

ASX Market Announcements

Australian Securities Exchange

Date: 28 March 2024

**Subject: Notice of 2024 Annual General Meeting**

The 2024 Annual General Meeting (**AGM**) of Hutchison Telecommunications (Australia) Limited (**HTAL** or the **Company**) (ASX: HTA) will be held at Level 27, Tower Two, International Towers Sydney, 200 Barangaroo Avenue, Barangaroo, NSW 2000 on **Tuesday, 7 May 2024** at **10.00 am (Sydney time)**.

Shareholders may also join the AGM via the online platform at <https://meetings.linkgroup.com/hta2024> provided by the Share Registry of the Company, Link Market Services Limited. Shareholders will be able to listen to the AGM proceedings, view the AGM presentation slides, cast their vote online and submit questions through the online platform.

The following documents which are attached to this letter:

1. Notice of Annual General Meeting
2. Voting/Proxy Form
3. Question Form
4. Online Platform Guide

can also be viewed and downloaded from HTAL's website at <https://hutchison.com.au/investor-centre/agm/>.

The Notice of AGM and the Online Platform Guide set out detailed information on how to attend and participate in the AGM, including how to vote and ask questions.

If shareholders have any queries regarding attending and participating in the AGM via the online platform, please contact Link Market Services Limited on +61 1800 990 363 (Australia or International) or email [info@linkmarketservices.com.au](mailto:info@linkmarketservices.com.au).

Thank you for your continued support to the Company and the Board looks forward to your participation at the AGM.

Yours Sincerely,



Swapna Keskar  
Joint Company Secretary

*AUTHORISED FOR RELEASE: By order of the Board*

*For further information, please contact the Company Secretary by email at [htalinvestors@company matters.com.au](mailto:htalinvestors@company matters.com.au) or by telephone on (02) 9015 5088.*

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# NOTICE OF ANNUAL GENERAL MEETING

2024



# NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting (“AGM”) of shareholders of Hutchison Telecommunications (Australia) Limited (ABN 15 003 677 227) (“HTAL” or the “Company”) (ASX: HTA) will be held:

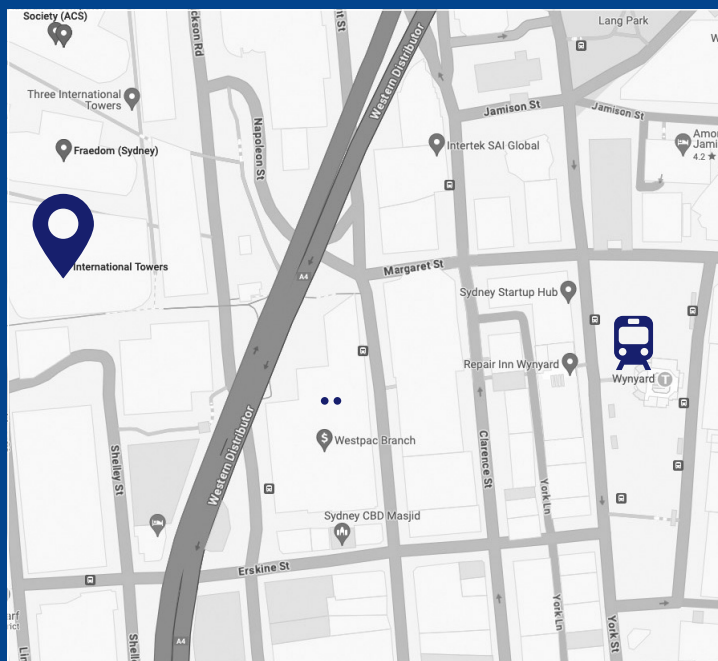
**Date:** Tuesday, 7 May 2024

**Time:** 10.00 am (Sydney time)

**Venue:** Level 27, Tower Two, International Towers Sydney, 200 Barangaroo Avenue, Barangaroo, NSW 2000

**How to find us:** We are located within a short walking distance of Wynyard Station. Whilst parking is not available onsite, there are various parking stations located nearby. For public transport information please call 131 500 or visit <https://transportnsw.info>.

**Shareholders may also join the AGM via our online platform at <https://meetings.linkgroup.com/hta2024>.**



## ORDINARY BUSINESS

### Financial Report

To receive and consider the financial report, including the Directors' Report and the Auditor's Report for the year ended 31 December 2023.

### Re-election of Directors

To consider, and if thought fit, pass the following resolutions as ordinary resolutions:

1. THAT Mr Steven Paul Allen, who was appointed by the Board in accordance with rule 8.1(d) and retires in accordance with rule 8.1(e)(1) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.
2. THAT Mr Justin Herbert Gardener, who retires in accordance with rule 8.1(e)(2) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.
3. THAT Mr John Michael Scanlon, who retires in accordance with rule 8.1(e)(2) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.

### Remuneration Report

To consider, and if thought fit, pass the following resolution as an advisory ordinary resolution:

4. THAT, for the purposes of section 250R(2) of the *Corporations Act 2001 (Cth)* and for all other purposes, the Remuneration Report for the year ended 31 December 2023 be adopted.

