



Notice of Annual General Meeting and Explanatory Statement

Asian American Medical Group Limited
ABN 42 091 559 125

Date: 9 December 2020
Time: 11.00 am Adelaide time
Venue: Virtual Meeting

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Important Dates

Deadline for return of Proxy Forms: 11:00 am, Adelaide time on 7 December 2020

Voting Entitlement date: 7:00 pm, Adelaide time on 7 December 2020

Date and time of Meeting: 11.00 am, Adelaide time on 9 December 2020

Meeting Procedure

The Meeting will be conducted by the Chairperson, subject to the discretion of the Chairperson to adjourn or reconvene the Meeting. Each Resolution will be voted on separately.

Share Registry Details

Computershare Investor Services Pty Ltd

GPO Box 242
Melbourne VIC 3001

Contact

T: 1300 850 505

F: 1800 783 447

Notice of Annual General Meeting

Notice

Notice is hereby given that the Annual General Meeting of the Shareholders of Asian American Medical Group Limited will be held as a virtual meeting. While the Board would like to host all Shareholders in person, in order to minimise the risk to Shareholders and to the Company and its ongoing operations, Shareholders will not be able to attend the Meeting in person. The Meeting will therefore be held via webcast. Shareholders, proxyholders, corporate representatives and holders of powers of attorney wishing to attend the Meeting via webcast must email the Company Secretary at dario@uhyhnadl.com.au by 11.00 am (Adelaide time) on 7 December 2020 to register, and will then be provided with log in details for the Meeting.

The Directors strongly encourage all Shareholders to lodge proxy forms prior to the Meeting. The Company advises that a poll will be conducted for each of the resolutions.

Live Online Voting

Shareholders and proxyholders will be able to vote at the Meeting online by:

- visiting www.web.lumiagm.com on a smartphone, tablet or computer (using the latest version of Chrome, Safari, Internet Explorer 11, Edge or Firefox); and
- entering the unique Meeting ID. 311-663-147
- Shareholders will need to provide their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) as applicable as their “username” and the postcode as their “password”. Overseas residents will require their country code (contained in the online voting guide) as their password; and
- Proxyholders will need to contact Computershare Investor Services on +61 3 9415 4024 to receive their unique “username” and “password”.

Online voting registration will commence 30 minutes prior to the start of the Meeting. For full details on how to log on and vote online, please refer to the user guide which can be accessed at www.computershare.com.au/onlinevotingguide.

Questions:

You are encouraged to direct questions to the Chairperson via the Company Secretary by email at dario@uhyhnadl.com.au so that they are received not later than two days prior to the meeting. Please use the email subject “AGM Chairperson Question”. Questions may also be asked during the meeting through the webcast

Attached to and forming part of this Notice of Meeting is an Explanatory Statement, that provides shareholders with background information and further details to assist you in understanding the reasons for and the effect of the Resolutions if approved.

This information is presented in accordance with the regulatory requirements of the Corporations Act.

If you are unable to be present during the webcast, you are requested to complete the Proxy Form. The entitlement for Shareholders to vote at the Meeting will be determined by reference to those persons on the register of Shareholders as at 7.00 pm Adelaide time on 7 December 2020. The Proxy Form and the power of attorney or other authority (if any) under which it is signed (or a certified copy) must be received by the Company, at least 48 hours before the time for holding the Meeting (being no later than 11.00 am Adelaide time on 7 December 2020) at the Company's share registry, Computershare Investor Services:

 **Custodian**

For Intermediary Online subscribers (Custodians) please visit www.intermediaryonline.com to submit your voting intentions.

 **By Fax**

1800 783 447 (within Australia)
+61 3 9473 2555 (outside Australia)

 **By Mail**

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001

Online

Enter the control number, SRN/HIN and postcode shown on the first page of the proxy form at www.investorvote.com.au

A number of defined terms are used in the Notice of Meeting. These terms are contained in the Explanatory Statement and the Proxy Form.

For personal use only

Ordinary Business of the Meeting - Agenda

1. DISCUSSION OF FINANCIAL STATEMENTS

To receive and consider the Financial Report, the Directors' Report and the Auditor's Report for the year ended 31 August 2020.

