

ASX Market Announcements

Australian Securities Exchange

Date: 6 April 2021

Subject: Notice of 2021 Annual General Meeting and Proxy Form

The Notice of Meeting and Proxy Form for the 2021 Annual General Meeting (**AGM**) of Hutchison Telecommunications (Australia) Limited (ASX: HTA, **HTAL** or the **Company**) to be held on **Friday, 7 May 2021 at 10.00 am (Sydney time)** and sent to shareholders, are attached.

COVID-19 and Participation at the AGM

The Company does not in any way wish to diminish the opportunity available to HTAL shareholders to exercise their rights and to vote, but is conscious of the pressing need to ensure the health and safety of shareholders and its team members at the AGM. Accordingly, there are a range of measures we encourage shareholders to adopt to ensure their participation in the AGM.

Attendance in person at the Company - 177 Pacific Highway, North Sydney

The AGM will be held at the Company's registered office at 177 Pacific Highway, North Sydney. The North Sydney venue has limited capacity. Further, due to COVID-19 and current Government restrictions, the Company is required to ensure compliance with the requirements for social distancing and will seek to comply with any applicable requirements and limitations that are in force at the time of the AGM in respect of any persons who seek to attend the AGM in person, including implementing enhanced hygiene requirements for anyone attending the AGM in person, which must be strictly followed to gain access to the venue. To the extent permitted or required by law, and in order to comply with Government restrictions, the Company reserves the right to deny entry into the AGM venue or require any person to leave the AGM venue so as to ensure the health and safety of attendees at the AGM. Refreshments will not be served.

As a result of these measures, it is recommended that shareholders register prior to attending the event in person. If shareholders wish to attend the AGM in person, please register at investors@hutchison.com.au. If legal restrictions impose a limit on the number of persons who may be present in person, admission to the AGM will be prioritised in the sequence in which shareholders have submitted their registrations.

If you are attending the AGM in person, please bring your Proxy Form with you to assist with your registration.

Voting by proxy

The Directors strongly encourage shareholders to exercise their right to vote at the AGM by appointing a proxy in a duly completed Proxy Form. If you cannot or do not wish to attend the AGM, you may appoint a proxy to attend and vote for you. The Chairman may be appointed as proxy and shareholders can direct the Chairman how to exercise their vote. Further detail is set out in the notice of meeting and Proxy Form. Physical attendance is not necessary for the purpose of exercising shareholder rights where a proxy is appointed. Properly completed Proxy Forms are required to be received by the Company no later than **10.00 am (Sydney time) on Wednesday, 5 May 2021** in one of the ways specified in the Notice of Meeting and Proxy Form.

AGM proceedings online

HTAL shareholders will be able to join a live audio webcast of the AGM proceedings, view the AGM slides and submit questions through the online platform at <https://agmlive.link/HTA21> (**AGM Website**). The AGM Website and webcast will be open for shareholders to login approximately 30 minutes prior to the commencement of the AGM and can be accessed from any location with access to the internet through a smart phone, tablet device or computer. Please note, however, that in accordance with the HTAL's Constitution, shareholders joining the webcast will not be counted towards the quorum nor will they be able to cast their vote online.

Further details on how to join the AGM Website are set out in the attached the Link Group Online Platform Guide (**Online Platform Guide**). The Online Platform Guide provides details about how to ensure your browser is compatible with the online platform, as well as a step by step guide to successfully login and navigate the site.

TO ACCESS THE WEBCAST, PLEASE FOLLOW THE INSTRUCTIONS ON THE AGM WEBSITE AND ENTER (I) FOR SHAREHOLDER, THE DISTINCTIVE SHAREHOLDER NUMBER OR (II) FOR PROXYHOLDER, THE PROXY NUMBER BELOW:

Shareholder

Shareholder Number: your unique Holder Identification Number (HIN) or Securityholder Reference Number (SRN) printed under the barcode on the top right corner of the Proxy Form.

Proxyholder

Proxy Number: your Proxy Number will be provided by the Company's Share Registry, Link Market Services, to the shareholder, or the proxyholder where contact details have been provided. If you have not been contacted by Link Market Services, please contact Link Market Services before the meeting to obtain the Proxy Number.

Please keep your HIN, SRN, or the Proxy Number in safe custody for use at the AGM and do not disclose it to any other person.

The Online Platform Guide will be released to the ASX and is also available on our website at <http://www.hutchison.com.au/asx-announcements/>.

