

ANNUAL GENERAL MEETING

**THURSDAY 29 MAY 2025
10:00 AM WST**

Dear Shareholder

The Board of United Overseas Australia Ltd invites you to participate in the Company's Annual General Meeting to be held on Thursday, 29 May 2025 at 10:00 am WST as an online meeting.

The Notice of Meeting is available on the Company's website at:

<https://uoa.com.my/uoa-ltd-agm-fy2024/>

The Company's Annual Report can be found at:

<https://uoa.com.my/wp-content/uploads/2025/04/UOA-LTD-ANNUAL-REPORT-2024.pdf>

The Meeting is being conducted only as a virtual meeting, and there will not be a physical location for shareholders to attend.

ACCESSING THE MEETING

The way in which you access the meeting will depend on whether you are an ASX Listed Shareholder, Proxyholder appointed by an ASX Listed Shareholder or SGX Listed Shareholder as outlined below.

ASX Listed Shareholder

Shareholders can access the Meeting Portal via <https://meeting.xcend.app/uosagm2025> to obtain the Zoom registration link. You will be asked to enter your SRN/HIN and postcode/country in order to access the Meeting Portal. Once logged in, you will be able to access the Notice of Meeting (this document) and register for the meeting by clicking the "Register via Zoom" link. Registration details will need to be entered and you will receive an email from Zoom with the link to join the meeting.

(Shareholders are encouraged to do this prior to the start of the meeting to ensure there is no delay in attending the virtual meeting).

Access to the Meeting is as follows:

1. Open your internet browser and access the Meeting Portal using your SRN/HIN as outlined above. This is required in order to be able to vote in the polls on the resolutions (see below).
2. Locate the Zoom registration email and click the link provided by Zoom to access the Meeting where you can view and listen to the Meeting, and participate by asking questions.

A complete guide to registering your attendance and voting at the virtual meeting is also available to view and download from the link: <https://static.xcend.app/pub/clients/UOS/UOSVirtualMeetingGuide.pdf>

Proxyholders appointed by ASX Listed Shareholders

Proxyholders will need to contact Xcend prior to the meeting to obtain their login details.

MALAYSIAN OFFICE:

Suite G-1, Vertical Corporate Tower B
Avenue 10, The Vertical, Bangsar South City
No. 8, Jalan Kerinchi, 59200. KUALA LUMPUR
Tel: (+603) 2245 9188 • Fax: (+603) 2245 9198

SGX Listed Shareholders

Shareholders will receive a link for the Meeting on their voting instruction form which can be used to access the Meeting.

Access to the Meeting is as follows:

1. Open your internet browser and access the Meeting link provided.
2. Enter the details requested by the Zoom Registration page to access the Meeting where you can view and listen to the Meeting, and participate by asking questions through the Q&A function.

As the Shares are held through CDP, direct voting at the Meeting is not possible and voting must take place in accordance with the CDP Voting Instruction Form as outlined in the Notice of Meeting.

QUESTIONS FOR THE MEETING

As in previous years, you will be able to ask questions of the Company either at the meeting or by submitting questions prior to the meeting.

Prior to the meeting

Questions are to be emailed to the Company Secretary using AGMQuestionsUOALtd@uoa.com.my no later than 5:00 pm WST on Tuesday, 27 May 2025, noting that questions for the auditor should be submitted no later than Thursday, 22 May 2025.

Questions submitted by this method after Tuesday, 27 May 2025 may not be reviewed prior to the meeting.

At the meeting

Shareholders will be able to ask questions during the meeting through a "Question and Answer" panel that will be available as part of the meeting platform.

VOTING

Please see the detailed voting instructions within the Notice of Meeting.

Shareholders whose shares are listed on ASX will be able to vote either at the meeting or by submitting your Proxy Form (either by using the form enclosed or via the Investor Centre of our registry at www.xcend.co) no later than 10:00 am WST on Tuesday, 27 May 2025.

Shareholders whose shares are held via CDP at SGX will only be able to vote by submitting the CDP Voting Instruction Form enclosed to the CDP address shown by 5:30 pm SGT on Wednesday, 21 May 2025.

We encourage you to read the Notice of Meeting and look forward to you joining us online for the Meeting.