Each year, we are required to communicate information to Shareholders, including Annual Reports, Notices of Meetings and other advices. The *Corporations Legislation Amendment (Simpler Regulatory System) Act 2007* provides us with the ability to make the Annual Report available on a website and provide a hard copy of the Annual Report only to those Shareholders who elect to receive them in that form, subject to certain administrative requirements. We have made the Annual Report available online and it can be accessed at: www.aamg.co/investor-relations/financial-info.

2. ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass the following resolution as a non-binding resolution in accordance with section 250R (2) of the *Corporations Act 2001*:

"That the Remuneration Report, as set out in the Directors' Report for the Company and its controlled entities for the financial year ended 31 August 2020, be adopted".

Voting exclusion statement

A vote on Resolution 2 must not be cast (in any capacity) by or on behalf of any 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 described above may cast a vote on Resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- (b) the person is the chair of the meeting and the appointment of the chair as proxy:
 - (i) does not specify the way the proxy is to vote on the resolution; and
 - (ii) expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company or, if the Company is part of a consolidated entity, for the entity.

Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.

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 in accordance with the Company's Constitution and the ASX Listing Rules, be re-elected as a director of the Company."

4. RE-ELECTION OF DIRECTOR – Mr Stuart Lounsbury Dean

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That Mr Stuart Lounsbury Dean, who retires in accordance with the Company’s Constitution and the ASX Listing Rules, be re-elected a director of the Company.”

5. APPROVAL TO INCREASE THE SECURITIES PLACEMENT CAPACITY OF THE COMPANY

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

“That for the purposes of ASX Listing Rule 7.1A, and for all other purposes, Shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 over a 12 month period and on the terms and conditions set out in the accompanying Explanatory Statement.”

Voting Exclusion Statement for Resolution 5

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of a person (and any associates of such a person) who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company).

However, this does not apply to a vote cast in favour of a resolution by:

- (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (d) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- (e) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (1) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - (2) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

6. OTHER BUSINESS

To transact any other business that may be brought forward in accordance with the Company’s Constitution.

The Explanatory Statement attached to this Notice forms part of this Notice. Detailed explanations of the background and reasons for the proposed Resolutions are set out in the Explanatory Statement.

By order of the Board.

Dario Nazzari
Company Secretary
5 November 2020

Explanatory Statement

The Explanatory Statement accompanies the Notice of Annual General Meeting for Asian American Medical Group Limited (**Company**) to be held 9 December 2020 at 11.00 am, Adelaide time, via a virtual meeting.

Information relevant to the business to be considered at the Annual General Meeting is provided in this Explanatory Statement and Shareholders should read this document in full.

AGENDA ITEM 1. ANNUAL REPORT

The Annual Report for consideration at the AGM will consist of the Financial Statements of the Company for the financial year ended 31 August 2020, the notes to those Financial Statements, the Directors' Report, the Directors' Declaration and the Auditor's Report including their Independence Statement.

The Annual Report is available on the Company's website at www.aamg.co.

Neither the *Corporations Act* nor the Company's Constitution requires the Shareholders to vote on the Financial Statements or the accompanying reports. However, Shareholders will be given the opportunity to raise questions or comments on the Financial Statements at the Meeting. In addition, Shareholders will be given the opportunity to ask the Company's auditor, BDO Audit (SA) Pty Ltd, questions relevant to the conduct of the audit, the independence of the auditor, the Company's accounting policies and the preparation and content of the Auditor's Report.

AGENDA ITEM 2. ADOPTION OF REMUNERATION REPORT

The Remuneration Report contained in the 2020 Annual Report is required to be considered by Shareholders in accordance with section 250R of the *Corporations Act*. The Remuneration Report as set out in the Directors' Report, details the Company's policy on remuneration of Non-Executive Directors, Executive Directors and Key Executives as set out on Pages 32 to 38 of the Annual Report.

The vote on the adoption of the Remuneration Report is advisory only and is not binding. However, the Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the Meeting when reviewing the Company's remuneration policies and practices.

Further, if 25% or more of votes that are cast are voted against the adoption of the Remuneration Report at two consecutive AGM's, Shareholders will be required to vote at the second of those AGMs on a "Board Spill Resolution" to determine whether another Meeting should be held within 90 days, at which all of the Company's Directors (other than the Executive Director) must stand for re-election.