Questions can be raised prior to or during the AGM

HTAL shareholders may ask questions prior to the AGM in the manner set forth in the Notice of Meeting and the Question Form enclosed with the Notice of Meeting by **5.00 pm (Sydney time) on Friday, 30 April 2021**. HTAL shareholders may also raise questions by email to the Company Secretary at investors@hutchison.com.au prior to commencement of the AGM and, additionally, may submit questions online on the AGM Website during the AGM webcast by following the relevant directions in the Online Platform Guide.

The Directors also encourage you to read the enclosed Notice of Meeting (including the Explanatory Memorandum) and the Proxy Form.

Subject to the abstentions noted in the Explanatory Memorandum, the Directors of the Company unanimously recommend that shareholders vote in favour of all resolutions to be proposed at the AGM.

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

Due to the constantly evolving COVID-19 situation in Australia, in the event the Company needs to make alternative arrangements at short notice for the AGM, information will be lodged with the ASX. Shareholders are requested to check the ASX website at www.asx.com.au (ASX:HTA) or the Company's website at <http://www.hutchison.com.au/asx-announcements/> for updates on the AGM arrangements.

If HTAL shareholders have any queries regarding joining and participating in the webcast of the AGM, please contact HTAL's Share Registry, Link Market Services on 1800 629 116 (Australia) or +61 1800 629 116 (International) or email info@linkmarketservices.com.au.

Yours Sincerely,



Swapna Kesar
Joint Company Secretary

AUTHORISED FOR RELEASE: By order of the Board

For further information, please contact the Company Secretary by email at investors@hutchison.com.au or by telephone on (02) 9015 5088.



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF HUTCHISON TELECOMMUNICATIONS (AUSTRALIA) LIMITED (ABN 15 003 677 227) (**HTAL OR THE COMPANY**) WILL BE HELD:

—
Date

Friday, 7 May 2021

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Time

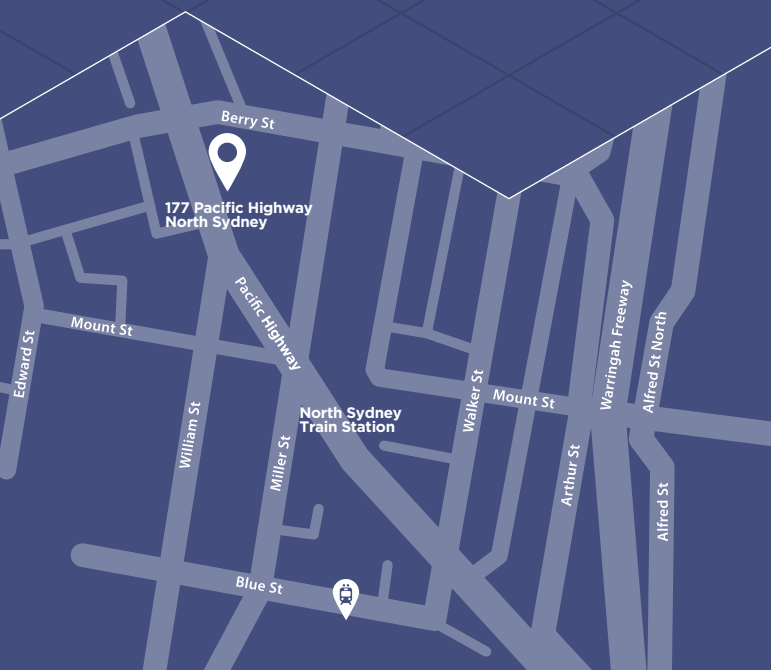
10.00 am (Sydney time)

—
Venue

177 Pacific Highway,
North Sydney,
New South Wales.

—
How to find us

We are located at 177 Pacific Highway, North Sydney within short walking distance of North Sydney train station. Whilst parking is not available onsite, there are various parking stations located nearby.



Ordinary Business

FINANCIAL REPORT

To receive and consider the financial report, including the Directors' Report and the Auditor's Report for the year ended 31 December 2020.

RE-ELECTION OF DIRECTORS

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

1. THAT Mr Fok Kin Ning, Canning, who retires in accordance with rule 8.1(e)(2) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.
2. THAT Mr Justin Herbert Gardener, who retires in accordance with rule 8.1(e)(2) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.
3. THAT Mr John Michael Scanlon, who retires in accordance with rule 8.1(e)(2) of HTAL's Constitution and being eligible offers himself for re-election, be re-elected as a Director of HTAL.