Stuart Third
Company Secretary
24 April 2025

UNITED OVERSEAS AUSTRALIA LTD

ACN 009 245 890

NOTICE OF ANNUAL GENERAL MEETING

INCLUDING

EXPLANATORY STATEMENT

and

PROXY FORM/CDP VOTING INSTRUCTION FORM

Date of Meeting: Thursday, 29 May 2025

Time of Meeting: 10.00 am WST

Place of Meeting: Online

***The Company has determined to hold the Meeting as a virtual meeting.
Shareholders will not be able to attend in person at a physical location, but are strongly
encouraged to attend online as outlined in this Notice***

IMPORTANT NOTICE

THE RESOLUTIONS PROPOSED FOR THIS MEETING ARE OF FUNDAMENTAL IMPORTANCE TO THE FUTURE OF YOUR COMPANY. IT IS RECOMMENDED THAT SHAREHOLDERS READ THIS NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY STATEMENT IN FULL, AND IF THERE IS ANY MATTER THAT YOU DO NOT UNDERSTAND, YOU SHOULD CONTACT YOUR FINANCIAL ADVISER, STOCKBROKER OR SOLICITOR FOR ADVICE.

For personal use only

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Shareholders of United Overseas Australia Ltd ("Company") will be held online at 10.00am WST on Thursday, 29 May 2025.

An Explanatory Statement containing information in relation to each of the following Resolutions accompanies this Notice of Annual General Meeting.

Please note terms used in the Resolutions contained in this Notice of Annual General Meeting have the meaning given to them in the glossary contained in the Explanatory Statement.

BUSINESS

1. FINANCIAL REPORT

To receive and consider the Financial Statements, Directors' Report (including the Remuneration Report) and Auditor's Report for the Company and its Controlled Entities for the year ended 31 December 2024.

Note: There is no requirement for Shareholders to approve these reports.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, the following resolution as a **non-binding resolution**:

"That for the purpose of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 31 December 2024 be adopted."

Note: This resolution is advisory only and does not bind the Directors or the Company.

Voting Prohibition Statement:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the "voter") described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

3. RESOLUTION 2 – RE-ELECTION OF MR PAK LIM KONG

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

"That Mr Pak Lim Kong, who retires as a Director of the Company in accordance with Clause 15.2 of the Company's constitution and, being eligible, offers himself for re-election, be and is hereby re-elected as a Director of the Company."

4. RESOLUTION 3 – RE-ELECTION OF MR STUART ALEXANDER THIRD

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

"That Mr Stuart Alexander Third, who retires as a Director of the Company in accordance with Clause 15.2 of the Company's constitution and, being eligible, offers himself for re-election, be and is hereby re-elected as a Director of the Company."

By order of the Board

S Third
Company Secretary
Dated: 24 April 2025

IMPORTANT NOTICE REGARDING VIRTUAL MEETING

The Company is convening the Meeting to meet its obligations under the Corporations Act 2001 to conduct an Annual General Meeting after the end of its financial year.

The Meeting involves Directors based in Malaysia, Singapore and Australia, and Shareholders in those and other locations globally, and is usually conducted in Malaysia due to it having the larger number of Shareholders and Directors. The Company has reviewed the conduct of recent meetings and has determined, as permitted by section 249R of the Corporations Act 2001 and clause 14 of the Company's Constitution, to hold the Meeting as a virtual meeting only without the possibility of physical attendance at a location by Shareholders for this year. The Company will continue to review this decision each year.

As Shareholders will not be able to attend the meeting in person, they are strongly encouraged to participate in the virtual meeting by attending as outlined below, and by submitting their Proxy Form or CDP Voting Instruction Form to record their vote on the Resolutions.

Although Shareholders are not able to attend in person, they will be able to ask questions of the Directors and Auditor through the processes outlined in this Notice and on the Company's website. Shareholders are asked to submit questions as soon as possible, preferably 7 days prior to the meeting's commencement being 10:00 am Thursday, 22 May 2025. Questions may be asked during the Meeting through the processes outlined below.

INFORMATION FOR SHAREHOLDERS

The accompanying Explanatory Statement forms part of this Notice and should be read in conjunction with it. Unless the context requires otherwise, terms defined in the Glossary to the Explanatory Statement have the same meanings when used elsewhere in this Notice.

The instructions for participating in the Meeting and voting are contained within this Notice. Please carefully read the instructions based on whether your Shares are listed on ASX ("**ASX Listed**") or are listed on SGX and deposited with CDP ("**SGX Listed**").

TIME AND PLACE OF MEETING

VENUE

The Annual General Meeting of the Shareholders of United Overseas Australia Limited will be held **online commencing at 10:00 am WST on Thursday, 29 May 2025.**

Shareholders will only be able to attend the Meeting online. There is no provision for Shareholders to attend a physical location in person.

HOW TO ATTEND THE VIRTUAL MEETING

A live webcast of the meeting will be offered to allow Shareholders to see and listen to the meeting online.

