  
#04-00 Lee Kay Huan Building  
Singapore 368082

1 April 2025

To: **Shareholders of Acesian Partners Limited**

Dear Shareholders,

#### THE PROPOSED AMENDMENTS TO THE CONSTITUTION

##### 1. INTRODUCTION

- 1.1** The Directors propose to convene an EGM to be held on 25 April 2025 to seek the approval of the Shareholders for the Proposed Amendments to the Constitution. The Notice of EGM is set out on pages N-1 to N-3 of this Circular.
- 1.2** The purpose of this Circular is to set out the rationale for information pertaining to the Proposed Amendments to the Constitution to be tabled at the EGM.
- 1.3** Shareholders are advised that the SGX-ST assumes no responsibility for the accuracy of any of the statements made, opinions expressed or reports contained in this Circular.

##### 2. THE PROPOSED AMENDMENTS TO THE CONSTITUTION

###### 2.1 Rationale for the Proposed Amendments to the Constitution

On 31 March 2017, amendments to the Catalist Rules came into effect to, *inter alia*, enable listed companies to use electronic communications to transmit annual reports and other documents to their shareholders, provided such companies have obtained consent, whether express, deemed or implied, from the relevant shareholder(s).

Rule 730 of the Catalist Rules provides that if an issuer amends its Constitution or other constituent documents, they must be made consistent with all the listing rules prevailing at the time of amendment.

As such, the Company is proposing to amend its Constitution to:

- (i) allow for electronic transmission of circulars and annual reports to Shareholders, to promote environmental sustainability and enable greater efficiency and cost savings;
- (ii) allow for the Company and/or its agents and service providers to collect, use and disclose personal data of Shareholders and their appointed proxies or representatives;
- (iii) provide that the original instrument appointing a proxy, together with the original power of attorney or other authority, if any, to be deposited not less than seventy-two hours before the time appointed for the holding of the meeting;

---

## LETTER TO SHAREHOLDERS

---

- (iv) provide that the Directors may approve and implement voting methods to allow Shareholders the option to vote in absentia, including but not limited to voting by mail, electronic mail or facsimile; and
- (v) adopt the use of technology that allows a person to participate in a meeting without being physically present at the place of meeting), subject to applicable laws and Listing Rules; and
- (vi) align its Constitution with the prevailing rules of the Catalist Rules as at the Latest Practicable Date, in compliance with Rule 730.

The Proposed Amendments to the Constitution, struck through for deletions and underlined for insertions, are set out in full in the Appendix to this Circular and are subject to Shareholders' approval by special resolution at the EGM. If approved by Shareholders, the Proposed Amendments to the Constitution will become effective immediately after the EGM.

### 2.2 Summary of the Proposed Amendments to the Constitution

The following is a summary of the Proposed Amendments to the Constitution, and should be read in conjunction with the Appendix to this Circular.

#### Regulation 140

It is proposed that Regulation 140 be amended to provide for the electronic transmission of documents (including notices, circulars and annual reports) following the introduction of simplified procedures for the sending of documents electronically pursuant to Rule 1206 of the Catalist Rules and Section 387C of the Companies Act, as set out in the Appendix to this Circular. Companies can, subject to certain statutory and Catalist Rules safeguards, make use of these simplified procedures where a shareholder has given express, implied or deemed consent for such companies to do so.

The Company regards express consent as being given where a shareholder gives notice in writing to the Company that he consents to having documents transmitted to him via electronic communications.

There is deemed consent ("**Deemed Consent**") from a shareholder where:

- (i) the Constitution of the issuer:
  - a. provides for the use of electronic communications;
  - b. specifies the manner in which electronic communications is to be used; and
  - c. specifies that the shareholder will be given an opportunity to elect within a specified period of time, whether to receive such document by way of electronic communications or as a physical copy; and
- (ii) the issuer has separately notified the shareholder directly in writing on at least one occasion of the following:
  - a. that the shareholder has a right to elect, within a time specified in the notice from the issuer, whether to receive documents in either electronic or physical copies;
  - b. that if the shareholder does not make an election, documents will be sent to the shareholder by way of electronic communications;
  - c. the manner in which electronic communications will be used is the manner specified in the constitution or other constituent document of the issuer;

---

## LETTER TO SHAREHOLDERS

---

- d. that the election is a standing election, but that the shareholder may make a fresh election at any time; and
- e. until the shareholder makes a fresh election, the election that is conveyed to the issuer last in time prevails over all previous elections as the shareholder's valid and subsisting election in relation to all documents to be sent.