REMUNERATION REPORT

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

4. THAT, for the purposes of section 250R(2) of the *Corporations Act 2001 (Cth)* and for all other purposes, the Remuneration Report for the year ended 31 December 2020 be adopted.

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

Special Business

ADOPTION OF AMENDMENTS TO CONSTITUTION

To consider, and if thought fit, pass the following resolution as a special resolution:

5. THAT the amendments to the Constitution, tabled at the Meeting with changes in underline and signed by the Chairman of the Meeting for the purposes of identification, be approved and adopted, as amendments to the Constitution of the Company, with effect from the close of the Meeting.

As Item 5 is a special resolution, it will only be passed if at least 75% of the votes cast on the Item are in favour of the resolution.

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

By order of the Board

Edith Shih

Swapna Keskar

Joint Company Secretaries

6 April 2021

NOTES ON VOTING

Proxies

If you cannot or do not wish to attend the Annual General Meeting, you may appoint a proxy to attend and vote for you. The appointment may specify the proportion or number of your votes that the proxy may exercise. The proxy does not need to be a shareholder. If you are entitled to cast 2 or more votes at the meeting, you may appoint up to 2 proxies. If you appoint 2 proxies and the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes.

To ensure that all shareholders can exercise their right to vote on the resolutions, a proxy form is enclosed together with a reply paid envelope. You can lodge the proxy form by sending it in the reply paid envelope or otherwise posting, delivering or faxing it to HTAL's Share Registry (see below). The proxy form tells you what you need to do.

If you return your proxy form but do not nominate a representative, the Chairman of the Annual General Meeting will be your proxy and will vote on your behalf as directed on the proxy form.

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

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

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

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

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

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

When

The proxy form (along with any power of attorney or certified copy of the power of attorney under which it is signed) must be received by HTAL's Share Registry, Link Market Services Limited, by no later than **10.00 am (Sydney time)** on **Wednesday, 5 May 2021**. Any proxy form lodged after that time will be treated as invalid.

How

The completed proxy form (along with any power of attorney or certified copy of the power of attorney under which it is signed) may be:

- mailed to Hutchison Telecommunications (Australia) Limited c/- Link Market Services Limited at Locked Bag A14, Sydney South, NSW 1235, Australia in the enclosed reply-paid envelope; or
- sent by facsimile to: Link Market Services Limited on +61 2 9287 0309; or
- delivered in person to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138, Australia; or
- lodged on-line at www.linkmarketservices.com.au in accordance with the instructions given there.

Entitlement to vote deadline

Pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001*, for the purposes of the Annual General Meeting, only those persons holding shares at **7.00 pm (Sydney time)** on **Wednesday, 5 May 2021** (the **Meeting Record Date**) will be treated as shareholders. This means that if you are not the registered holder of a share at that time you will not be entitled to vote in respect of that share.

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

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

EXPLANATORY NOTES TO RESOLUTIONS

Requirements with regard to letters of representation for corporate shareholders

In order to vote at the Annual General Meeting (other than by proxy), a corporation that is a shareholder must appoint a person to act as its representative. The appointment must comply with section 250D of the *Corporations Act 2001 (Cth)*. The representative must bring to the Annual General Meeting a properly executed letter or other document evidencing his or her appointment to act as the company's representative, including any authority under which it was signed. A "Certificate of Appointment of Corporate Representative" form may be obtained from the HTAL's share registry or online at www.linkmarketservices.com.au.

Submission of written questions to HTAL or Auditor

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

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

Shareholders may submit a question to PricewaterhouseCoopers online prior to the meeting by visiting the Share Registrar's website at www.linkmarketservices.com.au, or by sending the written question to Hutchison Telecommunications (Australia) Limited c/- Link Market Services Limited at Locked Bag A14, Sydney South, NSW 1235, Australia, if the question is relevant to the content of PricewaterhouseCoopers' Audit Report or the conduct of its audit of HTAL's financial report for the year ended 31 December 2020. Relevant online questions for the auditor must be received no later than 5.00 pm (Sydney time) on Friday, 30 April 2021 (being no later than the fifth business day before the Annual General Meeting is held).

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

Resolutions 1 to 3

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

Rule 8.1(e) of HTAL's Constitution requires that any director appointed by the Board since the last annual general meeting plus one third of the remaining directors, retire from office at each annual general meeting.