ASX Listed Shareholders

Shareholders can access the Meeting Portal via <https://meeting.xcend.app/uosagm2025> to obtain the Zoom registration link. You will be asked to enter your SRN/HIN and postcode/country in order to access the Meeting Portal. Once logged in, you will be able to access the Notice of Meeting (this document) and register for the meeting by clicking the "Register via Zoom" link. Registration details will need to be entered and you will receive an email from Zoom with the link to join the meeting.

(Shareholders are encouraged to do this prior to the start of the meeting to ensure there is no delay in attending the virtual meeting).

Access to the Meeting is as follows:

- 1) Open your internet browser and access the Meeting Portal using your SRN/HIN as outlined above. This is required in order to be able to vote in the polls on the resolutions (see below).
- 2) Locate the Zoom registration email and click the link provided by Zoom to access the Meeting where you can view and listen to the Meeting, and participate by asking questions.

A complete guide to registering your attendance and voting at the virtual meeting is also available to view and download from the link:

<https://static.xcend.app/pub/clients/UOS/UOSVirtualMeetingGuide.pdf>

Proxyholders appointed by ASX Listed Shareholders

Proxyholders will need to contact Xcend prior to the meeting to obtain their login details.

SGX Listed Shareholders

Shareholders will receive a link for the Meeting on their voting instruction form which can be used to access the Meeting.

Access to the Meeting is as follows:

- 1) Open your internet browser and access the Meeting link provided.
- 2) Enter the details requested by the Zoom Registration page to access the Meeting where you can view and listen to the Meeting, and participate by asking questions through the Q&A function.

As the Shares are held through CDP, direct voting at the Meeting is not possible and voting must take place in accordance with the CDP Voting Instruction Form as outlined below.

HOW TO SUBMIT QUESTIONS FOR THE MEETING

Prior to the meeting

Questions should be submitted to the Company Secretary via email AGMQuestionsUOALtd@uoa.com.my no later than 5:00 pm WST on Tuesday, 27 May 2025, noting that questions for the auditor should be submitted no later than Thursday, 22 May 2025. Questions submitted by this method after Tuesday, 27 May 2025 may not be reviewed prior to the meeting.

At the meeting

Shareholders will be able to ask questions during the meeting through a "Question and Answer" panel that will be available as part of the meeting platform.

VOTING AND PROXIES

ELIGIBILITY TO VOTE

For the purposes of section 1074E (2) of the Corporations Act and regulation 7.11.37 of the Corporations Regulations 2001, the Company has determined that the shareholding of each person for the purposes of determining entitlements to attend and vote at the meeting will be the entitlement of that person set out in the Company's register as at 5.00pm WST on Tuesday, 27 May 2025. Accordingly, transactions registered after this time will be disregarded in determining entitlements to attend and vote at the meeting.

VOTING EXCLUSIONS

Where a voting exclusion applies to a Resolution being considered at this Meeting, the Resolution will contain a Voting Prohibition Statement identifying those Shareholders whose votes will not be included in the calculation of the result of the vote on that Resolution, whether by show of hands or by poll. The exclusion from voting may be required by the Corporations Act or the Listing Rules or both. Voting Exclusions will be set out at the end of each of the Resolutions in this Notice where an exclusion applies.

Shares held on behalf of beneficiaries – ASX Listing Rule 14.11

Where the Listing Rules require a voting exclusion and the Shareholder holds shares as a nominee, trustee, custodian or in another fiduciary capacity on behalf of a beneficiary, the Shareholder can cast the votes on the Resolution being considered provided that the Shareholder has received written confirmation that the beneficiary is not excluded from voting, or an associate of a person excluded from voting, on that Resolution and the Shareholder votes on the Resolution as directed by the beneficiary.

SHARES LISTED ON SGX AND DEPOSITED WITH CDP

In order to vote, you must complete the CDP Voting Instruction Form accompanying this Notice and return the Form to CDP by **5:30 pm SGT on Wednesday, 21 May 2025**.

Instructions on how to lodge your CDP Voting Instruction Form with CDP are included in the CDP Voting Instruction Form accompanying this Notice.

All validly completed CDP Voting Instruction Forms which are received by CDP by **5:30 pm SGT on Wednesday, 21 May 2025** will be processed and voting instructions will be given effect at the Meeting.

Voting Exclusions and SGX Listed Shares

As the SGX Listed shares are held by CDP, a custodian, SGX Listed Shareholders will be required to declare on the CDP Voting Instruction Form that they are not excluded from voting on a resolution where a voting exclusion applies by confirming that they are not the person or persons named or an associate of that person or those persons when providing their instructions to CDP.