There are restrictions on who can vote in respect of any Resolution to approve the Remuneration Report. A vote on this Resolution must not be cast, and the Company will disregard any votes cast, (in any capacity) by or on behalf of the following persons:

- (a) A member of the Key Management Personnel; or
- (b) A Closely Related Party of such a member.

Directors' Recommendation

The Board recommends that Shareholders vote in favour of the Remuneration Report. The Chair of the Meeting will be casting undirected proxies in favour of this Resolution.

AGENDA ITEMS 3, 4. RE-ELECTION OF DIRECTORS

In accordance with the Company's Constitution and the ASX Listing Rules, which require that one third of the Directors must retire at each Annual General Meeting (rounded down to the nearest whole number), Ms Jeslyn Jacques Wee Kian Leong and Mr Stuart Lounsbury Dean will retire at the Annual General Meeting and, being eligible, offer themselves for re-election.

Ordinary Resolution 3 – Re-election of Ms Jeslyn Jacques Wee Kian Leong - Director

Ms Jeslyn Jacques Wee Kian Leong is an Independent Non-Executive Director of the company. She was appointed on 1 January 2012.

Ms Leong was a fellow of the Association of Chartered Certified Accountants (UK) with 25 years of extensive experience in the field of corporate finance. She is presently the Accountant of Orrcon Steel, a wholly-owned subsidiary of BlueScope Steel Limited.

Directors' Recommendation

The Directors (other than Ms Jeslyn Jacques Wee Kian Leong who makes no recommendation) unanimously recommend that Shareholders approve Ordinary Resolution 3 for the re-election of Ms Jeslyn Jacques Wee Kian Leong as a Director of the Company. The Chair of the Meeting will be casting undirected proxies in favour of this Resolution.

Ordinary Resolution 4 – Re-election of Mr Stuart Lounsbury Dean - Director

Mr Stuart Lounsbury Dean is the Independent Non-Executive Director of the Company. He was appointed on 1 May 2018.

Mr Dean is an experienced senior advisor and director whose professional career spans over 35 years within General Electric Inc.'s business functions in the United States and Asia; including sales, marketing, product management, capital markets, and business development. He brings strong corporate and governance experience to the board.

Directors' Recommendation

The Directors (other than Mr Stuart Lounsbury Dean who makes no recommendation) unanimously recommend that Shareholders approve Ordinary Resolution 4 for the re-election of Mr Stuart Lounsbury Dean as a Director of the Company. The Chair of the Meeting will be casting undirected proxies in favour of this Resolution.

Special Resolution 5 – Approval of additional capacity to issue securities

In 2012 the ASX introduced Listing Rule 7.1A, which enables eligible listed entities to seek Shareholder approval to issue fully paid ordinary Shares (or other quoted equity securities) equivalent to an additional 10% (**Additional Capacity**) of the number of Shares on issue, by way of placements over a 12 month period. Approval for the Additional Capacity may only be sought from Shareholders at the Meeting, and will be valid for 12 months from the date of the AGM. An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less. The Company is an eligible entity.

The Directors consider that this Additional Capacity will provide the Company with the flexibility, if required, to raise further capital as quickly and efficiently as possible, in a cost effective manner. In particular, the Directors may use the Additional Capacity to raise capital to fund the Proposed Projects. Consequently the Directors have resolved to seek Shareholder approval for the 10% Additional Capacity, for the 12 month period from the date of this Meeting.

The Additional Capacity of 10% is in addition to the placement capacity under Listing Rule 7.1, which permits companies to issue up to 15% of their issued capital without prior Shareholder approval. The Additional Capacity facility is limited to the issue of equity securities, in an existing class of quoted securities. At the date of this Notice the Company has on issue 347,752,754 Shares and therefore has the capacity to issue 52,162,913 Equity Securities (Shares or options) under Listing Rule 7.1 (15% placement capacity).

The Company is now seeking Shareholder approval by way of a special Resolution to provide it with the ability to issue equity securities under the 10% Additional Capacity facility, pursuant to Listing Rule 7.1A. Subject to Shareholder approval being granted under this Resolution 5, the Company will have the capacity to issue additional equity securities under Listing Rule 7.1A for the twelve month period from the date of the AGM. The actual number of Shares that the Company will have the capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Shares, in accordance with the formula prescribed in Listing Rule 7.1A2. Listing Rules 7.1 and 7.1A, including the prescribed formula, may be viewed on the ASX web site at www.asx.com.au.