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

Resolution 1

RE-ELECTION OF MR FOK KIN NING, CANNING AS A DIRECTOR

Fok Kin Ning, Canning, aged 69, has been a Director since February 1999. Mr Fok has been an executive director and group co-managing director of CK Hutchison Holdings Limited ("CKHH") since 2015. He has been a director of Cheung Kong (Holdings) Limited and Hutchison Whampoa Limited since 1985 and 1984 respectively, both of which became wholly owned subsidiaries of CKHH in 2015. He has been chairman and a non-executive director of Hutchison Telecommunications Hong Kong Holdings Limited since 2009 and of Hutchison Port Holdings Management Pte. Limited as the trustee-manager of Hutchison Port Holdings Trust since 2011, an executive director since 1985 and chairman since 2005 of Power Assets Holdings Limited, chairman and an executive director of HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments and of HK Electric Investments Limited since 2013. He has also been an executive director and deputy chairman of CK Infrastructure Holdings Limited since 1997. Mr Fok has also been a director of TPG Telecom Limited (listed on the Australian Securities Exchange on 30 June 2020, previously known as Vodafone Hutchison Australia Limited) (ASX: TPG) since 2001 and a director of Cenovus Energy Inc. ("Cenovus Energy") since January 2021. The aforementioned companies are either the ultimate holding company of HTAL, or subsidiaries or associated companies of CKHH of which Mr Fok has oversight. He was a co-chairman from 2000 to December 2020 and has been a director since 2000 of Husky Energy Inc. (delisted on 5 January 2021 following its combination with Cenovus Energy). He holds a Bachelor of Arts degree and a Diploma in Financial Management, and is a Fellow of Chartered Accountants Australia and New Zealand.

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

If HTAL shareholders do not re-elect Mr Fok, he will cease to be a Director at the conclusion of the 2021 Annual General Meeting.

EXPLANATORY NOTES TO RESOLUTIONS (CONTINUED)

Resolution 2

RE-ELECTION OF MR JUSTIN HERBERT GARDENER AS A DIRECTOR

Justin Herbert Gardener, aged 84, has been a Director since July 1999. Mr Gardener has been a director of a number of private and publicly listed companies including Austar United Communications Limited (appointed 1999 and retired 2008). From 1961, and until his retirement in 1998, Mr Gardener held a variety of positions with Arthur Andersen, becoming a partner in 1972 and for the last ten years in a management and supervisory role for Asia Pacific. Mr Gardener is a Fellow of the Institute of Chartered Accountants and an Associate of the Governance Institute and holds a Bachelor of Economics Degree.

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

If HTAL shareholders do not re-elect Mr Gardener, he will cease to be a Director at the conclusion of the 2021 Annual General Meeting.

Resolution 3

RE-ELECTION OF MR JOHN MICHAEL SCANLON AS A DIRECTOR

John Michael Scanlon, aged 79, has been a Director since July 2005. Mr Scanlon is a special venture partner to Clarity Partners LLP, a private equity firm. From 1965 through to 1988, his career was with AT&T, primarily Bell Labs, rising to group vice president of AT&T. Mr Scanlon then went on to become president and general manager of Motorola's Cellular Networks and Space Sector, founding chief executive officer of Asia Global Crossing, chief executive officer of Global Crossing and chairman and chief executive officer of PrimeCo Cellular.

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

If HTAL shareholders do not re-elect Mr Scanlon, he will cease to be a Director at the conclusion of the 2021 Annual General Meeting.

Resolution 4

ADOPTION OF THE REMUNERATION REPORT

Consistent with section 250R(2) of the *Corporations Act 2001 (Cth)*, HTAL submits to shareholders for consideration and adoption by way of an advisory resolution its Remuneration Report for the year ended 31 December 2020. At the meeting there will be a reasonable opportunity for discussion of the report.

The Remuneration Report is a distinct section of the annual Directors' Report which deals with the remuneration of Directors and executives of HTAL. The Remuneration Report is located in HTAL's Annual Report on pages 18 to 21. The Annual Report is available on HTAL's website (www.hutchison.com.au).

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

Resolution 5

ADOPTION OF AMENDMENTS TO CONSTITUTION

HTAL's Constitution was last amended at an Extraordinary General Meeting in October 2007. As there have been a number of developments in law, corporate governance principles and general commercial practice for ASX listed entities, it is proposed to adopt amendments to update the Constitution to align with these changes and developments.