A shareholder has given implied consent ("**Implied Consent**") where the Constitution of the issuer:

- (i) provides for the use of electronic communications;
- (ii) specifies the manner in which electronic communications is to be used; and
- (iii) provides that the shareholder shall agree to receive such document by way of such electronic communications and shall not have a right to elect to receive a physical copy of such document.

However, Rule 1207 of the Catalist Rules provides that an issuer is still required to send certain documents to shareholders by way of physical copies. Such documents are as follows:

- (i) forms or acceptance letters that shareholders may be required to physically complete;
- (ii) notice of meetings, excluding circulars or letters referred in that notice;
- (iii) notices and documents relating to takeover offers and rights issues; and
- (iv) notices under Rules 1208 and 1209 of the Catalist Rules.

Rule 1208 of the Catalist Rules provides that where an issuer uses electronic communications to send a document to a shareholder, the issuer shall inform that shareholder as soon as practicable of how to request a physical copy of that document from the issuer. The issuer shall provide a physical copy of that document upon such request.

Rule 1209 of the Catalist Rules provides that where an issuer uses website publication as the form of electronic communications, the issuer shall separately provide a physical notification to shareholders notifying them of the following:

- (i) the publication of the document on the website;
- (ii) if the document is not available on the website on the date of notification, the date on which it will be available;
- (iii) the address of the website;
- (iv) the place on the website where the document maybe accessed; and
- (v) how to access the document.

### Relevant provisions of the Companies Act

Under Section 387C of the Companies Act, regulations may be made to exclude any notice or document or any class of notices or documents from the application of Section 387C, provide for safeguards for the use of electronic communications under Section 387C, and provide that a shareholder who is deemed to have consented to receive notices or documents by way of electronic communications may make a fresh election to receive such notice or document as a physical copy and the manner in which the fresh election may be made.

---

## LETTER TO SHAREHOLDERS

---

Certain safeguards for the use of the Deemed Consent and Implied Consent regimes are prescribed under Regulation 89C of the Companies Regulations. Regulation 89D of the Companies Regulations provides that notices and documents relating to any take-over offer of the Company and any rights issue by the Company are excluded from the application of Section 387C of the Companies Act.

### Proposed amendments to Regulation 140

Accordingly, Regulation 140 has been updated to clarify that:

- (i) notice and documents may be sent to Shareholders using electronic communications either to a Shareholder's current address (which may be an email address) or by making it available on a website;
- (ii) for these purposes, a shareholder is deemed to have agreed to receive such notices and documents by way of electronic communications and shall not have a right to elect to receive a physical copy of such notices and documents (this is the Implied Consent regime permitted under Section 387C of the Companies Act and Rule 1206(2) of the Catalist Rules); and
- (iii) notwithstanding sub-paragraph (ii) above, the Directors may, at their discretion, decide to give Shareholders an opportunity to elect to opt out of receiving such notices and documents by way of electronic communications, and a shareholder is deemed to have consented to receive such notices and documents by way of electronic communications if he was given such an opportunity but failed to opt out within the specified time (this is the Deemed Consent regime permitted under Section 387C of the Companies Act and Rule 1206(1) of the Catalist Rules).

Regulation 140 further provides that, subject to the Companies Act and the Catalist Rules, in the case of service on a website, the Company must give separate notice of the publication of the notice or document on that website and the manner in which the notice or document may be accessed, to Shareholders by any one or more of the following means: (1) sending such notice to them personally or through the post; (2) sending such notice using electronic communications to their current addresses (which may be email addresses); (3) by way of an advertisement in the daily press; and/or (4) by way of announcement on the SGX-ST.

The amendments to Regulation 140 will promote environment sustainability and enable greater efficiency and cost savings in the transmission of documents from the Company to the Shareholders. The Company will comply with the requirements of the Companies Act and the Catalist Rules if and when it decides to transmit notices and documents electronically to its Shareholders.

### Proposed amendments to Regulation 71

Regulation 71 has been updated to clarify that:

- (i) Proxy forms may be submitted by Shareholders through electronic means;
- (ii) The cut-off time for depositing the proxy form is 72 hours prior to the date of the meeting, in order to be aligned with the cut-off time for determining Shares entered against a Shareholder's name in the Depository Register; and
- (iii) if a Shareholder submits a proxy form and subsequently attends the meeting in person and votes, the appointment of the proxy is deemed to be revoked at the point when the Shareholder attends the meeting. This is in line with Paragraph 5.4 of Practice Note 7E of the Catalist Rules.