Additional Information required pursuant to Listing Rule 7.3A:

Minimum Issue Price:

Listing Rule 7.1A.3 states that Shares issued under that rule must not be issued at a price that is less than 75% of the volume weighted average price (VWAP) of the existing quoted Shares calculated over the 15 trading days on which trades were recorded in those Shares immediately before:

- the date on which the issue price of the Shares is agreed; or
- the issue date (if the Shares are not issued within five trading days of the date on which the issue is agreed).

Since it is not known at this time if any Additional Capacity Shares will be issued during the 12 month period, or when they may be issued, it is not possible to definitively state the minimum issue price, except to confirm that the issue price will be calculated in accordance with the formula as prescribed in Listing Rule 7.1A.2.

The risk of economic and voting dilution of existing security holders:

If Resolution 5 is approved by Shareholders and the Company issues Equity Securities under the 10% Additional Capacity, existing Shareholders may be subject to both economic and voting power dilution. There is a risk that:

- (a) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting;
- (b) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date; and
- (c) the Equity Securities are issued as part of consideration for the acquisition of a new asset, in which case, no funds will be raised by the issue of the Equity Securities.

The table below shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated in accordance with the formula in Listing Rule 7.1A.2 as at the date of this Notice. The table also shows:

- (d) two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities on issue may increase as a result of issues of ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or script issued under a takeover) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' Meeting; and
- (e) two examples of where the issue price of ordinary securities has decreased by 50% and increased by 100% as against the current market price.

Variable 'A' in Listing Rule 7.1A.2		Dilution		
		\$0.014 50% decrease in issue price	\$0.028 Issue price	\$0.056 100% increase in issue price
Current Variable A 347,752,754 Shares	10% voting dilution	34,775,275 Shares	34,775,275 Shares	34,775,275 Shares
	Funds raised	\$486,854	\$973,708	\$1,947,415
50% increase in current Variable A 521,629,131 Shares	10% voting dilution	52,162,913 Shares	52,162,913 Shares	52,162,913 Shares
	Funds raised	\$730,281	\$1,460,562	\$2,921,123
100% increase in current Variable A 695,505,508 Shares	10% voting dilution	69,550,550 Shares	47,890,751 Shares	47,890,751 Shares
	Funds raised	\$973,708	\$1,947,415	\$3,894,831

Statement:

The table assumes:

1. that the Company issues the maximum number of ordinary Shares available under ASX Listing Rule 7.1A.
2. that no options are exercised for ordinary Shares before the date of the issue of ordinary Shares under ASX Listing Rule 7.1A.
3. the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%;
4. the table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Additional Capacity, based on that Shareholder's holding at the date of the Meeting;
5. the table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1. Dilution experienced by Shareholders may be greater if issues have been made utilising the capacity in Listing Rule 7.1 as well;
6. the issue of Equity Securities under the 10% Additional Capacity consists only of Shares;
7. the issue price is \$0.028, being the closing price of the Shares on ASX on 4 November 2020.

Date of Issue

Any securities issued under this Resolution will be issued no later than 12 months from the date of the Meeting. Under the Listing Rules however the approval will cease to be valid, if the holders of the Company's Shares approve a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or Listing Rule 11.2 (disposal of main undertaking).

Purpose for which the Additional Capacity Shares may be issued

The Company has not formed a definite purpose at this time, and seeks this Additional Capacity to be prepared for future possibilities. Shares may be issued for the purpose of raising working capital for the Company and may be issued for non-cash consideration. In addition to the application of the funds to general working capital purposes, the funds will be applied to existing projects or the acquisition of new projects.

Allocation Policy

The Company's allocation policy will depend upon the prevailing market conditions at the time of any proposed Additional Capacity issue. The identity of the allottees of Additional Capacity securities will be determined on a case-by-case basis, having regard to various factors including the following:

- the methods of raising funds that are available to the Company;
- the effect of the issue of the Equity Securities on the control of the Company. Allocation will be subject to takeover thresholds;
- the financial situation and solvency of the Company; and
- advice from corporate, financial and broking advisors (if applicable).