The Directors recommend the adoption of these amendments which reflect current standards, market practice and terminology, including to allow for hybrid and virtual meetings and direct voting prior to a general meeting. The material amendments proposed to the Constitution are outlined below, which are accompanied by a number of relatively minor changes which are administrative in nature.

General Meetings

The amended Constitution incorporates a number of changes to assist with the orderly conduct of general meetings of HTAL. The current Constitution contemplates that general meetings would be held in person. As such, amendments have been incorporated to allow, subject to applicable law, for general meetings solely through the use of one or more technologies; solely in person; or both in person and through the use of one or more technologies. The amendments to allow virtual and hybrid general meetings reflect the move towards virtual meetings made by various ASX-listed entities in 2020 in light of restrictions on physical meetings and supported by temporary legislative measures. The Directors consider that it is important to provide flexibility for future general meetings to be facilitated through one or more technologies, either entirely virtually or through a hybrid of technology and in-person meetings. These amendments are incorporated into rule 7.1(b) and will provide a greater number of opportunities for members to participate in meetings and allow HTAL to leverage developments in technologies and market practice as they develop. Any move to convene a virtual-only meeting would occur if the prevailing law facilitated a meeting in that format.

As a result of this change to introduce greater flexibility, consequential changes have been made to rule 7.1 and 7.6 to allow for the postponement of meetings to a different venue (including a virtual venue), to rule 7.4 to include virtual participants in the quorum; to rule 7.5 to allow the chairperson and directors to participate virtually through one or more technologies; and to rule 7.6 to facilitate participation in discussions through virtual means and confirm the availability of the direct vote (discussed below). These rule changes have left the nature of the technologies which may be utilised broad in order to adapt to changing technologies as they are introduced over time. The ability for HTAL to hold a virtual only meeting will remain subject to applicable law at the time the meeting is held.

EXPLANATORY NOTES TO RESOLUTIONS (CONTINUED)

Voting

As a result of the changes discussed above in respect of holding general meetings virtually, rule 7.7 has been amended to provide that a poll may be taken using one or more technologies where the relevant general meeting is held using one or more technologies. This also provides flexibility to use direct voting methods, as discussed below.

The current Constitution provides that voting may be by a show of hands or poll. The provisions in rule 7.8 dealing with voting rights and procedures have been updated and supplemented by the new rule 7.9, to allow for voting by means of direct vote. As set out in the amended Constitution, a direct vote is defined as one where a member's voting intention is delivered by post, electronic or other means approved by the directors and otherwise in accordance with this Constitution. These provisions provide flexibility for the company to accept votes on resolutions directly (through electronic means or the return of a physical ballot) rather than relying on presence in person, proxy, attorney or authorised representative.

In particular, the amendments to rule 7.8(f) and (g) give discretion to the directors to permit voting by direct vote and to set the technologies and methods through which votes may be cast and recorded. These provisions, when combined with rule 7.9 recognise that the forms of technology available to facilitate virtual and hybrid meetings may develop over time.

The amendments proposed to rule 7.8(a) confirm that a direct vote will be counted in the same way as other forms of voting that are currently permitted under the terms of the Constitution and that the method for voting (including the use of polls and direct voting) may be set out in the notice meeting. As a result of the amendments to rule 7.8, there have also been changes to the former rule 7.10 (now rule 7.11) to avoid duplication. The focus of rule 7.11 is now voting through proxy or attorney.

It is not proposed to amend the voting provisions in respect of rounding partly paid shares, the relationship between and voting rights of joint holders and the right of members to attend through proxy, attorney and authorised representative.

These amendments will allow HTAL and the directors to respond to changing regulatory requirements, adopt new technologies and align with standard commercial practice as it evolves.

Notices

HTAL's existing rules in respect of giving notice to shareholders provide that notice may be given as permitted by the *Corporations Act 2001 (Cth)* or otherwise by post, fax or electronic address and that, aside from a notice of meeting, notice will be served on the day that it would arrive "in the ordinary course" of the post.

Rule 15.1 of the Constitution, as proposed to be amended, is permissive of notice being provided to members in any manner that is permitted by the *Corporations Act 2001 (Cth)* allowing flexibility to adapt to new technologies as they are introduced. This rule also provides a number of examples of mechanisms to provide notice which are in line with common market practice and reflect recent developments in technology.