*Note: In accordance with section 250R of the Corporations Act 2001 (Cth), the vote on resolution 4 will be advisory only and will not bind the Directors of HTAL.*

An explanation for each of the proposed resolutions is set out in the Explanatory Notes.

By order of the Board

**Edith Shih**

**Swapna Keskar**

Joint Company Secretaries  
28 March 2024

## IMPORTANT COMMUNICATION CHANGES

This Notice of AGM can be accessed online at <https://hutchison.com.au/investor-centre/agm/>. Shareholders may request a paper copy of this Notice of AGM, the Voting/Proxy Form or the Question Form by contacting the Company's Share Registry, Link Market Services Limited ("Link"), on +61 1800 629 116 or emailing [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au) no later than Tuesday, 16 April 2024.

The Company is no longer required to send the Notice of AGM or AGM related documents (including the Voting/Proxy Form and the Question Form) to shareholders in paper copy unless a shareholder has made (or makes) an election with the Company's Share Registry, Link, to receive documents from the Company in paper copy.

Shareholders who have provided an email address to Link will receive an email with the meeting details. Shareholders who have not provided an email address and have not elected to receive a paper copy of the notice of meeting will receive a paper copy of a letter of access which sets out the meeting details and details to view and/or download the meeting documents.

The rights of shareholders to receive and request documents are published on the website of the Company at <https://hutchison.com.au>.

We encourage shareholders to provide your email address and appropriate elections so that the Company and the Share Registry can communicate with you electronically when shareholder notices become available online.

If shareholders would like to review or update your current communication preference, you may simply log on to the Company's Share Registry, Link's website at <https://investorcentre.linkgroup.com> and select the "Communications" tab. You will need your portfolio login details or your Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

## NOTES ON VOTING

### PARTICIPATION IN THE AGM

Shareholders may attend the AGM in person at Level 27, Tower Two, International Towers Sydney, 200 Barangaroo Avenue, Barangaroo, NSW 2000.

Shareholders who attend the AGM through the online platform of the Company may do so by joining the AGM at <https://meetings.linkgroup.com/hta2024>. Shareholders participating through the online platform will be able to:

- view and listen to the proceedings of the meeting;
- ask questions of the Board and the external auditor in real time during the AGM via the online platform, and listen to discussions at the meeting; and
- vote on the resolutions to be considered at the AGM online during the meeting.

Further details of how to participate in the meeting via the online platform are set out below and in the Online Platform Guide which is available to view and download from HTAL's website at <https://hutchison.com.au/investor-centre/agm/>.

You may also:

- lodge questions online before the AGM at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) (in the manner set out below in this notice); and
- vote on the resolutions to be considered at the AGM by direct voting prior to the meeting either online or by completing and lodging your Voting/Proxy Form in accordance with the instructions set out below; or
- appoint a proxy to attend and vote at the AGM on your behalf in accordance with the details provided below in the section titled "Appointment of Proxies".

If you choose to listen to the meeting and ask questions by teleconference (in real time) in accordance with the details provided below, you will not be able to vote and will not be included in quorum.

If it becomes necessary or appropriate to make changes to the arrangements for holding the AGM, we will ensure that shareholders are given as much notice as reasonably possible. If arrangements for the AGM change, updates will be made available at <https://hutchison.com.au/asx-announcements/>.

The following section sets out important information about how shareholders can vote on the resolutions to be considered at the AGM.

### DIRECT VOTING BEFORE THE AGM

In accordance with rule 7.9 of the Company's Constitution, the Directors have:

- determined that a shareholder who is entitled to vote on a Resolution at the AGM is entitled to a direct vote in respect of that Resolution; and
- approved the use of a Voting/Proxy Form and online voting at <https://investorcentre.linkgroup.com>, as a means of delivering a direct vote.

Shareholders who wish to exercise a direct vote before the AGM may lodge a Voting/Proxy Form. Details of when/how to lodge your Voting/Proxy Form are set out in the sections below headed "When to lodge Voting/Proxy Forms" and "How to submit Voting/Proxy Forms".

Shareholders who do not lodge a valid Voting/Proxy Form by the required cut-off time will only be able to vote at the AGM in the manner described below or by physically attending the AGM and voting in person.

Shareholders who wish to exercise a direct vote before the AGM should ensure that they mark box A in Step 1 on the Voting/Proxy Form. If you mark box A to lodge a direct vote, you are voting directly on each Resolution and are not appointing a proxy to vote on your behalf. If you wish to appoint a proxy, please mark box B in Step 1 on the Voting/Proxy Form and follow the instructions below under the heading "Appointment of Proxies".

Shareholders lodging a direct vote should then complete the voting directions by selecting "For" or "Against" on each item. If you mark the "Abstain" box, your vote for that item will not be counted. Shareholders may include in the Voting/Proxy Form the number of shares to be voted for or against any Resolution by inserting the percentage or number of shares to be voted in each manner. If no percentage or share number is inserted, a voting direction will be taken to apply to all shares held by the shareholder. If any shareholder purports to vote more than their total number of shares, excess votes will be disregarded. If no direction is given on all of the items, your vote will be passed to the Chairman of the meeting as your proxy. As set out in the Company's Constitution, a direct vote by a shareholder is automatically revoked if the Company receives a further valid direct vote from the same shareholder.

