



United Overseas Australia Ltd

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ANNUAL GENERAL MEETING

THURSDAY 28 MAY 2026
10:00 AM AWST

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, 28 May 2026 at 10:00 am AWST as an online meeting.

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

<https://uoa.com.my/uoa-ltd-agm-fy2026/>

The Company's Annual Report can be found at:

<https://uoa.com.my/wp-content/uploads/2026/04/UOA-LTD-ANNUAL-REPORT-2025.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/UOSAGM2026> 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 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://xcend.app/UOSVirtualMeetingGuide2026>

Proxyholders appointed by ASX Listed Shareholders

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

INTERNATIONAL OFFICES

UOA VIETNAM UOA Tower LLC, Level 23, UOA Tower, 6, Tan Trao Street, Tan My Ward, Ho Chi Minh City, Vietnam t +8428 5411 8811

UOA MALAYSIA Suite G-1, Vertical Corporate Tower B, Avenue 10, The Vertical, Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia t +603 2245 9188

UOA SINGAPORE 7, Temasek Boulevard, #18-02, Suntec Tower 1, 038987 Singapore t +65 6333 9383

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 AWST on Tuesday, 26 May 2026, noting that questions for the auditor should be submitted no later than Thursday, 21 May 2026.

Questions submitted by this method after Tuesday, 26 May 2026 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 AWST on Tuesday, 26 May 2026.

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, 20 May 2026.

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 2026

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, 28 May 2026

Time of Meeting: 10.00 am AWST

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.

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 AWST on Thursday, 28 May 2026.

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), the Sustainability Report and Auditor's Report for the Company and its Controlled Entities for the year ended 31 December 2025.

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 2025 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 DIRECTOR – MR CHEE SENG TEO

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

"That Mr Chee Seng Teo, 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 DIRECTOR – MS JESLYN JACQUES WEE KIAN LEONG

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

"That Ms Jeslyn Jacques Wee Kian Leong, who retires as a Director of the Company in accordance with Clause 15.2 of the Company's constitution and, being eligible, offers herself for re-election, be and is hereby re-elected as a Director of the Company."

5. RESOLUTION 4 – RE-ELECTION OF DIRECTOR – MR KONG SZE HOU

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

"That Mr Kong Sze Hou, who was appointed as a Director of the Company in accordance with Clause 15.4 of the Company's constitution on 7 April 2026 and who retires pursuant to Clause 15.4 and, being eligible, offers himself for re-election, be and is hereby re-elected as a Director of the Company."

6. RESOLUTION 5 – APPOINTMENT OF AUDITOR – SUSTAINABILITY

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

“That, for the purposes of section 327C of the Corporations Act, and in confirmation of the appointment made by the Directors under section 327B of the Corporations Act to fill a casual vacancy, Grant Thornton Audit Pty Ltd, having been nominated by a member of the Company, being qualified to act as auditor of the Company and consented in writing to act, be appointed as the sustainability auditor of the Company”

By order of the Board
S Third
Company Secretary
Dated: 24 April 2026

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 was previously 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 AWST Thursday, 21 May 2026. 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 AWST on Thursday, 28 May 2026.**

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/UOSAGM2026> 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://xcend.app/UOSVirtualMeetingGuide2026>

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 AWST on Tuesday, 26 May 2026, noting that questions for the auditor should be submitted no later than Thursday, 21 May 2026. Questions submitted by this method after Tuesday, 26 May 2026 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 AWST on Tuesday, 26 May 2026. 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, 20 May 2026**.

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, 20 May 2026** 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 AWST on Tuesday, 26 May 2026** 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, 20 May 2026**. 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 AWST on Thursday, 28 May 2026.

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 2025

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), the Sustainability 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, 21 May 2026**, 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, 21 May 2026) to the registered office of the Company.

A copy of the Annual Report 2025 is available at <https://uoa.com.my/wp-content/uploads/2026/04/UOA-LTD-ANNUAL-REPORT-2025.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 2025.

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 CHEE SENG TEO

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

A brief profile of Mr Teo is set out below:

Mr Chee Seng Teo is a non-executive director of the Company, and is a member of the Company's Audit and Risk Management Committee and the Nomination and Remuneration Committee. He is in legal practice in Singapore, primarily specialising in the corporate sector, with over 42 years of experience.

Mr Teo 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 Chee Seng Teo, who makes no recommendation) supports re-electing Mr Teo as Director of the Company.

4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – MS JESLYN JACQUES WEE KIAN LEONG

Pursuant to Clause 15.2 of the Constitution as outlined above, Ms Jeslyn Jacques Wee Kian Leong retires from office, and, being eligible, seeks re-election as a director of the Company.

A brief profile of Ms Leong is set out below:

Ms Jeslyn Jacques Wee Kian Leong is a non-executive director of the Company, and is a member of the Company's Audit and Risk Management Committee and the Nomination and Remuneration Committee. She is a financial accountant with over 30 years' experience in corporate finance. Her experience includes time within the building and construction industry, including the building materials sector of the market as well as multi-jurisdictional trading companies.