Rule 15.5 of the Constitution, as proposed to be amended, adopts a standard approach for ASX-listed companies to members' notices and simplifies administration by providing that a notice from the company properly addressed and posted, is taken to be served at 10.00 am (Sydney time) on the day after the date it is posted.

Convertible Preference Shares and Restricted Shares

Schedule 1 and 2 of the Constitution provided terms for two issuances of convertible preference shares (**CPS**) which may be issued by HTAL. There are currently no CPS on issue. Rule 2.2 of the Constitution generally provides power to HTAL to issue preference shares on terms that the company may determine. As such, the more specific list of terms are not used and are unnecessary.

Rule 2.5 of the Constitution has been updated to align with the restricted share requirements in ASX Listing Rule 15.12.

General Updates

Further general administrative and minor updates have been made where the rules which were outdated and, where possible, these amendments have been drafted to minimise the need for updates in the event of any further legislative or regulatory change. The provisions of the Constitution have been amended to reflect changes in terminology now contained in the *Corporations Act 2001 (Cth)*, the ASX Listing Rules and ASX Settlement Operating Rules.

As Item 5 is a special resolution, it will only be passed if at least 75% of the votes cast on the Item are in favour of the resolution.

Copies of HTAL's existing Constitution and the proposed amended Constitution are available from the HTAL's website: <http://www.hutchison.com.au/about-hutchison/corporate-governance/>

You can request a copy of HTAL's existing Constitution and proposed amended Constitution by emailing investors@hutchison.com.au

Voting exclusions

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

In accordance with the requirements of section 250BD of the *Corporations Act 2001 (Cth)*, HTAL will disregard any votes cast on Resolution 4 by or on behalf of a member of the KMP whose remuneration details are included in HTAL's 2020 Remuneration Report or the KMP's closely related parties, unless the vote is cast:

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



Hutchison Telecoms

ABN 15 003 677 227

LODGE YOUR VOTE



ONLINE

www.linkmarketservices.com.au



BY MAIL

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



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138
Australia



ALL ENQUIRIES TO

Telephone: 1300 554 474

Overseas: +61 1300 554 474



X99999999999

PROXY FORM

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

APPOINT A PROXY



the Chairman of the
Meeting (mark box)

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

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00 am (Sydney Time) on Friday, 7 May 2021 at 177 Pacific Highway, North Sydney, New South Wales, Australia** (the **Meeting**) and at any postponement or adjournment of the Meeting.

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

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

VOTING DIRECTIONS

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

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

Resolutions

1 Re-election of Mr Fok Kin Ning, Canning as a Director

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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2 Re-election of Mr Justin Herbert Gardener as a Director

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3 Re-election of Mr John Michael Scanlon as a Director

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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4 Adoption of the Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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5 Adoption of amendments to Constitution

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

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

HTA PRX2101N



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

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

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the Meeting.

DEFAULT TO CHAIRMAN OF THE MEETING

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

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together. The appointment of the Chairman of the Meeting as your alternate proxy also applies to the appointment of the second proxy.

To appoint a second proxy you must:

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

SIGNING INSTRUCTIONS

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

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

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

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

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

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00 am (Sydney Time) on Wednesday, 5 May 2021**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

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



BY MOBILE DEVICE

Our voting website is designed specifically for voting. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link www.linkmarketservices.com.au into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



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



BY MAIL

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



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138
Australia

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

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**



Hutchison Telecoms

ABN 15 003 677 227

LODGE YOUR QUESTIONS



ONLINE

www.linkmarketservices.com.au



BY MAIL

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



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138
Australia



ALL ENQUIRIES TO

Telephone: 1300 554 474

Overseas: +61 1300 554 474



X99999999999

Please use this form to submit any questions about Hutchison Telecommunications (Australia) Limited ("the Company") that you would like us to respond to at the Company's 2021 Annual General Meeting to be held on 7 May 2021 ("Annual General Meeting"). Your questions should relate to matters that are relevant to the business of the meeting, as outlined in the accompanying Notice of Meeting and Explanatory Notes to Resolutions. If your question is for the Company's auditor it should be relevant to the content of the auditor's report, or the conduct of the audit of the financial report.

This form must be received by the Company's share registrar, Link Market Services Limited, by **5.00 pm (Sydney time) on Friday, 30 April 2021**.