---

## LETTER TO SHAREHOLDERS

---

### Proposed addition of Regulations 62A and 64A (new regulations)

The current Constitution does not have any provisions allowing for convening shareholders' meetings remotely, nor does it allow for shareholders to attend such meetings via electronic methods.

The new Regulation 62A sets out, *inter alia*, that the Directors may decide to convene a meeting via electronic means to any extent, and for a person to participate in a meeting without being physically present at the place of meeting), subject to applicable laws and the Catalyst Rules.

The new Regulation 64A sets out, *inter alia*, that the Directors may approve and implement voting methods to allow members who are unable to vote in person at any general meeting the option to vote in absentia, including but not limited to voting by mail, electronic mail or facsimile.

### Proposed amendment to Regulation 148 and addition of Regulation 150 (new regulation)

In general, under the Personal Data Protection Act 2012, an organisation can only collect, use or disclose the personal data of an individual with the individual's consent, and for a reasonable purpose which the organisation has made known to the individual.

The new Regulation 150 sets out, *inter alia*, the purposes for which the Company and/or its agents and service providers can collect, use and disclose personal data of Shareholders and their appointed proxies or representatives in the new Constitution.

The proposed amendment to Regulation 148 provides that a Shareholder who appoints a proxy and/or a representative for any general meeting:

- (i) is deemed to have warranted that where such Shareholder discloses the personal data of such proxy and/ or representative to the Company (or its agents or service providers), such Shareholder has obtained the prior consent of such proxy and/or representative for the purposes specified in Regulation 150; and
- (ii) expressly agrees to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of such Shareholder's breach of warranty.

### Proposed amendment to Regulation 47

Regulation 47 has been updated to clarify that the Company's annual general meeting will be held within 4 months from the end of its financial year, in line with the prevailing provisions of the Companies Act and Appendix 4C of the Catalyst Rules.

### Proposed amendment to Regulation 96

Regulation 96 has been updated to clarify no person may act as alternate director for more than 1 Director, and that no Director may act as an alternate director, in line with Appendix 4C of the Catalyst Rules.

## **3. DIRECTORS AND SUBSTANTIAL SHAREHOLDERS' INTERESTS**

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Amendments to the Constitution, other than through their shareholdings in the Company.

## **4. DIRECTORS' RECOMMENDATION**

The Board, having carefully considered, among others, the rationale and terms of the Proposed Amendments to the Constitution, is of the view that the Proposed Amendments to the Constitution is in the best interests of the Company. The Board, therefore, recommend that Shareholders vote in favour of the special resolution relating to the Proposed Amendments to the Constitution to be proposed at the EGM.

---

## LETTER TO SHAREHOLDERS

---

### 5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages N-1 to N-3 of this Circular, will be held at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082 on 25 April 2025 at 10.45 a.m. (or immediately after the conclusion of the Company's Annual General Meeting to be held at 10.00 a.m. on the same day) for the purpose of considering and, if thought fit, passing with or without modifications, the special resolution to approve Proposed Amendments to the Constitution set out in the Notice of EGM.

### 6. ACTION TO BE TAKEN BY SHAREHOLDERS

#### 6.1 Appointment of Proxies

Shareholders should complete, sign and return the proxy form enclosed with the Notice of EGM in accordance with the instructions printed thereon by mail to the registered office of the Company at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082, as soon as possible and in any event, not later than 48 hours before the time fixed for the EGM.

#### 6.2 When Depositor Regarded as Shareholder

A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and to speak and vote thereat unless his/her/its name appears on the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by CDP to the Company.

### 7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Amendments to the Constitution, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading.

Where information in this Circular 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 Circular in its proper form and context.

### 8. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the Constitution of the Company are available for inspection by Shareholders at the registered office of the Company at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082 during normal business hours up to and including the date of the EGM.

Yours faithfully,

For and on behalf of  
the Board of Directors of  
**ACESIAN PARTNERS LIMITED**

Loh Yih  
Executive Director and Managing Director

---

## APPENDIX

---

The proposed amendments to the Constitution of the Company are set out below. It is proposed that the following Article in the Constitution be amended in the following manner where text in strikethrough indicates deletions from and underlined text indicates additions to the Constitution of the Company. References to “Articles” in this Appendix are references to the Constitution of the Company pursuant to Section 35 of the Companies Act effective 3 January 2016.