# NOTES ON VOTING CONTINUED

## VOTING DURING THE AGM

Shareholders may attend the AGM and vote in person or via the online platform. Shareholders who wish to vote via the online platform will have the opportunity to do so at any time between the commencement of the AGM and the close of voting at the AGM as announced by the Chairman. Shareholders who have cast a direct vote on a Resolution before the AGM by lodging a valid Voting/Proxy Form may still participate in the meeting, but will not be entitled to lodge a further vote on that Resolution during the AGM, neither in person nor via using the online platform, unless the shareholder has instructed the Company or the Company's Share Registry, Link, prior to the commencement of the AGM that they wish to revoke their previously submitted direct vote.

More information about how to use the online platform for voting is provided in the Online Platform Guide which is available to view and download from HTAL's website at <https://hutchison.com.au/investor-centre/agm/>. Shareholders using the online platform may vote all or part of their holdings on each Resolution in accordance with the instructions in the Online Platform Guide. Shareholders agree to be bound by any terms and conditions of the online platform provided by Link (as set out in the Online Platform Guide). If you intend to use the online platform to submit a vote during the AGM, we suggest that you check that the online platform works on your device well in advance of the AGM.

## APPOINTMENT OF PROXIES

If you cannot or do not wish to attend the AGM and you choose not to lodge a direct vote prior to the meeting, you may appoint a proxy to attend and vote for you by completing and submitting a Voting/Proxy Form prior to the AGM. The proxy does not need to be a shareholder.

To attend and vote via the online platform, your appointed proxy will need a proxy number which will be provided by the Company's Share Registry, Link prior to the AGM. If this has not been provided, please request your proxy to contact, Link on +61 1800 990 363 prior to the start of the AGM.

The appointment may specify the proportion or number of your votes that the proxy may exercise. If you are entitled to cast two or more votes at the meeting, you may appoint up to two proxies. If you appoint two proxies and the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes.

A Voting/Proxy Form can be submitted by a shareholder by logging in to HTAL's Share Registry, Link's website, <https://investorcentre.linkgroup.com> using your shareholder SRN or HIN. Shareholders who have elected to receive the Voting/Proxy Form in paper copy can lodge the Voting/Proxy Form by sending it in the reply-paid envelope. Alternatively, shareholders may submit the Voting/Proxy Form by lodging online, delivering or faxing it to HTAL's Share Registry (see below). The Voting/Proxy Form tells you what you need to do.

A direct vote by a shareholder is automatically revoked if, after a valid direct vote is received, the Company receives a valid proxy appointment in respect of that member for the relevant meeting. If a shareholder makes a direct vote after the date of appointing a proxy or power of attorney, that authority is revoked and the direct vote will apply.

If you return your Voting/Proxy Form but do not nominate a proxy, the Chairman of the AGM will be your proxy and will vote on your behalf as directed on the Voting/Proxy Form.

If you have specified the way your proxy is to vote on a particular resolution and your nominated proxy does not attend or log-in to the AGM or attends/logs-in to the AGM but does not vote on the resolution, the Chairman will be taken to have been appointed as your proxy for the purposes of voting on the resolution.

Your nominated proxy (if not the Chairman) need not vote on either a show of hands or on a poll, but if the proxy does vote, the proxy must vote as directed on your Voting/Proxy Form.

If the Chairman is appointed, or taken to be appointed, as your proxy, the Chairman must vote on a poll and must vote as directed on your Voting/Proxy Form.

Any undirected proxies in favour of or defaulting to the Chairman may be voted by the Chairman as he thinks fit (and will be voted by the Chairman in favour of each resolution).

You should note that if the Chairman is appointed, or taken to be appointed, as your proxy, you can direct the Chairman to vote for or against, or to abstain from voting on, Resolution 4 (Remuneration Report) by marking the relevant box opposite Resolution 4. If the Chairman is your proxy and you do not mark any of the boxes opposite Resolution 4, you will be expressly authorising the Chairman to vote in favour of Resolution 4, even though Resolution 4 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel of HTAL.

If you appoint a Director (other than the Chairman), other member of the Key Management Personnel of HTAL or their closely related parties as your proxy, you must specify how they should vote on Resolution 4 by completing the "For", "Against" or "Abstain" boxes on the Voting/Proxy Form. If you do not do that, your proxy will not be able to vote on your behalf on Resolution 4.



## WHEN TO LODGE VOTING/PROXY FORMS

The Voting/Proxy Form (along with any power of attorney or certified copy of the power of attorney under which it is signed) must be received by HTAL's Share Registry, Link, by no later than **10.00 am (Sydney time) on Sunday, 5 May 2024**. Any Voting/Proxy Form lodged after that time will be treated as invalid.