HOW TO VOTE

ASX Listed Shareholders

Voting at the Meeting

If you hold ASX Listed Shares, you will be able to vote on resolutions during the Meeting through the online platform as follows:

- 1) Once the Chair of the Meeting has declared the poll open for voting, click on **“Go to Voting”** to go to the voting screen.
- 2) Select your voting direction and click **“Submit vote”** to submit your vote. **Note that you will not be able to amend your vote after the poll is declared closed.**

Voting by Proxy

To vote by proxy, ASX Listed Shareholders can either complete the Proxy Form online through their shareholder account or complete and sign the enclosed Proxy Form and return it to the Share Registry **no later than 10:00 am WST on Tuesday, 27 May 2025** and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, members are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of the Company; and
- a member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member’s votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that pursuant to the Corporation Act 2001:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these requirements are set out below.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, **if it does:**

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- if the proxy is the Chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the Chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Transfer of non-chair proxy to Chair in certain circumstances

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company’s members; and
- the appointed proxy is not the Chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting;
 - the proxy does not vote on the resolution,

the Chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

It is noted that all undirected proxies held by the Chair will be voted IN FAVOUR of all Resolutions at the Meeting.

SGX Listed Shareholders

Voting at the Meeting

Shareholders with SGX Listed Shares will not be able to participate in voting during the Meeting presentation. You must submit your vote as outlined below.

Voting by completing CDP Voting Instruction Form

SGX Listed Shareholders are required to submit the CDP Voting Instruction Form to CDP **no later than 5:30 pm (SGT) on Wednesday, 21 May 2025**. CDP is limited under the Constitution of the Company to appointing no more than 2 proxies and will only appoint the Chair as its proxy for this Meeting.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in United Overseas Australia Ltd in connection with the business to be conducted at the Annual General Meeting of the Company to be held as a virtual meeting online at 10.00 am WST on Thursday, 29 May 2025.

The Directors recommend Shareholders read this Explanatory Statement and the Notice of Annual General Meeting in full before making any decision in relation to the Resolutions. Terms used in this Explanatory Statement will, unless the context otherwise requires, have the meaning given to them in the glossary contained in this Explanatory Statement.

1. ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Section 317 of the Corporations Act requires the Directors of the Company to lay before the Meeting the Financial Statements, Directors' Report (including the Remuneration Report) and the Auditor's report for the last financial year that ended before the AGM.

In accordance with section 250S of the Corporations Act, Shareholders will be provided with a reasonable opportunity to ask questions or make statements in relation to those reports but no formal resolution to adopt the reports will be put to Shareholders at the AGM (save for Resolution 1 for the adoption of the Remuneration Report). Shareholders will also be able to ask questions regarding the management of the Company and other relevant matters associated with the Company's activities.

As the Meeting is being conducted online, whilst there will be the opportunity to ask questions via the email specifically established for this purpose before the Meeting or through the Meeting's online portal during the Meeting, the Directors encourage Shareholders to submit questions to the Company in writing as early as possible, and preferably by **Thursday, 22 May 2025**, to assist with the orderly conduct of the online Meeting.

Shareholders will be given an opportunity to ask the auditor questions about the conduct of the audit and the preparation and content of the auditor's report at the meeting. In addition to taking questions at the meeting, written questions to the Company's auditor about the content of the auditor's report or the conduct of the audit may be submitted no later than 5 business days before the Meeting (Thursday, 22 May 2025) to the registered office of the Company.

A copy of the Annual Report 2024 is available at <https://uoa.com.my/wp-content/uploads/2025/04/UOA-LTD-ANNUAL-REPORT-2024.pdf>

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

2.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the Remuneration Report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors of the Company.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The Remuneration Report is part of the director's report contained in the Company's annual financial report for the financial year ended 31 December 2024.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Annual General Meeting. This Resolution is advisory only and does not bind the Directors or the Company.

2.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company ("**Spill Resolution**") if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting ("**Spill Meeting**") within 90 days of the second annual general meeting.

All the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the previous financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

2.3 Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting.

2.4 Proxy voting restrictions

Shareholders appointing a proxy for this Resolution should note the following:

If you appoint a member of the Company's Key Management Personnel (other than the Chair) whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member as your proxy:

You must direct your proxy how to vote on this Resolution. Undirected proxies granted to these persons will not be voted and will not be counted in calculating the required majority if a poll is called on this Resolution.