Ms. Leong holds a professional body qualification with the Association of Chartered Certified Accountants (United Kingdom). She has experience within corporate governance roles and is currently a Business Analyst with BlueScope Steel Limited, a leading steel supplier and manufacturer for the building and construction industries, delivering high-quality steel products globally.

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

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

5. RESOLUTION 4 – RE-ELECTION OF DIRECTOR – MR KONG SZE HOU

Pursuant to Clause 15.4 of the Constitution, a director who is appointed by the Board holds office until the next Annual General Meeting, at which time they must retire but, if eligible, may seek re-election. A director seeking re-election in these circumstances is not counted as part of the director rotation requirement under Clause 15.2 outlined above.

Accordingly, Mr Kong Sze Hou, who was appointed by the Board on 7 April 2026, 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 Kong Sze Hou is an Executive Director of the Company who has overseen the Company's investments and development initiatives in Vietnam whilst also contributing to the development, construction and hospitality operations in Malaysia.

Mr Kong holds a Bachelor degree with a double major in Accounting and Finance from Singapore Management University, and prior to joining the Company, worked in Merrill Lynch's Investment Banking Division specialising in corporate finance across initial public offerings, bond issuances, and mergers and acquisitions.

Mr Kong is the son of Mr Kong Chong Soon, the Company's Managing Director and Chairman, and brother of Mr Kong Sze Choon, CEO and Executive Director of UOA Asset Management Sdn Bhd, the manager of the UOA Real Estate Investment Trust. He does not have any family relationship with any other 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 Kong Sze Hou, who makes no recommendation) supports re-electing Mr Kong as a Director of the Company.

6. RESOLUTION 5 – APPOINTMENT OF AUDITOR – SUSTAINABILITY

The Company became subject to the new Sustainability Reporting requirements for the year ended 31 December 2025 requiring the appointment of an auditor to undertake a review of the Company's Sustainability Report. Grant Thornton Audit Pty Ltd was previously appointed as the Company's auditor under the Corporations Act to audit the Company's Financial Report. As the original appointment was made prior to the implementation of the Sustainability Reporting requirements, the Company has decided to confirm the appointment of Grant Thornton Audit Pty Ltd to the additional engagement at this Meeting. As the Directors appointed Grant Thornton Audit Pty Ltd to fill a casual vacancy, the appointment is required to be confirmed at the next Annual General Meeting of the Company.

The Company has received:

- (a) a nomination under section 328B of the Corporations Act from a member of the Company to appoint Grant Thornton Audit Pty Ltd as the Company's auditor (Annexure A to the Explanatory Statement); and
- (b) a consent to act as auditor of the Company duly executed by Grant Thornton Audit Pty Ltd.

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.

"AWST" means Australian Western Standard Time.

"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.

"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 2025.

"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.

ANNEXURE A

16 March 2026

The Directors
United Overseas Australia Ltd
51/11 Tanunda Drive
RIVERVALE WA 6103

Dear Sirs

Nomination of Sustainability Auditor

Pursuant to subsection 328B(1) of the Corporations Act 2001, I nominate Grant Thornton Audit Pty Ltd of Level 43 Central Park, 152-158 St Georges Terrace, Perth WA 6000 to be appointed as the sustainability auditor of United Overseas Australia Ltd at its next Annual General Meeting.

I confirm that I am a shareholder of United Overseas Australia Ltd.

Yours faithfully

Jing Wang



United Overseas Australia Ltd

United Overseas Australia Ltd

ACN 009 245 890



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

XCEND
INVESTOR SUPPORT

Your Annual General Meeting Proxy Form



Proxy Voting Instructions

Appointment of a Proxy

A proxy is someone you appoint to attend the meeting and vote on your behalf. You don't need to attend the meeting yourself.

Step 1: Decide Who Will Be Your Proxy

You have two options:

OPTION A: Appoint the Chair of the Meeting

- Simply cross the box marked "The Chair of the Meeting"
- The Chair of the Meeting will vote according to your directions
- If you don't give directions, the Chair of the Meeting will vote undirected proxies in favour of all Resolutions.

OPTION B: Appoint Someone Else

- Write the full name of the person you want to appoint
- They must attend the meeting to vote on your behalf
- They can be another shareholder or anyone you choose

Important: If you hold 2 or more votes, you can appoint up to TWO proxies by using separate proxy forms.

Step 2: Direct How Your Proxy Should Vote

For each resolution, mark ONE box only with an "X"

FOR	AGAINST	ABSTAIN
You support the resolution	You oppose the resolution	You don't want to vote

Voting Exclusions and Prohibitions

Refer to the Notice of Meeting for detailed information of the voting exclusions, including the requirements for Listing Rule 14.11 where you hold shares 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.