## HOW TO SUBMIT VOTING/PROXY FORMS

The completed Voting/Proxy Form (along with any power of attorney or certified copy of the power of attorney under which it is signed) may be:

- mailed to Hutchison Telecommunications (Australia) Limited c/- Link Market Services Limited at Locked Bag A14, Sydney South, NSW 1235, Australia in the enclosed reply-paid envelope;
- sent by facsimile to Link on +61 2 9287 0309;
- delivered in person to Link, Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta, NSW 2150, Australia;
- lodged online at <https://investorcentre.linkgroup.com> in accordance with the instructions on the Voting/Proxy Form or by logging in with shareholder's SRN or HIN; or
- by scanning the QR code on the back of the Voting/Proxy Form using a mobile device.

## ENTITLEMENT TO VOTE DEADLINE

Pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001*, for the purposes of the AGM, only those persons holding shares at **7.00 pm (Sydney time) on Sunday, 5 May 2024** will be treated as shareholders. This means that if you are not the registered holder of a share at that time, you will not be entitled to vote in respect of that share.

It is intended that the vote on all resolutions will be conducted by a poll rather than a show of hands. The Chairman of the AGM will exercise the power under rule 7.7(c) of HTAL's Constitution to put each of the resolutions to be proposed at the AGM to the vote by way of a poll. On a poll, every shareholder who is present in person or by proxy, or by representative or by attorney, or participates through the online platform or votes by direct voting, including before the AGM, will have one vote for each share held.

If your shares are jointly held, only one of the joint holders is entitled to vote. If more than one shareholder votes in respect of jointly held shares, only the vote of the shareholder whose name appears first in the register will be counted.

## REQUIREMENTS WITH REGARD TO LETTERS OF REPRESENTATION FOR CORPORATE SHAREHOLDERS

In order to vote at the AGM (other than by proxy), a corporation that is a shareholder must appoint a person to act as its representative. The appointment must comply with section 250D of the *Corporations Act 2001 (Cth)*. The representative must bring to the AGM a properly executed letter or other document evidencing his or her appointment to act as the company's representative, including any authority under which it was signed. If a representative of the corporation is to attend the AGM online, the appropriate "Certificate of Appointment of Corporate Representative" should be received by the Share Registry (at the postal or business address or fax number given under the section titled "How to submit Voting/Proxy Forms" of this Notice of AGM or at [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au)) no later than 48 hours before the commencement of the AGM. A "Certificate of Appointment of Corporate Representative" form may be obtained from the HTAL's Share Registry, Link, on +61 1800 629 116 or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

## SUBMISSION OF WRITTEN QUESTIONS TO HTAL OR AUDITOR

In accordance with the *Corporations Act 2001 (Cth)*, at the meeting, a reasonable opportunity will be given to shareholders – as a whole – to ask questions about or make comments on HTAL's management and its Remuneration Report. Similarly, a reasonable opportunity will be given to shareholders – as a whole – to ask HTAL's external auditor, PricewaterhouseCoopers, questions relevant to:

- the conduct of the audit;
- the preparation and content of the Auditor's Report;
- the accounting policies adopted by HTAL in relation to the preparation of its financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

Shareholders may submit a question to HTAL or PricewaterhouseCoopers online prior to the meeting by visiting the Share Registry, Link's website at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au), select "Voting" then click "Ask a Question" or by sending the written question to Hutchison Telecommunications (Australia) Limited c/- Link Market Services Limited at Locked Bag A14, Sydney South, NSW 1235, Australia, if the question is relevant to the content of PricewaterhouseCoopers' Audit Report or the conduct of its audit of HTAL's financial report for the year ended 31 December 2023, or to HTAL generally by no later than **5.00 pm (Sydney time) on Tuesday, 30 April 2024**.

## NOTES ON VOTING CONTINUED

Where appropriate, a list of those relevant questions will be made available to shareholders attending the AGM. HTAL or PricewaterhouseCoopers will either answer these questions, or table written answers to them, at the AGM. Any written answers will be made available to shareholders as soon as practicable after the AGM.

There are a number of additional ways shareholders can ask questions at the AGM.

**Online:** shareholders and proxyholders are encouraged to participate in the AGM online which will allow them to ask questions in writing.

**Teleconference:** for shareholders and proxyholders who are unable or do not wish to access the meeting via the online platform, attending via teleconference will allow them to listen to the meeting live and ask questions on the telephone. In order to do so, shareholders will need to contact Link on +61 1800 990 363 to pre-register and obtain their unique PIN by no later than **5.00 pm (Sydney time) on Monday, 6 May 2024** by providing Link with the name and securityholder number of their holdings (or in case of proxyholders, their proxy number issued by Link). Once shareholders or proxyholders have obtained their PIN, they can join the AGM via their phone following the steps outlined in the Online Platform Guide.

Questions will be collated and, during the AGM, the Chairman will seek to address as many of the more frequently raised topics as possible. However, there may not be sufficient time available at the AGM to address all topics raised. Please note that individual responses will not be sent to shareholders.

### CONDUCT OF THE AGM

HTAL is committed to ensuring that its shareholder meetings are conducted in a manner which provides those shareholders (or their proxyholders) who attend the meeting with the opportunity to participate in the business of the meeting in an orderly fashion and to ask questions about and comment on matters relevant to the business of the meeting or about the Company generally.