If you appoint the Chair as your proxy where they are a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or is a Closely Related Party of such a member:

You **do not** need to direct your proxy how to vote on this Resolution. However, if you do not direct the Chair how to vote, **the Chair will vote undirected proxies in favour of the Resolution even though this Resolution is connected directly or indirectly with the remuneration of Key Management Personnel.**

If you appoint any other person as your proxy:

You **do not** need to direct your proxy how to vote on this Resolution, and you **do not** need to mark any further acknowledgement on the Proxy Form.

RE-ELECTION OF DIRECTORS

Clause 15.2 of the Company's Constitution requires that one third of the Company's board of directors, excluding the Managing Director, shall retire by rotation at the Company's annual general meeting every year, and if eligible may offer themselves for re-election. If the number of Directors is not a multiple of 3, then the number nearest one-third (rounded upwards in case of doubt), shall retire from office, provided always that no Director (except a Managing Director) shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

The Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by drawing lots. A Director who retires by rotation under the Constitution is eligible for re-election.

3. RESOLUTION 2 - RE-ELECTION OF DIRECTOR – MR PAK LIM KONG

Pursuant to Clause 15.2 of the Constitution as outlined above, Mr Pak Lim Kong retires from office, and, being eligible, seeks re-election as a director of the Company.

A brief profile of Mr Kong is set out below:

Mr Pak Lim Kong is an Executive of the Company, overseeing the planning and design of the Group's commercial and residential projects, and is also responsible for the identification and negotiation of new land acquisitions. Mr Kong has over 45 years of experience in the construction, mining and property development industries in both Malaysia and Australia. He holds a Bachelor of Engineering Degree with Honours from University of Western Australia, and is a member of the Institute of Engineers Malaysia and the Association of Professional Engineers Malaysia.

Mr Kong does not have any family relationship with any Director and/or major shareholder, nor any conflict of interest with the Company. He has no convictions for any offences, and there is no sanction or penalty imposed on him by any regulatory bodies over the past 5 years.

The Board (except Mr Pak Lim Kong, who makes no recommendation) supports re-electing Mr Kong as Director of the Company.

4. RESOLUTION 3 – RE-ELECTION OF MR STUART ALEXANDER THIRD

Pursuant to Clause 15.2 of the Constitution as outlined above, Mr Stuart Alexander Third retires from office, and, being eligible, seeks re-election as a director of the Company.

A brief profile of Mr Third is set out below:

Mr Stuart Alexander Third is non-executive director of the Company, member of the Audit and Risk Committee and also the Company Secretary. He has been involved in professional public practice for over 28 years providing advice to clients in various industries. His experience includes corporate governance matters having served as director and company secretary for several ASX listed companies. He is currently a director of ASX listed Corella Resources Ltd.

Mr Third holds a Bachelor of Business (University of Tasmania) and Master of Taxation (University of New South Wales) as well as a Graduate Diploma in Applied Corporate Governance. He is a fellow of Chartered Accountants Australia and New Zealand, a Chartered Tax Advisor and an Associate of both the Governance Institute of Australia and the Chartered Governance Institute.

The Board (except Mr Third, who makes no recommendation) supports re-electing Mr Third as Director of the Company.

GLOSSARY OF DEFINED TERMS

"Annual General Meeting", "AGM" and "Meeting" means the meeting convened by this Notice.

"ASX" means ASX Limited means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

"ASX Listed" means the Shares are held by Shareholders and are registered with ASX.

"Board" means the board of Directors of the Company.

"CDP" means The Central Depository (Pte) Limited.

"CDP Voting Instruction Form" means the form specifying the voting instructions of persons whose Shares are listed on SGX and deposited with CDP, which accompanies this Notice.

"Chair" means the chair of the Meeting.

"Closely Related Party" of a member of the Key Management Personnel means:

- (a) a spouse or child of the member; or
- (b) a child of the member's spouse; or
- (c) a dependent of the member or the member's spouse; or
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the Company; or
- (e) a company the member controls; or
- (f) a person prescribed by the *Corporations Regulations 2001 (Cth)*.

"Company" and **"United Overseas Australia Ltd"** means United Overseas Australia Ltd (ACN 009 245 890).

"Constitution" means the constitution of the Company.

"Corporations Act" means the *Corporations Act 2001 (Cth)*.

"Director" means a current director or alternate director of the Company.

"Explanatory Statement" means the explanatory statement attached to this Notice.

"Key Management Personnel" has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

"Listing Rules" means the Official Listing Rules of ASX.

"Notice", "Notice of Meeting" and "Notice of Annual General Meeting" means the notice of meeting which accompanies this Explanatory Statement and Proxy Form;

"Ordinary Securities" has the meaning set out in the Listing Rules.

