

**LONDON ASIA CAPITAL PLC**  
**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the annual general meeting (the "**Annual General Meeting**") of London Asia Capital plc (the "**Company**") will be held at the Company's registered office at 64 North Row, London W1K 7DA on Thursday 12 December 2024 at 12.20 p.m. for the purpose of considering and, if thought fit, passing resolution 1 and 2 as ordinary resolutions and resolutions 3 and 4 as special resolutions, as follows:

**Ordinary Resolution**

1. Subject to the passing of Resolution 3, THAT with effect from the Company's re-registration as a private limited company and in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No. 5, Transitional Provisions and Savings) Order 2007 (SI 2007/3495), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.
2. To receive and adopt the company's annual accounts for the financial year ended 30 June 2024 together with the strategic report, the directors' report and the auditors' report on those accounts.

**Special Resolutions**

**3. Re-registration as a Private Limited Company**

THAT the Company be re-registered as a private limited company under the Companies Act 2006 with the name of "London Asia Capital Limited".

**4. New Articles of Association**

Subject to the passing of Resolution 3, THAT the new articles of association annexed as Appendix B to the Company's circular dated 15 November 2024 and produced to the meeting, and for the purposes of identification initialled by the Chairman, be adopted in substitution for and to the exclusion of the existing articles of association.

Because of post COVID-19 and flu caution and given the fact that we have many elderly shareholders, physical attendance at the meeting is possible for members but not recommended save for our required company officers and permitted proxies. The meeting will be live streamed and so may be attended on-line by shareholders by following the instructions contained on the Company's website at <http://www.londonasiacapital.com/agmdec2024.php>

By Order of the Board dated 15 November 2024  
David Fordham  
Company Secretary

Registered Office:  
64 North Row  
London  
W1K 7DA

*Notes:*

1. Holders of London Asia Capital Plc Ordinary Shares and B Ordinary Shares are entitled to attend this meeting in person or on-line. Any member entitled to attend and vote at the meeting may appoint one or more proxies to attend, to speak and to vote on their behalf at the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by the member. A proxy need not be a member of the Company but must attend the meeting in person or on-line to represent him or her.
2. If you have not prior demanded in writing of the Company to receive a posted Notice and Proxy Form, then a Form of Proxy is downloadable for self-printing at the Company's website at [http://www.londonasiacapital.com/pdfs/agmdec2024\\_proxy\\_form.pdf](http://www.londonasiacapital.com/pdfs/agmdec2024_proxy_form.pdf) for holders of London Asia Capital Plc Ordinary Shares and B Ordinary Shares. An emailed Form of Proxy must be in .pdf format and emailed to [info@londonasiacapital.com](mailto:info@londonasiacapital.com). A posted Form of Proxy must be posted or hand delivered to London Asia Capital Plc, 64 North Row, London, W1K 7DA. To be valid, the Form of Proxy (together with the power of attorney or other authority under which it is signed or a duly certified copy of such power of attorney or other authority) must be duly completed and signed and received by the Company Secretary by not later than 12.20 p.m. on Tuesday 10 December 2024. Completion of a Form of Proxy will not preclude a member from attending and voting in person.
3. A shareholder which is a corporation (including a company) (a "**corporation**") and which wishes to be represented at the meeting by a person with authority to speak, vote on a show of hands and vote on a poll (a "corporate representative") must submit a certified copy of the resolution giving the relevant authority to that corporate representative to the registered office (for the attention of the Company Secretary) by the same process and deadline as in note 2 above. A corporate representative has the same powers on behalf of the corporation he/she represents as that corporation could exercise if it were an individual member of the Company. Alternatively, a corporation may complete and return a Form of Proxy.
4. In the case of joint shareholders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which their names stand in the register of members in respect of their joint holding. The names of all joint shareholders should be stated on the Form of Proxy, but the signature of one holder will be sufficient.
5. The resolutions will be decided on a show of hands unless a poll is demanded in accordance with the provisions of the articles of association of the Company and of the Companies Act 2006.
6. Any question relevant to the business of the Annual General Meeting may be asked at the meeting by anyone permitted to speak at the meeting.