HTAL will not allow conduct at any shareholder meeting which is discourteous to those who are present at the meeting, or which in any way disrupts or interferes with the proper conduct of the meeting. The Chairman of the meeting will exercise his powers as the Chairman to ensure that the meeting is conducted in an orderly and timely fashion, in the interests of all attending shareholders.

In the event that technical issues arise, HTAL will have regard to the impact of the technical issues on shareholders participating and casting votes online and the Chairman of the meeting may, in exercising his powers as the Chairman, issue any instructions for resolving the issue and may continue the meeting if it is appropriate to do so.

## EXPLANATORY NOTES TO RESOLUTIONS

### RESOLUTIONS 1 TO 3

#### Resolutions 1 to 3 relate to the re-election of directors

Rule 8.1(e)(1) and rule 8.1(e)(2) of HTAL's Constitution respectively require that any director appointed by the Board since the last AGM plus one-third of the remaining directors, retire from office at each AGM. Directors retiring pursuant to the aforesaid rules are eligible for re-election.

In addition, ASX Listing Rule 14.4 provides that a director must not hold office (without re-election) past the third AGM since the director was last elected to office or for more than three years. Additionally, a director appointed to fill a casual vacancy or as an addition to the board must not hold office (without election) past the next AGM of the entity.

HTAL seeks to maintain a high-quality Board with the skills and experience to represent shareholders in the context of its investment in a large scale and complex telecommunications business. Each of the directors proposed for re-election has been assessed by the Board of the Company as having the necessary skills, experience, and expertise to be recommended to shareholders for re-election.

### RESOLUTION 1

#### Re-election of Mr Steven Paul Allen as a Director

Steven Paul Allen, aged 62, has been a Director since 12 January 2024. Mr Allen is a solicitor with extensive experience in mergers and acquisitions. He joined the CK Hutchison Holdings Limited ("CKHH") group in November 1996 and is currently CKHH Group General Counsel, Head of Mergers and Acquisitions. During his time with the CKHH group, Mr Allen has particularly worked on M&A transactions, joint ventures and operational and regulatory compliance matters for the CKHH group's telecoms businesses in Europe, Israel, Asia and Australia, including work on many of the Company's transactions and regulatory compliance matters. Mr Allen has a Bachelor of Laws degree from the University of Adelaide and qualified as a solicitor in South Australia, in England and Wales and in Hong Kong.

Prior to Mr Allen's appointment, HTAL conducted satisfactory background checks as to his background and experience and there were no adverse findings from these checks.

Mr Allen is considered to be an Executive Director as he is the person directly responsible to the Board in respect of carrying out the Chief Executive function and Chief Financial Officer function pursuant to section 295A of the *Corporations Act 2001 (Cth)* and is not considered to be independent.

The Directors (other than Mr Allen, who abstained because of his interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mr Allen.

If HTAL shareholders do not re-elect Mr Allen, he will cease to be a Director at the conclusion of the 2024 AGM.

**RESOLUTION 2****Re-election of Mr Justin Herbert Gardener as a Director**

Justin Herbert Gardener, aged 87, has been a Director since July 1999. Mr Gardener has been a director of a number of private and publicly listed companies including Austar United Communications Limited (appointed 1999 and retired 2008). From 1961, and until his retirement in 1998, Mr Gardener held a variety of positions with Arthur Andersen, becoming a partner in 1972 and for the last ten years in a management and supervisory role for Asia Pacific. Mr Gardener is a Fellow of the Institute of Chartered Accountants and an Associate of the Governance Institute and holds a Bachelor of Economics Degree from University of Sydney.

Mr Gardener is a Non-Executive Director and is considered to be independent.

The Directors (other than Mr Gardener, who abstained because of his interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mr Gardener.

If HTAL shareholders do not re-elect Mr Gardener, he will cease to be a Director at the conclusion of the 2024 AGM.

**RESOLUTION 3****Re-election of Mr John Michael Scanlon as a Director**

John Michael Scanlon, aged 82, has been a Director since July 2005. Mr Scanlon is a special venture partner to Clarity Partners LLP, a private equity firm. From 1965 through to 1988, his career was with AT&T, primarily Bell Labs, rising to group vice president of AT&T. Mr Scanlon then went on to become president and general manager of Motorola's Cellular Networks and Space Sector, founding chief executive officer of Asia Global Crossing, chief executive officer of Global Crossing and chairman and chief executive officer of PrimeCo Cellular.

Mr Scanlon is a Non-Executive Director and is considered to be independent.

The Directors (other than Mr Scanlon, who abstained because of his interest in the resolution) have resolved to recommend that shareholders vote in favour of the re-election of Mr Scanlon.

If HTAL shareholders do not re-elect Mr Scanlon, he will cease to be a Director at the conclusion of the 2024 AGM.

**RESOLUTION 4****Adoption of the Remuneration Report**

Consistent with section 250R(2) of the *Corporations Act 2001 (Cth)*, HTAL submits to shareholders for consideration and adoption by way of an advisory resolution its Remuneration Report for the year ended 31 December 2023. At the AGM, there will be a reasonable opportunity for discussion of the report.

The Remuneration Report is a distinct section of the annual Directors' Report which deals with the remuneration of Directors and executives of HTAL. The Remuneration Report is located in HTAL's Annual Report on pages 16 to 19. The Annual Report is available on HTAL's website (<https://hutchison.com.au>).