"Proposed Constitution" means the constitution proposed to be adopted in Resolution 5

"Proxy Form" means the proxy form accompanying this Notice.

"Remuneration Report" means the remuneration report prepared in accordance with section 300A of the Corporations Act for the financial year ended 31 December 2024.

"SGX" means Singapore Exchange Securities Trading Limited.

"SGX Listed" means the Shares are held by CDP on behalf of the Shareholder for registration with SGX.

"SGT" means Singapore time

"Share" means a fully paid ordinary share in the capital of the Company.

"Shareholder" means a registered holder of a Share.

"WST" means Australian Western Standard Time.



United Overseas Australia Ltd

UNITED OVERSEAS AUSTRALIA LIMITED

ABN 81 009 245 890



XCEND
INVESTOR SUPPORT

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«EntityRegistrationDetailsLine6Envelope»

Your Annual General Meeting Proxy



Voting Instructions

Appointment of a Proxy

A shareholder entitled to cast two or more votes may appoint up to two proxies (whether shareholders or not) to attend the meeting and vote. A separate Proxy form should be used for each Proxy appointment.

Directing your Proxy How to Vote: If you wish to direct your Proxy how to vote (or to abstain from voting) on any resolution, place a mark ("X") in the "For", "Against" or "Abstain" box for each resolution. If you mark more than one box on a resolution, your vote on that resolution will be invalid. If you mark the "Abstain" box for a particular resolution, you are directing your Proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

Voting Exclusions and Prohibitions

Refer to the Notice of Meeting for detailed information of the voting exclusions and prohibitions, including the requirements of ASX Listing Rule 14.11 where you hold the shares in any fiduciary capacity on behalf of a beneficiary where you must receive confirmation in writing from the beneficiary that they are not excluded from voting on the resolution.

Signing Instructions

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

- **Individual:** Where the holding is in one name, the Proxy form must be signed by the shareholder or the shareholder's attorney.
- **Joint holding:** Where the holding is in more than one name, all of the shareholders should sign.
- **Power of Attorney:** To sign under Power of Attorney, you must have already lodged the Power of Attorney with the Share Registrar for notation. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this Proxy form when you return it.
- **Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this Proxy form must be signed by that person. If the company (in accordance with section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this Proxy form must be signed by a Director jointly with either another Director or a Company Secretary. The director or authorised signatory should also print their name and state their position under their signature.

ALL your Shares will be voted in accordance with your directions or if no directions have been given and to the extent permitted by law, as the Proxy sees fit. The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.



Attending the Meeting

Participating online: follow the instructions included in the Online Meeting Guide.

HOW TO

Lodge Your Proxy



Online Voting

Lodge your Proxy vote online by scanning the QR Code with your tablet or mobile, or enter the URL below into your internet browser:

<https://investor.xcend.app/sha>



You can also vote by the following:

- **Registered User:** enter your existing username & password and click voting.
- **New User,** firstly register at: <https://investor.xcend.app/register>
Then once logged in, you may proceed to vote.



Post to Vote

Xcend Pty Ltd
PO Box R1905
Royal Exchange NSW 1225



@ Scan & Email to Vote

meetings@xcend.co

For personal use only

SRN/HIN: «AccountNumber»

Registered Name & Address

«EntityRegistrationDetailsLine1Envelope»
«EntityRegistrationDetailsLine2Envelope»
«EntityRegistrationDetailsLine3Envelope»
«EntityRegistrationDetailsLine4Envelope»
«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

Change of Address

If incorrect, provide the correct address in the space below. Securityholders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.

If a representative of a corporate securityholder or Proxy is to participate in the meeting, you will need to provide the appropriate "Appointment of Corporate Representative" Form.

Your Proxy Form

I/we being members of United Overseas Australia Limited ("**Company**") and entitled to attend and vote hereby appoint:

The Chair of the Meeting
(Mark box)

OR

If you are **NOT** appointing the Chair of the Meeting as your Proxy, please write the name of the person or body corporate you are appointing as your Proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair 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 law, as the Proxy sees fit) at the Annual General Meeting of the Company to be held online via registration at <https://meeting.xcend.app/uosagm2025> on Thursday, 29 May 2025 at 10:00am (WST) and at any postponement or adjournment of the Meeting.

The Chair of the Meeting intends to vote undirected proxies in favour of ALL Resolutions.