Questions will be collated. During the course of the Annual General Meeting, the Chairman of the Meeting will endeavour to address as many of the more frequently raised shareholder topics as possible and, where appropriate, will give a representative of the Company's auditor, the opportunity to answer written questions submitted to the auditor. However, there may not be sufficient time available at the meeting to address all topics raised. Please note that individual responses will not be sent to shareholders.

My question relates to *(please mark the most appropriate box)*

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

General suggestion

☐

Remuneration Report

☐

Sustainability/Environment

☐

Other

☐

My question is for the auditor

☐

Future direction

SALE

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

General suggestion

☐

Remuneration Report

☐

Sustainability/Environment

☐

Other

☐

My question is for the auditor

☐

Future direction

QUESTIONS

Online Platform Guide

Online Platform Guide

Before you begin

Ensure your browser is compatible. You can easily check your current browser by going to the website: whatismybrowser.com

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 “Mavericks” & OS X v10.10 “Yosemite” and after
- Internet Explorer 9 and up (please note Internet Explorer 8 is not supported)

The webcast is viewable from desktops, laptops, smart phones and tablets. To participate in the webcast you must have:

- ASX registered holders: Shareholder number
- If you are an appointed proxy you will need your proxy number which will be provided by Link Market Services prior to the meeting. If this has not been provided please contact Link prior to the start of the meeting. **Please make sure you have this information before proceeding.**

Step 1

Open your web browser and go to <https://agmlive.link/HTA21>

Login to the online portal using your full name, mobile number, email address and company name (if applicable).

To proceed further you will need to read and accept the terms and conditions by ticking the box.

Click on the ‘Continue’ button.

The screenshot shows the 'YOUR DETAILS' tab of the registration form. It includes the Hutchison Telecoms logo, a welcome message, and a request to register details. Below this are two tabs: 'YOUR DETAILS' (active) and 'PARTICIPANT DETAILS'. The 'YOUR DETAILS' section contains four input fields: 'Full Name', 'Mobile (e.g. 022 123 1234)', 'Email', and 'Company Name'. At the bottom, there is a checkbox for 'I have read and accept the Terms & Conditions' and a 'CONTINUE' button. A help number '1800 990 363' is displayed at the very bottom.

Step 2

Select your ‘Registration Type’ from the drop-down box by choosing – Shareholder or Proxyholder.

The screenshot shows the 'PARTICIPANT DETAILS' tab of the registration form. It includes the Hutchison Telecoms logo, a welcome message, and a request to register details. Below this are two tabs: 'YOUR DETAILS' and 'PARTICIPANT DETAILS' (active). The 'PARTICIPANT DETAILS' section contains a 'Registration Type' dropdown menu with options: 'Please select', 'Shareholder', 'Proxy', and 'Guest'. At the bottom, there are 'BACK' and 'REGISTER' buttons. A help number '1800 990 363' is displayed at the very bottom.

Step 3

Follow the instructions below that correspond to the **‘Registration Type’** you selected in Step 2.

Shareholder

At ‘Registration Type’ select **‘Shareholder’** from the drop-down box. Enter your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) printed under the barcode on the top right corner of your Proxy Form. Click the **‘Register’** button.

The screenshot shows the registration page for Shareholders. At the top is the Hutchison Telecoms logo. Below it, a welcome message states: "Welcome to the Hutchison Telecommunications (Australia) Limited 2021 Annual General Meeting. Please register your details to participate." There are two tabs: "YOUR DETAILS" and "PARTICIPANT DETAILS", with the latter being active. Under "PARTICIPANT DETAILS", there is a "Registration Type" dropdown menu set to "Shareholder" and a "Shareholder Number" input field. At the bottom, there are "BACK" and "REGISTER" buttons, and a "Help Number: 1800 990 363" at the very bottom.

Proxyholder

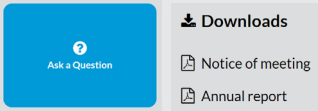
At **‘Registration Type’** select **‘Proxy’** from the drop-down box. Enter the Proxy Number provided by Link as mentioned in the **‘Before you begin’** section of this guide. Click the **‘Register’** button.

The screenshot shows the registration page for Proxyholders. It has the same header and welcome message as the Shareholder page. Under the "PARTICIPANT DETAILS" tab, the "Registration Type" dropdown menu is set to "Proxy", and there is a "Proxy Number" input field. The "BACK" and "REGISTER" buttons are at the bottom, along with the "Help Number: 1800 990 363".

Navigating

At the bottom of the webpage under the webcast and presentation there are two boxes. Refer to each section below for operating instructions.