The Directors abstain, in the interests of good corporate governance, from making a recommendation in relation to Resolution 4.

**VOTING EXCLUSIONS**

Resolution 4 is a resolution that directly or indirectly relates to the remuneration of members of the Key Management Personnel ("KMP") of HTAL. The KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the HTAL consolidated group, directly or indirectly. The *Corporations Act 2001 (Cth)* restricts KMP, and their closely related parties, from voting in their own right and/or as proxies in certain circumstances in respect of such resolutions. A "closely related party" is defined in the *Corporations Act 2001 (Cth)* and includes a spouse, dependant and certain other close family members, as well as any companies controlled by the KMP.

In accordance with the requirements of the *Corporations Act 2001 (Cth)*, HTAL will disregard any votes cast on Resolution 4 by or on behalf of a member of the KMP whose remuneration details are included in HTAL's 2023 Remuneration Report or the KMP's closely related parties, unless the vote is cast:

- by a person as proxy for a person entitled to vote in accordance with a direction on the Voting/Proxy Form and the vote is not cast on behalf of a member of the KMP or the KMP's closely related parties; or
- by the Chairman of the meeting as proxy for a person entitled to vote in accordance with an express authority to vote undirected proxies as the Chairman sees fit even if the resolution is connected, directly or indirectly, with the remuneration of a member of the KMP.




For personal use only

**LODGE YOUR VOTE**

 **ONLINE**  
<https://investorcentre.linkgroup.com>

 **BY MAIL**  
Hutchison Telecommunications (Australia) Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia

 **BY FAX**  
+61 2 9287 0309

 **BY HAND**  
Link Market Services Limited  
Parramatta Square, Level 22, Tower 6,  
10 Darcy Street, Parramatta NSW 2150

 **ALL ENQUIRIES TO**  
Telephone: 1800 629 116 Overseas: +61 1800 629 116




**X99999999999**

**VOTING/PROXY FORM**

I/We being a shareholder(s) of Hutchison Telecommunications (Australia) Limited (the Company) and entitled to attend and vote hereby:

**A VOTE DIRECTLY**

elect to lodge my/our vote(s) directly (mark box)

 in relation to the Annual General Meeting of the Company to be held at **10:00 am (Sydney time) on Tuesday, 7 May 2024**, and at any adjournment or postponement of the Meeting.

You should mark either “for” or “against” for each item. Do not mark the “abstain” box.

**OR B APPOINT A PROXY**

the Chairman of the Meeting (mark box)

**OR** if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00 am (Sydney time) on Tuesday, 7 May 2024 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **Level 27, Tower Two, International Towers Sydney, 200 Barangaroo Avenue, Barangaroo, New South Wales 2000** or logging in online at <https://meetings.linkgroup.com/hta2024> (refer to details in the Online Platform Guide).

**Important for Resolution 4:** If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 4, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company’s Key Management Personnel (**KMP**).

**The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.**

**VOTING DIRECTIONS**

**Proxies and Direct Votes will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.**

Please read the voting instructions overleaf before marking any boxes with an

**Resolutions**

- 1 Re-election of Mr Steven Paul Allen as a Director
- 2 Re-election of Mr Justin Herbert Gardener as a Director
- 3 Re-election of Mr John Michael Scanlon as a Director


For Against Abstain\*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- 4 Adoption of the Remuneration Report

For Against Abstain\*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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 \* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority.  
Note: In accordance with section 250R of the *Corporations Act 2001 (Cth)*, the vote on Resolution 4 will be advisory only and will not bind the Directors of the Company.

**SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED**

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder’s attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company’s constitution and the *Corporations Act 2001 (Cth)*.

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STEP 1 Please mark either A or B

STEP 2

STEP 3



# HOW TO COMPLETE THIS SHAREHOLDER VOTING/PROXY FORM

## YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

## VOTING UNDER BOX A - VOTE DIRECTLY

If you marked the box under Box A in Step 1 you are indicating that you wish to vote directly. Please only mark either "for" or "against" for each item. Do not mark the "abstain" box. If you mark the "abstain" box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B in Step 1, your vote may be passed to the Chairman of the Meeting as your proxy.

Custodians and nominees may, with the Share Registry's consent, identify on the Voting/Proxy Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

If you have cast a direct vote on a Resolution before the Meeting by lodging a valid Voting/Proxy Form you may still participate in the Meeting, but will not be entitled to lodge a further vote on that Resolution during the Meeting using the online platform or to vote in person, if attending the Meeting in person, unless you have instructed the Company or the Company's Share Registry prior to the commencement of the Meeting that you wish to revoke your previously submitted direct vote.

The Chairman's decision as to whether a direct vote is valid is conclusive.

## VOTING UNDER BOX B – APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box under Box B in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email of that individual or body corporate in Step 1. If you leave this section blank, the Chairman of the Meeting will be your proxy. If your named proxy does not attend or log in to the Meeting, the Chairman of the Meeting will be your proxy. If your named proxy attends or logs in to the Meeting but does not vote on a poll on a resolution in accordance with your directions, the Chairman of the Meeting will become your proxy in respect of that resolution. A proxy need not be a shareholder of the Company.

## DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Voting/Proxy Form, including where the Items are connected directly or indirectly with the remuneration of KMP.

## VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

## APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Voting/Proxy Form may be obtained by telephoning the Company's Share Registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Voting/Proxy Form and the second Voting/Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

## SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company does not have a Company Secretary (pursuant to section 204A of the *Corporations Act 2001 (Cth)*), a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

## CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting online the appropriate "Certificate of Appointment of Corporate Representative" should be received by the Share Registry (at the postal or business address or fax number given on this page below or at [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au)) no later than 48 hours before the commencement of the Meeting in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

## LODGEMENT OF A VOTING/PROXY FORM

This Voting/Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00 am (Sydney time) on Sunday, 5 May 2024**, being not later than 48 hours before the commencement of the Meeting. Any Voting/Proxy Form received after that time will not be valid for the scheduled Meeting. If you wish to vote after this time you may attend the Meeting and vote in person or through the online portal.



### ONLINE

<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on this Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote/proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



### BY MAIL

Hutchison Telecommunications (Australia) Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia



### BY FAX

+61 2 9287 0309



### BY HAND

delivering it to Link Market Services Limited\*  
Parramatta Square  
Level 22, Tower 6  
10 Darcy Street  
Parramatta NSW 2150

\* During business hours (Monday to Friday, 9:00 am–5:00 pm)

For personal use only





For personal use only

## Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **[whatismybrowser.com](http://whatismybrowser.com)**

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Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Microsoft Edge – 92.0 and after

The webcast is viewable from desktops, laptops, smart phones and tablets.

**To attend and vote as a registered shareholder, you must have your securityholder number and postcode.**

To attend and vote as a proxy, you will need your proxy number which will be provided by Link Market Services (Link) prior to the Meeting. If this has not been provided, please contact Link prior to the start of the Meeting.

**Please make sure you have this information before proceeding.**



# Online Platform Guide

## Step 1

Open your web browser and go to <https://meetings.linkgroup.com/hta2024>

Welcome to the Hutchison Telecommunications (Australia) Limited 2024 Annual General Meeting

**Hutchison Telecoms**

Please register your details to participate

Full Name

Mobile (e.g. 022 123 1234)

Email

I am a...

I have read and accept the [Terms & Conditions](#)

**REGISTER FOR THE AGM**

Help Number: +61 1800 990 363

## Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the **'Register for the AGM'** button.

Once you have registered, you will see:

- On the left – an audio webcast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting
- At the top – buttons for 'Ask a Question', 'Get a Voting Card' and 'Exit Meeting'
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**Note:** If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

If you attend the Meeting as a Guest, you can only listen to the Meeting, view the presentation slides and download the company documents. You will not be able to vote on any of the resolutions at the Meeting and ask any questions.

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**Hutchison Telecoms** HELP NUMBER +61 1800 990 363 Ask a Question Get a Voting Card Exit Meeting

**Hutchison Telecoms**

**Hutchison Telecommunications (Australia) Limited**

**Annual General Meeting**

7 May 2024

JOHN SAMPLE  
I\*\*\*\*\*4681  
EDIT CARD  
Not yet submitted

**+**  
Get a Voting Card

**?**  
Ask a Question

**Links**

- Notice of Meeting
- Annual Report
- Online Platform Guide
- You can view the Hutchison Telecommunications (Australia) Limited website here

## 1. Get a Voting Card

To register to vote – click on the ‘Get a Voting Card’ button.

This will bring up a box which looks like this.

If you are an individual or joint securityholder you will need to register and provide validation by entering your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the ‘**SUBMIT DETAILS AND VOTE**’ button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by Securityholders and Proxyholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions. Securityholders and Proxyholders can either submit a Full Vote or Partial Vote.

### Full Votes

To submit a full vote on a resolution ensure you are in the ‘**Full Vote**’ tab. Place your vote by clicking on the ‘**For**’, ‘**Against**’, or ‘**Abstain**’ voting buttons.

### Partial Votes

To submit a partial vote on a resolution ensure you are in the ‘**Partial Vote**’ tab. You can enter the number of votes (for any or all) resolutions. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

**Note:** If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the ‘**Submit Vote**’ or ‘**Submit Partial Vote**’ button.

**Note:** You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message ‘**Not yet submitted**’ will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on ‘**Edit Card**’. This will reopen the voting card with any previous votes made.

After all resolutions have been put to the Meeting, a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

Once voting has been closed, all submitted voting cards cannot be changed.