By appointing the Chair as a proxy (or where the Chair becomes proxy by default) the relevant Shareholder gives the Chair express authority to exercise the proxy on the Resolution(s) (except where the Shareholder has indicated a different voting intention on this Proxy Form) even if the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting, being **Tuesday, 27 May 2025 at 10:00am (WST)**. Please read the Notice of Meeting and voting instructions before marking any boxes with an X. If you mark the Abstain box for a Resolution, you are directing your Proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

Resolutions	For	Against	Abstain
1 Adoption of Remuneration Report	<div></div>	<div></div>	<div></div>
2 Re-election of Mr Pak Lim Kong	<div></div>	<div></div>	<div></div>
3 Re-election of Mr Stuart Alexander Third	<div></div>	<div></div>	<div></div>

Please Sign and Return

Securityholder 1

Sole Director/Sole Company Secretary

Print Name of Securityholder

Joint Securityholder 2

Director/Company Secretary

Print Name of Securityholder

Joint Securityholder 3

Director/Company Secretary

Print Name of Securityholder

Update your communication details:

SRN/HIN: «AccountNumber»

Registered Name & Address

- «EntityRegistrationDetailsLine1Envelope»
- «EntityRegistrationDetailsLine2Envelope»
- «EntityRegistrationDetailsLine3Envelope»
- «EntityRegistrationDetailsLine4Envelope»
- «EntityRegistrationDetailsLine5Envelope»
- «EntityRegistrationDetailsLine6Envelope»

Email Address

Phone Number (Contactable during business hours)

By providing your email address, you consent to receive all future Securityholder communications electronically.

Online Meeting Guide

Please register in advance through our Virtual Meeting Portal: <https://meeting.xcend.app/uosagm2025> or scan the QR Code with your tablet or mobile device



Required Information to log in to the portal:

- SRN/HIN
- Your Postcode

Accessing the Annual General Meeting:

- Upon completing registration, a Zoom webinar link will be provided.
- Ensure the Zoom client is installed on your device to participate in the meeting and to ask questions.

Voting will take place during the meeting. Shareholders will be prompted to vote at the appropriate time on our meeting portal: <https://meeting.xcend.app/uosagm2025>

If you are appointed as a proxy, please contact us at least 24 hours before the Annual General Meeting to obtain proxy login details.

If you require any assistance with this process, then please contact XCEND on +61 (2) 8591-8509.



United Overseas Australia Ltd

UNITED OVERSEAS AUSTRALIA LIMITED

ABN 81 009 245 890



XCEND
INVESTOR SUPPORT

www.xcend.co
+61 (2) 8591 8509
support@xcend.co

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VOTING INSTRUCTION FORM FOR CDP'S DEPOSITORS

MEETING REGISTRATION LINK: <https://xcend.app/UOSAGM2025>

Your Voting Instruction Form must be received **5.30pm (SGT) on Wednesday, 21 May 2025 ("Receipt Date")**. Any Voting Instruction Forms received after that time will not be included for the scheduled Meeting.

Voting Instructions

SEX LISTED SHARES

Your Shares are currently registered with CDP. For so long as your Shares are registered with CDP:
- CDP is not allowed under the constitution of United Overseas Australia Limited to appoint more than 2 proxies;

- you are not able to vote or appoint your own proxies to attend the Meeting; and

- You can only request CDP to appoint the Chair of the Meeting as your proxy to vote on your behalf in accordance with the voting instructions herein.

CDP will not appoint a proxy other than the Chair of the Meeting.

Directing your Proxy How to Vote: If you wish to direct your Proxy how to vote (or to abstain from voting) on any resolution, place a mark ("X") in the "For", "Against" or "Abstain" box for each resolution. If you mark more than one box on a resolution, your vote on that resolution will be invalid. If you mark the "Abstain" box for a particular resolution, you are directing your Proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

Voting Exclusions and Prohibitions

Where the Notice identifies a person or people who are excluded from voting, you must notify the CDP of your entitlement to vote on a resolution. Carefully consider the Voting Exclusion that has been included in the Notice and if you are not excluded from voting, mark the Entitlement box on the front of this form to advise CDP that you are entitled to vote on the resolution. CDP will ignore any votes cast where there is a voting exclusion and this box has not been marked, and they will not be counted in the vote on the Resolution. Where there is no voting exclusion, the box can be ignored and CDP will vote in accordance with the voting instructions given.