The allottees under the 10% Additional Capacity have not been determined as at the date of this Notice of Meeting and are likely to be Professional and Sophisticated Investors who are not related parties of the Company and will not include the Directors.

Previous approval under Listing Rule 7.1A

The Company has not previously obtained Shareholder approval under ASX Listing Rule 7.1A and has not issued Equity Securities pursuant to Listing Rule 7.1A during the preceding 12 months.

Voting Exclusion Statement

The voting exclusion statement for this Resolution is included in the Notice of Meeting.

At the date of the Notice of Meeting the Company has not formed any specific intention to issue any additional Shares or other securities, and has not approached any particular existing Shareholder (or any other person) with a view to participating in the issue of equity securities. In these circumstances (and in accordance with the note set out in ASX Listing Rule 14.11.1 relating to ASX Listing Rules 7.1 and 7.1A), for a person's vote to be excluded, it must be known that that person will participate in the proposed issue. Therefore no existing Shareholder's votes will be excluded under the voting exclusion in the Notice of Meeting.

Directors' Recommendation

Resolution 5 is a special Resolution. For a special Resolution to be passed, as least 75% of the votes cast by Shareholders entitled to vote on Resolution 5 must be in favour of this Resolution.

The Directors consider that the approval of the issue of the 10% Additional Capacity described above is beneficial for the Company as it provides the Company with the flexibility to issue up to the maximum number of securities permitted under Listing Rule 7.1A in the next 12 months (without further Shareholder approval), should it be required. The Company intends to use the Additional Capacity, should it be approved, in order to raise funds for the purpose of raising working capital.

The Directors unanimously recommend that Shareholders approve Special Resolution 5 to provide the Company with additional capacity to issue securities. The Chairman of the Meeting will be casting undirected proxies in favour of this Resolution.

Glossary

In this Explanatory Statement, the following terms have the following unless the context otherwise requires:

"**Annual Report**" means the 2020 Annual Report of the Company, a copy of which was lodged with ASX.

"**ASX**" means ASX Limited ACN 008 624 691 or the securities exchange operated by ASX Limited (as the context requires);

"**Board**" means the Board of Directors from time to time.

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

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependant of the member or of the member's spouse;
- (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 dealings with the Company; or
- (e) a company that the member controls.

"**Company**" means Asian American Medical Group Limited ABN 42 091 559 125.

"**Constitution**" means the constitution of the Company from time to time.

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

"**Directors**" means the Directors of the Company from time to time and "**Director**" means any one of them.

"**Equity Securities**" has the meaning given to that term in the Listing Rules.

"**Explanatory Statement**" means this explanatory statement.

"**Key Management Personnel**" means those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any Director (whether executive or otherwise).

"**Listing Rules**" means the listing rules of ASX and any other rules of ASX which are applicable while the Company is admitted to the official list of ASX, each as amended or replaced from time to time, except to the extent of any express written waiver by ASX.

"**Meeting**" has the meaning given in the introductory paragraph of the Notice.

"**Notice**" means this notice of Meeting.

"**Proxy Form**" means the Proxy Form attached to the Notice.

"**Related party**" has the meaning given to that term in Section 228 of the Corporations Act.


"**Resolution**" means a resolution contained in this Notice.


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

"**Shareholder**" means a holder of Shares in the Company.

"**Trading Day**" means a day determined by ASX to be a trading day in accordance with the Listing Rules.

Need assistance?

 **Phone:**
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

 **Online:**
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11:00 am (Adelaide time) Monday 7 December 2020**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, 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) 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 184837

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Asian American Medical Group Ltd hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Asian American Medical Group Ltd to be held online via webcast with online voting available at <https://web.lumiagm.com> with meeting ID 311-663-147 on Wednesday, 9 December 2020 at 11.00am (Adelaide time) and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on **Item 2** (except where I/we have indicated a different voting intention below) even though **Item 2** is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on **Item 2** by marking the appropriate box in step 2 below.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

ORDINARY BUSINESS

	For	Against	Abstain
2. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Director - Ms Jeslyn Jacques Wee Kian Leong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Re-election of Director - Mr Stuart Lounsbury Dean	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval to increase the securities placement capacity of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name _____

Contact Daytime Telephone _____

Date / / _____