### **VOTE OF MEMBERS**

47. An Annual General Meeting shall be held once every year, at such time ~~(within a period not more than fifteen months after the holding of the last preceding Annual General Meeting)~~ and place as may be determined by the Directors. The interval between the close of a financial year of the Company and the date of the Annual General Meeting shall not exceed four months or such other period as may be prescribed by the Act, the listing rules or other legislation applicable to the Company from time to time (or within a period of not more than 6 months after the end of each financial year in the case that the Company ceases to be listed on the Designated Stock Exchange), unless otherwise waived by the Designated Stock Exchange or other regulatory authority as may be applicable. All other General Meetings shall be called Extraordinary General Meetings.
- 62A. Subject to compliance with relevant laws, regulations and the listing rules of the Designated Stock Exchange, any General Meeting may be held entirely, or to any extent as determined by the Directors, by any virtual or electronic audio-visual means of communication, whether in its entirety or linked to the main place of a General Meeting by such means, in such manner that all members and Directors participating in the General Meeting are able to adequately communicate with each other and vote, whether on a show of hands or by a poll. Participation in a General Meeting in the manner set out in this Article shall constitute presence in person of such member at such General Meeting and shall count towards the quorum, and a member shall be entitled to exercise all rights under a General Meeting. Such a General Meeting shall be deemed to take place where the largest group of members (or their proxy, or in the case of a corporation, their respective corporate representatives) present for purposes of the General Meeting is assembled or, if there is no such group, where the Chairman of the General Meeting is present. The Directors shall be entitled to require that all voting at the General Meeting be by way of instruments of proxy executed by the Members giving instructions to the Chairman of the General Meeting and/or in such other manner as the Directors may determine in their sole discretion. The Directors shall also be entitled to regulate the manner in which such General Meetings are to be held, including but not limited to procedures on identification of the member and requiring prior registration of the member prior to the General Meeting. The other Articles governing General Meetings shall apply mutatis mutandis to any General Meeting convened in the manner set out in this Article.
- 64A. Subject to these Articles and the provisions of the Act, the Directors may, at their sole discretion approve and implement, subject to such security measures as may be deemed necessary or expedient, such voting methods to allow members who are unable to vote in person at any general meeting the option to vote in absentia, including but not limited to voting by mail, electronic mail or facsimile.

---

## APPENDIX

---

71. (A) An instrument appointing a proxy must be left at such place or one of such places (if any) as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the meeting (or, if no place is so specified, at the Office) not less than ~~forty-eight hours~~ seventy-two (72) hours before the time appointed for the holding of the meeting or adjourned meeting or (in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting) for the taking of the poll at which it is to be used, and in default shall not be treated as valid. The instrument shall, unless the contrary is stated thereon, be valid as well for any adjournment of the meeting as for the meeting to which it relates, Provided that an instrument of proxy relating to more than one meeting (including any adjournment thereof) having once been so delivered for the purposes of any meeting shall not require again to be delivered for the purposes of any subsequent meeting to which it relates.
- (B) An instrument of proxy:
- (i) If sent personally or by post, must be left at such place or one of such places (if any) as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the General Meeting (or, if no place is so specified, at the Office); or
- (ii) Subject always to Article 140, if submitted by electronic communication, must be received through such means as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the General Meeting.
- (C) The deposit of an instrument appointing a proxy does not preclude the member concerned from attending and voting in person at the General Meeting, as well as for any adjournment of the meeting to which it relates. In such an event, the appointment of the proxy or proxies is deemed to be revoked by the member concerned at the point when the member attends the General Meeting.

### ALTERNATE DIRECTORS

96. (E) No Director may act as an alternate Director of the Company. A person shall not act as alternate Director to more than one Director at the same time.

### NOTICES

140. (A) Any notice or document (including a share certificate) may be served on or delivered to any member by the Company either personally or by sending it through the post in a prepaid cover addressed to such member at his Singapore registered address appearing in the Register of Members or (as the case may be) the Depository Register, or (if he has no registered address within Singapore) to the address, if any, within Singapore supplied by him to the Company, or (as the case may be) CDP as his address for the service of notices, or by delivering it to such address as aforesaid. Where a notice or other document is served or sent by post, service or delivery shall be deemed to be effected at the expiration of twenty-four hours after the time when the cover containing the same is posted, and in proving such service or delivery, it shall be sufficient to prove that such cover was properly addressed, stamped and posted.