Signing Instructions

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

- **Individual:** Where the holding is in one name, the Voting Instruction Form must be signed by the account holder or the account holder's attorney.
- **Joint holding:** Where it is a joint "AND" account, all account holders should sign. Where it is a joint "OR" account, one of the account holders should sign.
- **Power of Attorney:** If you have not already lodged the Power of Attorney with CDP, please attach the original or 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 Proxy form must be signed by that person. If the company (in accordance with section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this Proxy form must be signed by a Director jointly with either another Director or a Company Secretary. The director or authorised signatory should also print their name and state their position under their signature.

Attending the Meeting

Participating online: follow the instructions included in the Online Meeting Guide.

HOW TO

Lodge Your Form



Post to Vote

United Overseas Australia Ltd
c/- The Central Depository (Pte) Ltd
Privy Box No. 920764
Singapore 929292

Vote closing date and time

This Voting Instruction Form (and any power of attorney under which it is signed) must be received at the address given above by **5:30pm (SGT) on Wednesday, 21 May 2025**. **CDP Voting Instruction Forms received after that time will not be included for the scheduled meeting.**

Replacement Voting form request only

Email: meetings@xcend.co
Telephone: + 61 (2) 8591 8509

All other enquiries to CDP Hotline

Email: asksgx@sgx.com
Telephone: +65 6535 7511

Meeting Registration Link

<https://xcend.app/UOSAGM2025>

Shareholder Identifier

Registered Name & Address

«EntityRegistrationDetailsLine1Envelope»
«EntityRegistrationDetailsLine2Envelope»
«EntityRegistrationDetailsLine3Envelope»
«EntityRegistrationDetailsLine4Envelope»
«EntityRegistrationDetailsLine5Envelope»
«EntityRegistrationDetailsLine6Envelope»

Voting Instructions to The Central Depository (Pte) Ltd

I/We being holders of SGX Listed Shares in United Overseas Australia Limited deposited with CDP request you to appoint the Chair of the Meeting as my/our proxy to attend and for me/us on my/our behalf at the Annual General Meeting of United Overseas Australia Limited to be held online **on Thursday, 29 May 2025 at 10.00 am (WST)** and at any adjournment or postponement of that Meeting

Number of Shares to which this instruction relates:

Securities Account Number to which this instruction relates:

Voting directions will only be valid and accepted by The Central Depository (Pte) Ltd if they are signed and received no later **Wednesday, 21 May 2025 at 5.30pm (SGT)**. **Please read the Notice of Meeting and voting instructions before marking any boxes with an X.**

Resolutions	Entitlement ¹	For	Against	Abstain ²
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Mr Pak Lim Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-election of Mr Stuart Alexander Third	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

¹Where a voting exclusion applies under the Listing Rules as outlined in the Notice, CDP is required to obtain written confirmation from the voter that they are not the person/persons named as being excluded, or an associate of that person/those people. By marking this box, you are advising CDP that you are **not excluded** from voting on the Resolution and are entitled to vote. **DO NOT MARK THIS BOX IF YOU ARE EXCLUDED FROM VOTING ON THE RESOLUTION AS OUTLINED IN THE NOTICE.** This box has not been provided if there is no voting exclusion on the Resolution

²If you mark the abstain box for a particular Resolution, you are directing CDP not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

Securityholder 1	Joint Securityholder 2	Joint Securityholder 3
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director/Sole Company Secretary	Director/Company Secretary	Director/Company Secretary
<input type="text"/>	<input type="text"/>	<input type="text"/>
Print Name of Securityholder	Print Name of Securityholder	Print Name of Securityholder

Update your communication details:

Email Address	Phone Number (Contactable during business hours)
<input type="text"/>	<input type="text"/>

By providing your email address, you consent to receive all future Securityholder communications electronically.

For personal use only
Provide Your Voting Directions
voting instruction

Please Sign and Return
* This section must be completed.

SRN/HIN: «AccountNumber»

Registered Name & Address

- «EntityRegistrationDetailsLine1Envelope»
- «EntityRegistrationDetailsLine2Envelope»
- «EntityRegistrationDetailsLine3Envelope»
- «EntityRegistrationDetailsLine4Envelope»
- «EntityRegistrationDetailsLine5Envelope»
- «EntityRegistrationDetailsLine6Envelope»

Online Meeting Guide

Please register in advance on Zoom through the following link: <https://xcend.app/UOSAGM2025>

Accessing the Annual General Meeting:

- Upon completing registration, you will receive an email from Zoom with the link to join the meeting.
- Ensure the Zoom client is installed on your device to participate in the meeting and to ask questions.

As the Shares are held through CDP, direct voting at the Meeting is not possible and voting must take place in accordance with this CDP Voting Instruction Form.

If you require any assistance with this process, then please contact the CDP Hotline on +65 6535 7511 or asksgx@sgx.com