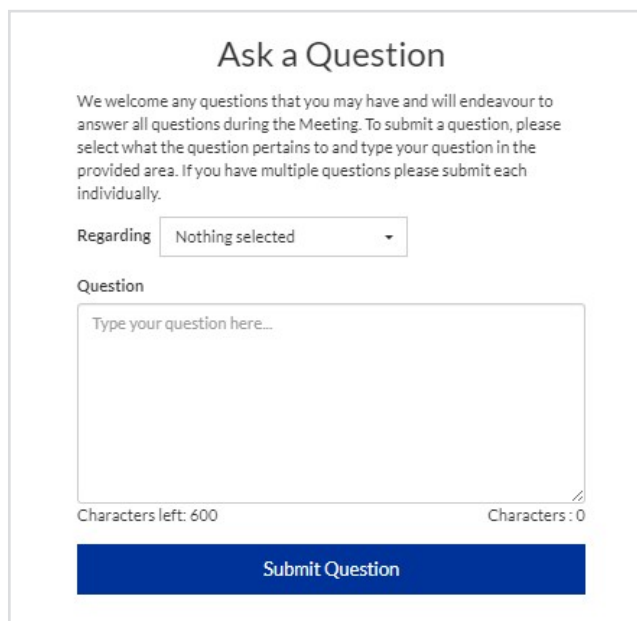
# Online Platform Guide *continued*

## 2. How to ask a question

**Note:** Only verified Securityholders and Proxyholders are eligible to ask questions. Questions can be asked online or by phone. Please refer to the following page for details on how to ask a question by phone.

If you have yet to obtain a voting card, you will be prompted to enter your securityholder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.



In the 'Regarding' section click on the drop down arrow and select one of the following categories:

- General Business
- Resolution 1
- Resolution 2
- Resolution 3
- Resolution 4

After you have selected your question category, click in the 'Question' section and type your question. Your question must be at least 24, and no more than 600 characters long.

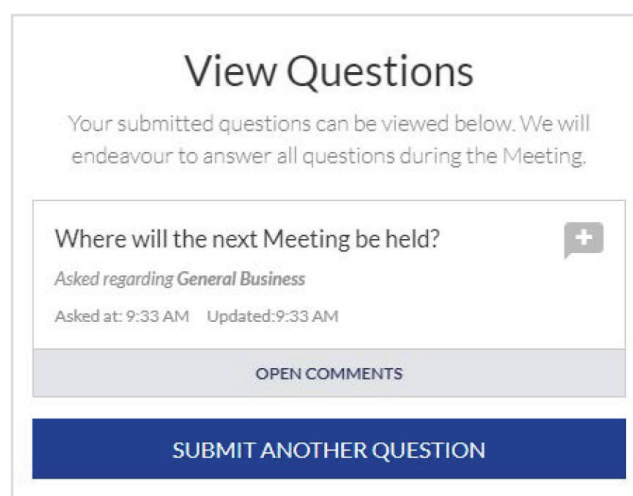
When you are ready to submit your question, click the blue 'Submit Question' button. The question will be sent to the Management/Board.

Once you have asked a question a 'View Questions' box will appear.

At any point you can click on 'View Questions' and see all the questions you have submitted. Only you can see the questions you have asked.

**Note:** You can submit your questions by this method 30 minutes before the Meeting begins and after you have registered. You can continue to submit questions up until the close of Meeting.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



## 3. Links

View relevant documentation in the Links section. When you click on these links the website or file will open in another tab in your browser.

## 4. Close of Voting

Voting will end 5 minutes after all resolutions have been put to the Meeting.

After all resolutions have been put to the Meeting, a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

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## 5. How to ask a question by phone

### What you will need

- Land line or mobile phone
- The name and securityholder number of your holdings or, if you are a proxyholder, your proxy number issued by Link
- Please contact Link on +61 1800 990 363 to pre-register and obtain your unique PIN by no later than 5.00 pm (Sydney time) on Monday, 6 May 2024.

### Joining the Meeting via Phone

#### Step 1

From your land line or mobile device, call:  
 Australian Toll Free: 1800 798 110  
 International: +61 2 7201 7093

#### Step 2

You will be greeted with a welcome message and provided with instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to provide your PIN by the moderator. This will verify you as a securityholder or a proxyholder and allow you to ask a question on the resolutions at the Meeting.

#### Step 3

Once the moderator has verified your details you will be placed into a waiting room where you will hear music playing.

**Note:** If your shareholding or proxy details cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to ask a question.

#### Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

## Asking a Question

### Step 1

When the Chairman calls for questions or comments on each item of business, you will be asked to **press \*1** on your keypad should you wish to raise your hand to ask a question or make a comment.

### Step 2

When it is time to ask your question or make your comment, the moderator will introduce you to the Meeting. Your line will be unmuted and you will be prompted to speak. If at any time you no longer wish to ask a question or make a comment, you can **press \*2** on your keypad.

If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device while you ask your question or make your comment.

### Step 3

Your line will be muted once your question or comment has been asked or made.

**Note:** If you plan to ask questions by phone, you will still need to log-in to the online platform if you wish to vote during the Meeting.

Although all care has been taken that the Link Online Meeting Platform is resilient, there is a risk that the technology may not be available during the Meeting. This means that there is a risk that participants may not be able to exercise their right to vote directly during the Meeting using the Link Online Meeting Platform. By registering to use the Link Online Meeting Platform, you agree to accept the risk. If you experience any difficulties with voting during the Meeting, please contact Link on +61 1800 990 363.

## Contact us

**Australia/Overseas**  
 T +61 1800 990 363  
 E [info@linkmarketservices.com.au](mailto:info@linkmarketservices.com.au)