---

## APPENDIX

---

- (B) Without the prejudice to the provisions of Article 140(A), any notice or document (including, without limitations, any accounts, balance-sheet or report) which is required or permitted to be given, sent or served under the Act or under these presents by the Company or by the Directors, to a member or an officer or Auditor of the Company may be given, sent or served using electronic communications to the current address of that person in accordance with the provisions of, or as otherwise provided by the Act, the listing rules and/or any other applicable regulations or procedures. Such notice or document shall be deemed to have been duly given, sent or served upon transmission of the electronic communication to the current address of such person in accordance with or as otherwise provided under the Act and/or other applicable regulations or procedures.
- (C) Subject to the Act, any regulations made thereunder and the listing rules relating to electronic communications, for the purposes of Article 140(B), a member has given implied consent and agreed to receive such notice or document by way of such electronic communications and subject to the provisions of the Act and the listing rules, shall not have a right to elect to receive a physical copy of such notice or document.
- (D) Notwithstanding Article 140(C) and subject to the prevailing listing rules and the provisions of the Act, the Directors may, at their discretion, at any time give a member an opportunity to elect within a specified period of time whether to receive such notice or document by way of electronic communications or as a physical copy. A member shall be deemed to have consented to receive such notice or document by way of electronic communications if he was, by notice in writing given such an opportunity to elect, within such period of time specified in the notice, whether to receive the notice or document by way of electronic communications or as a physical copy, and the member failed to make an election within the specified time, and he shall not in such an event have a right to receive a physical copy of such notice or document. The Directors shall abide by the provisions of the Act, applicable Articles and the listing rules of the Exchange in exercising their discretion under this Article.
- (E) Notwithstanding Articles 140(C) and 140(D), where a document is sent by electronic communications, the Company shall inform the member as soon as practicable of how to request a physical copy of that document from the Company. The Company shall provide a physical copy of that document upon such request.
- (F) Where the Company uses website publication as the form of electronic communications, the issuer shall separately provide a physical notification to shareholders notifying them of the following:
- (i) the publication of the document on the website;
  - (ii) if the document is not available on the website on the date of notification, the date on which it will be available;
  - (iii) the address of the website;
  - (iv) the place on the website where the document maybe accessed; and
  - (v) how to access the document.

---

## APPENDIX

---

- (G) Subject to the Act and the listing rules, in the case of service via a website, the Company must give separate notice of the publication of the notice or document on that website and the manner in which the notice or document may be accessed, to Shareholders by any one or more of the following means:
- (i) by sending such notice to them personally or through the post pursuant to Article 140(A);
  - (ii) by sending such notice using electronic communications to their current addresses (which may be email addresses) pursuant to Article 140(B);
  - (iii) by way of an advertisement in the daily press; and/or
  - (iv) by way of announcement through the Exchange.
- (H) Notwithstanding Articles 140(A) to (G), the Company shall serve or deliver physical copies of any notices or documents where the Act or the listing rules of the Exchange provides that such notices or documents must be sent by way of physical copies.

### INDEMNITY

148. (C) Any member who appoints a proxy and/or representative for any General Meeting and/or any adjournment thereof is deemed to have warranted that where such member discloses the personal data of such proxy and/or representative to the Company (or its agents or service providers), that member has obtained the prior consent of such proxy and/or representative for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy and/or representative for the purposes specified in Article 150 and any purposes reasonably related to such Article, and is deemed to have agreed to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of such member's breach of warranty.

### PERSONAL DATA

150. A member who is a natural person is deemed to have consented to the collection, use and disclosure of his personal data (whether such personal data is provided by that member or is collected through a third party) by the Company (or its agents or service providers) from time to time for any of the following purposes:
- (a) implementation and administration of any corporate action by the Company (or its agents or service providers);
  - (b) internal analysis and/or market research by the Company (or its agents or service providers);
  - (c) investor relations communications by the Company (or its agents or service providers);
  - (d) administration by the Company (or its agents or service providers) of that member's holding of shares in the capital of the Company;
  - (e) implementation and administration of any service provided by the Company (or its agents or service providers) to its members to receive notices of meetings, annual reports and other shareholder communications and/or for proxy appointment, whether by electronic means or otherwise;

---

## APPENDIX

---

- (f) processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for any General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to any General Meeting (including any adjournment thereof);
- (g) implementation and administration of, and compliance with, any Article of this Constitution;
- (h) compliance with any applicable laws, listing rules, take-over rules, Articles and/or guidelines; and
- (i) purposes which are reasonably related to any of the above purposes.