Step 3: Sign the Proxy Form

You must sign the form correctly or it will be invalid:

If you are	You must
Individual shareholder	Sign your name.
Joint shareholders	All must sign.
Corporate shareholder	Sign by authorised officer(s). Sole Director/Secretary; or Sole Director (where no Secretary exists); or two Directors; or Director + Secretary. Print name and position below signature.
Power of Attorney	Sign by authorised attorney. Power of Attorney must be lodged with the Share Registrar for notation. If not already lodged, attach a certified copy to this form.
Nominee/Custodian	Sign by authorised signatory(s). Attach a custodial certificate to this form.



Attending the Meeting

Date and time	Thursday, 28 May 2026 at 10:00am (AWST)
Online	https://meeting.xcend.app/UOSAGM2026 (refer to the Online Meeting Guide)

How to Lodge a Proxy



Online (Recommended Fastest)

Method 1: Scan QR Code

Use your phone or tablet to scan the QR code on your proxy form.



Method 2: Go to Website

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

Select: United Overseas Australia Ltd

Enter HIN/SRN: «AccountNumber»

Enter Postcode: if within Australia **or**

Select Country: if outside Australia

Method 3: Registered Users

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

Enter your username and password, then click voting

@ Email

- Scan your completed and signed proxy Form
- Email to: meetings@xcend.co



Post

Mail your completed and signed proxy form to:

Xcend Pty Ltd

PO Box R1905

Royal Exchange NSW 1225

Allow extra time for postal delivery

DEADLINE: Tuesday, 26 May 2026 at 10:00am (AWST)

(48 hours before the meeting)

SRN/HIN:

If Your Address is Incorrect

- Update it in the space provided on the proxy form, OR
- If your shares are broker-sponsored (HIN starts with 'X'), contact your broker

Registered Name & Address

Your Proxy Form – United Overseas Australia Ltd
Annual General Meeting May 2026

Appointment of Proxy

I/We, being member(s) of United Overseas Australia Ltd ("Company") and entitled to attend and vote, hereby appoint:

The Chair of the Meeting
(Mark box with an X)

OR

Name of Proxy (If you are NOT appointing the Chair of the Meeting, write the name of the person or body corporate)

or failing the person or body corporate named, or if no person or body corporate is named above, the Chair of the Meeting, as my/our proxy to vote on my/our behalf at the Annual General Meeting on Thursday, 28 May 2026 at 10:00am (AWST) to be held virtually via registration at <https://meeting.xcend.app/UOSAGM2026> (including any postponement or adjournment).

The proxy must vote as directed below or, if no directions are given, may vote as they see fit to the extent permitted by law.

The Chair of the Meeting intends to vote undirected proxies in FAVOUR of all Resolutions. By appointing the Chair of the Meeting as proxy, I/we give the Chair of the Meeting express authority to vote on Resolution 1, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel (including the Chair of the Meeting) unless I/we have indicated a different voting intention below.

Provide Your Proxy Voting Directions

For each resolution: Mark ONE box with an "X" to vote all shares OR write number of shares in each box to split your vote.

Resolutions	For	Against	Abstain
1 Adoption of Remuneration Report			
2 Re-election of Director – Mr Chee Seng Teo			
3 Re-election of Director – Ms Jeslyn Jacques Wee Kian Leong			
4 Re-election of Director – Mr Kong Sze Hou			
5 Appointment of Auditor – Sustainability			

Please Sign and Return

* This section must be completed.

By signing this form, I/we confirm my/our authority to appoint the named proxy with voting directions as indicated above and hereby revoke any previously lodged proxy for this meeting.

Securityholder 1

Joint Securityholder 2

Joint Securityholder 3

Sole Director/Sole Company Secretary

Director/Company Secretary

Director/Company Secretary

Print Name of Securityholder

Print Name of Securityholder

Print Name of Securityholder

Update your communication details:

Email Address

Phone Number (Contactable during business hours)

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

SRN/HIN:

Registered Name & Address

Online Meeting Guide

Registration (Required)

Register in advance via our Virtual Meeting Portal: <https://meeting.xcend.app/UOSAGM2026>
Or scan the QR code with your mobile device or tablet.



You will need	Your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) Your postcode (or country if outside Australia)
Accessing the Meeting Important - Please ensure the Zoom client is installed on your device to participate fully and ask questions during the meeting.	Once registered, you will receive: A Zoom webinar link Telephone dial-in details
Telephone Participation	Shareholders joining by telephone can listen to the meeting but will not be able to ask questions.
Voting	Voting will take place during the meeting via our meeting portal: https://meeting.xcend.app/UOSAGM2026 You will be prompted to vote at the appropriate time.
Proxy Holders	If you have been appointed as a proxy, please contact XCEND at least 24 hours before the Annual General Meeting to obtain your login details.
Need Help?	Contact XCEND on +61 (2) 8591-8509 for assistance.

Attending the Meeting Virtually