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*(Incorporated in the Republic of Singapore with limited liability)*  
**(Stock Code: 2425)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “**EGM**”) of AustAsia Group Ltd. (the “**Company**”) will be held at 9/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Friday, 27 June 2025 at 3:00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 5 June 2025 (the “**Circular**”).

### **ORDINARY RESOLUTION**

1. **“THAT** subject to and conditional upon the passing of the resolution number 2 and, the fulfillment of the all the conditions as set out in the section headed “Letter from the Board – 2. Proposed Rights Issue – Conditions of the Rights Issue” in the Circular (a copy of which marked “A” is produced to the EGM and initialled by the chairman of the EGM for the purpose of identification):
  - (a) the Company’s allotment and issue by way of rights of a maximum of 280,185,244 Rights Shares (assuming there is no change in the total number of issued Shares from the Latest Practicable Date up to and including the Record Date) to the Shareholders at the subscription price of HK\$1.12 per Rights Share on the basis of two (2) Rights Shares for every five (5) existing Shares held by the Qualifying Shareholders at the close of the business on the Record Date and substantially on the terms and conditions set out in the Circular and on and subject to such terms and conditions as may be determined by the Directors, be and are hereby approved, confirmed and ratified;
  - (b) the Board or a committee thereof be and is hereby authorised to allot and issue the Rights Shares pursuant to or in connection with the Rights Issue notwithstanding that the Rights Shares may be offered, allotted or issued otherwise than pro rata to the Qualifying Shareholders and, in particular, any Directors be and is hereby authorised to make such exclusions or other arrangements in relation to any Non-Qualifying Shareholders, and to do all such acts and things or make such arrangements as he/she considers necessary

or expedient having regard any restrictions under the Constitution, laws of the relevant place or the requirements of the relevant regulatory body or any stock exchange to give effect to any or all other transactions contemplated in this resolution; and

- (c) any one or more Directors be and is/are hereby authorised to do all such acts and things and execute and deliver all such documents, which are ancillary to the Whitewash Waiver, on behalf of the Company, including under common seal where applicable, as he/they may consider necessary, desirable or expedient to implement or give effect to any matters in connection with the Rights Issue.

## **SPECIAL RESOLUTION**

### **2. “THAT:**

- (a) subject to the granting of the Whitewash Waiver by the Executive or any of his delegate(s) and any conditions that may be imposed thereon, the granting of the Whitewash Waiver pursuant to Note 1 on dispensations from Rule 26 of the Hong Kong Takeovers Code to waive the obligation of the Controlling Shareholders to make a mandatory general offer to the Shareholders in respect of the Shares not already owned or agreed to be acquired by the Controlling Shareholders and Concert Parties as a result of the acceptance by Controlling Shareholders of the provisional allotment pursuant to the Irrevocable Undertaking in the event that the Rights Shares are not issued in full be and is hereby approved; and
- (b) any one or more Directors be and is/are hereby authorised to do all such acts and things and execute and deliver all such documents, which are ancillary to the Rights Issue, on behalf of the Company, including under common seal where applicable, as he/they may consider necessary, desirable or expedient to implement or give effect to any matters in connection with the Whitewash Waiver.

By order of the Board  
**AustAsia Group Ltd.**  
**Edgar Dowse COLLINS**  
*Executive Director and Chief*  
*Executive Officer*

Hong Kong, 5 June 2025

*Notes:*

1. Any member entitled to attend and vote at the EGM is entitled to appoint one or, if he/she holds two or more shares, more person(s) as his/her proxy or proxies to attend and vote instead of him/her. A proxy needs not be a member of the Company.
2. To be valid, the proxy form must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
3. The proxy form and the power of attorney or other authority, if any, under which it is signed or a notarial certified copy of that power or authority shall be deposited at Computershare Hong Kong Investor Services Limited (the “**Share Registrar**”) at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time (i.e. Wednesday, 25 June 2025 at 3:00 p.m.) for holding the meeting or adjourned meeting or poll (as the case may be) at which the person named in such proxy form proposes to vote, and in default the proxy form shall not be treated as valid.
4. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
5. For ascertaining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 23 June 2025 to Friday, 27 June 2025, both dates inclusive, during which period no transfer of Shares will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Share Registrar at Shops 1712 - 1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Friday, 20 June 2025.
6. Pursuant to Rule 13.39(4) of the Listing Rules, both resolutions set out in this notice will be voted on by way of poll at the EGM.

**EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE DATE OF EGM**

If there is a tropical cyclone warning signal no. 8 or above, Extreme Condition, or a “black” rainstorm warning signal:

- (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force at 12:00 noon and/or thereafter on the date of EGM, the EGM will remain on the same date; or
- (b) in force in Hong Kong at any local time at 12:00 noon and/or thereafter on the date of EGM, the EGM will be rescheduled to the following Business Day which does not have any of those warnings or conditions in force in Hong Kong at any time at 12:00 noon and/or thereafter or such other day as the Executive may approve in accordance with the Hong Kong Takeovers Code.

If the EGM does not take place on the currently scheduled date, the dates mentioned in the paragraph headed “Expected Timetable” above may be affected. The Company will notify the Shareholders by way of announcement of any change to the timetable as soon as practicable.

## PERSONAL DATA PRIVACY

Where a member of the Company submits 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (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, "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the 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, 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.

*As at the date of this notice, the Board comprises Mr. TAN Yong Nang as Executive Chairman, Mr. Edgar Dowse COLLINS as Executive Director and Chief Executive Officer, Mr. YANG Ku as Executive Director and Chief Operating Officer, Ms. GAO Lina, Mr. Tamotsu MATSUI and Ms Gabriella SANTOSA as Non-executive Directors, and Messrs. SUN Patrick, CHANG Pan, Peter and LI Shengli as Independent Non-executive Directors.*