---

## NOTICE OF EXTRAORDINARY GENERAL MEETING

---

### ACESIAN PARTNERS LIMITED

(Company Registration No.: 199505699D)  
(Incorporated in the Republic of Singapore)

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of Acesian Partners Limited (the “**Company**”) will be held at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082 on Friday, 25<sup>th</sup> day of April 2025 at 10.45 a.m. (or immediately after the conclusion of the Company’s Annual General Meeting to be held at 10.00 a.m. on the same day) for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions:

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meaning ascribed to them in the Circular dated 1 April 2025 issued by the Company to the Shareholders.

#### **SPECIAL RESOLUTION: PROPOSED AMENDMENTS TO THE CONSTITUTION**

That:

- (a) the Constitution of the Company be and is hereby amended in the manner described in Appendix to the Circular; and
- (b) the Directors of the Company and any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary, or in the interests of the Company to give effect to this resolution as they may deem fit.

#### **BY ORDER OF THE BOARD**

LOH YIH  
EXECUTIVE DIRECTOR AND MANAGING DIRECTOR

1 APRIL 2025  
SINGAPORE

#### **Notes:-**

- (i) The members of the Company are invited to **attend physically** at the EGM. There will be no option for Shareholders to participate virtually.
- (ii) Members may participate in the EGM by:
  - (a) attending the EGM in person;
  - (b) raising questions at the EGM or submitting questions in advance of the EGM; and/or
  - (c) voting at the EGM (i) themselves personally; or (ii) through their duly appointed proxy(ies).
- (iii) Central Provident Fund (“**CPF**”) and Supplementary Retirement Scheme (“**SRS**”) investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the Meeting) to attend, to speak and/or to vote at the EGM on their behalf. They may:
  - (a) attend and vote at the EGM if they are appointed as proxies by their respective CPF agent banks / SRS operators. CPF and SRS investors who wish to attend and to vote at the EGM should contact their respective CPF agent banks / SRS operators and request to be appointed as proxies for the EGM; or
  - (b) appoint the Chairman of the Meeting as proxy to vote on their behalf at the EGM. They should approach their respective CPF Agent Banks/SRS Operators to submit their votes by 5:00 p.m. on 14 April 2025, being seven working days before the EGM.



---

## NOTICE OF EXTRAORDINARY GENERAL MEETING

---

- (iv) Members may ask questions relating to the business of the EGM at the Meeting, or submit questions via email to [generalmeetings@acesian.com](mailto:generalmeetings@acesian.com) in advance of the EGM by 11 April 2025 (5.00 p.m.).

When submitting the questions, please provide the Company with the following details, for verification purposes:-

- (i) Full Name;
- (ii) NRIC/Passport Number;
- (iii) Current Address;
- (iv) Contact Number; and
- (v) Number of Shares Held

Please also indicate the manner in which you hold shares in the Company (e.g. via CDP, CPF or SRS).

The Company will endeavour to address the substantial and relevant questions prior to and/or at the EGM. If addressed prior to the EGM, the responses to questions from members will be posted on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <http://www.acesian.com> by 17 April 2025 (if questions are submitted in advance by 11 April 2025 and answered prior to the EGM). The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the EGM) received after the 11 April 2025 submission deadline which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM, at the EGM itself. The responses will be included in the minutes of the EGM and published on SGX website and the Company's corporate website within one month from the date of the EGM.

Where substantially similar questions are received, the Company will consolidate such questions and consequently, not all questions will be individually addressed.

- (v) (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.
- (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, 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 proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

"Relevant intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967. A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

- (vi) A proxy need not be a member of the Company.
- (vii) The instrument appointing a proxy or proxies must be submitted to the Company in the following manner:
- (a) if submitted by post, be deposited at Company's registered office at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082; or
  - (b) if submitted electronically, be submitted via email to the Company at [proxy@acesian.com](mailto:proxy@acesian.com), in either case, not less than 48 hours before the time appointed for holding the EGM.