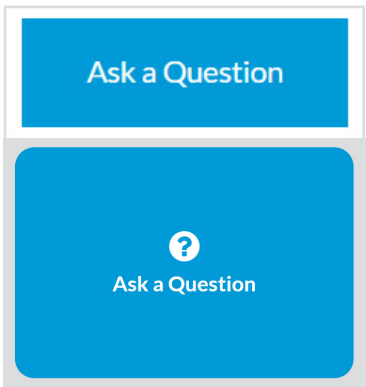
- 4 Ask a Question
- 5 Downloads



4. How to ask a question

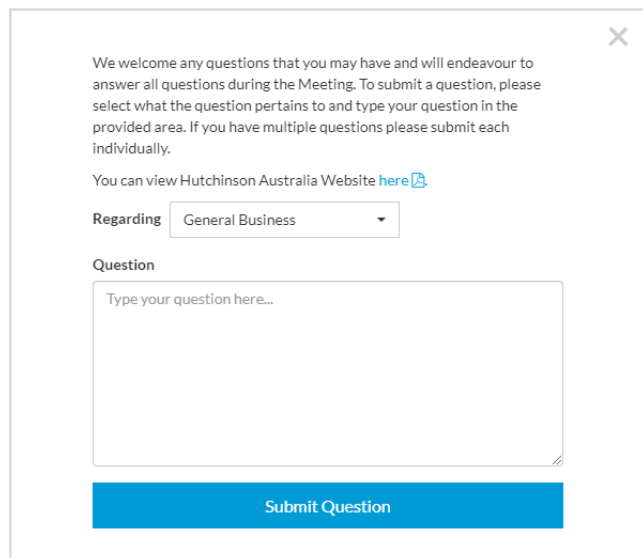
Note: Only Shareholders and Proxyholders are eligible to ask questions.

You will only be able to ask a question after you have registered. If you would like to ask a question, click on the ‘Ask a Question’ box at the bottom of the webpage.



Online Platform Guide *continued*

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



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

- General Business
- Resolution 1
- Resolution 2
- Resolution 3
- Resolution 4
- Resolution 5

After you have selected your question category, click in the **'Question'** section and type your question.

Your question must be at least 24, and no more than 512 characters long.

When you are ready to submit your question - click the blue **'Submit Question'** button. This will send the question to the Management/Board.

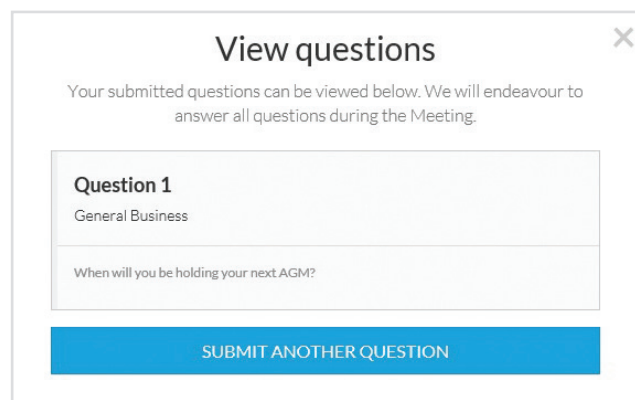
Note that not all questions are guaranteed to be answered during the Annual General Meeting, but we will do our best to address your concerns.

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

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

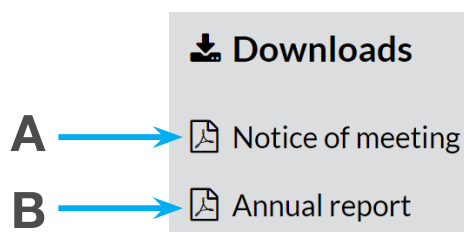
Note: You can submit your questions by this method 30 minutes before the meeting begins and after you have registered. You can continue to submit questions up until the close of meeting.

If your question has been answered and you would like to exercise your right of reply, you can do so by submitting another question.



5. Downloads

If you would like to see the Notice of Annual General Meeting or the Annual Report you can do so here.



- To download the Notice of Meeting – click A
- To download the Annual Report – click B

When you click on these links the file will open in another tab in your browser.

Contact of Link Market Services

Australia/International
T (+61) 1800 629 116
E info@linkmarketservices.com.au

New Zealand
T (+64) 9 375 5998
E enquiries@linkmarketservices.co.nz