Printed copies of this Notice and Proxy Form will be sent to members. A copy of this Notice and Proxy Form can also be accessed electronically by the members on the Company's website at the URL <http://www.acesian.com>, and on the SGX website at <http://www.sgx.com/securities/company-announcements>. A member who wishes to submit an instrument of proxy must complete and sign it, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

- (viii) The Circular (in relation to the proposed amendments to the Constitution of the Company) will be published on the Company's website at the URL <http://www.acesian.com> and will also be made available on the SGX website at the URL <http://www.sgx.com/securities/company-announcements>. Printed copies of the Circular will be sent to members.

---

## NOTICE OF EXTRAORDINARY GENERAL MEETING

---

### PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM 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 and service providers) for the purpose of the processing, administration and analysis by the Company (or its agents and service providers) of the proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents and service providers) 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 and service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents and service providers) of the personal data 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.

---

*This Notice has been reviewed by the Company's Sponsor, Asian Corporate Advisors Pte. Ltd., (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.*

*The contact person for the Sponsor is Mr. Liao H.K., at 160 Robinson Road, #21-05 SBF Center, Singapore 068914, Telephone number: 6221 0271.*

## PROXY FORM

### ACESIAN PARTNERS LIMITED

(Company Registration No.: 199505699D)  
(Incorporated in the Republic of Singapore)

### EXTRAORDINARY GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing this Form)

#### IMPORTANT

1. A relevant intermediary may appoint more than two (2) proxies to attend the Extraordinary General Meeting and vote.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy the Company's shares, this Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors may:
  - (a) vote at the EGM if they are appointed as proxy(ies) by their respective CPF Agent Banks/SRS operators, and should contact their respective CPF Agent Banks/SRS operators if they have any queries regarding their appointment as proxy(ies); or
  - (b) appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks/SRS operators to submit their votes by 5:00 p.m. on 14 April 2025, being seven working days before the date of the EGM.

I/We \_\_\_\_\_ (Name),

NRIC/Passport No./Company Registration No. \_\_\_\_\_

of \_\_\_\_\_ (Address)

being a member/members of Acesian Partners Limited (the "**Company**"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No of Shares	(%)
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No of Shares	(%)
Address			

or failing the person/persons, the Chairman of the Extraordinary General Meeting (the "**Meeting**" or "**EGM**") as my/our proxy/ proxies to attend and vote for me/us on my/our behalf at the EGM to be held at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082 on Friday, 25<sup>th</sup> day of April 2025 at 10.45 a.m. (or immediately after the conclusion of the Company's Annual General Meeting to be held at 10.00 a.m. on the same day) and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against, or to abstain from the Resolutions to be proposed at the EGM as indicated hereunder.

If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion.

(Voting will be conducted by poll. In respect of any resolution, if you wish to exercise all your votes "**For**", "**Against**" or "**Abstain**", please tick [✓] within the relevant box provided. Alternatively, please indicate the number of votes as appropriate within the relevant box.)

Special Resolution	For	Against	Abstain
Proposed Amendments to the Constitution			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) or Common Seal of member(s)

All capitalised terms used in this Proxy Form which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Company's Circular to its Shareholders dated 1 April 2025.

**IMPORTANT: PLEASE READ NOTES FOR PROXY FORM**



---

## PROXY FORM

---

### Notes:

1. Please insert the total number of shares of the Company ("**Shares**") held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2.
  - (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.
  - (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, 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 proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

Pursuant to Section 181(6) of the Companies Act 1967, a Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
  - (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
3. A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.  
If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
4. A proxy need not be a member of the Company.
5. The instrument appointing a proxy or proxies must be submitted to the Company in the following manner:
  - a. if submitted by post, be deposited at Company's registered office at 33 Mactaggart Road, #04-00 Lee Kay Huan Building, Singapore 368082; or
  - b. if submitted electronically, be submitted via email to the Company at [proxy@acesian.com](mailto:proxy@acesian.com), in either case, not less than 48 hours before the time appointed for holding the EGM.

Printed copies of this proxy form will be sent to members, and may also be accessed at the Company's website at the URL <http://www.acesian.com> and on the SGX website at the URL <http://www.sgx.com/securities/company-announcements>. A member who wishes to submit an instrument of proxy must complete and sign it, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.
7. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing a proxy or proxies is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing a proxy or proxies is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.

### General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies (including any related attachment). In addition, in the case of members whose Shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies if such members are not shown to have Shares entered against their names in the Depository Register 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

### Personal Data Privacy:

By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 1 April 2025.