



(Registration No: 200601014410 (734161-K))
(Deemed Incorporated in Malaysia under the Companies Act, 2016)

**NOTICE OF COURT CONVENED MEETINGS
IN THE HIGH COURT OF MALAYA AT KUALA LUMPUR
ORIGINATING SUMMONS NO.: WA-24NCC-467-10/2020**

In the matter of AIRASIA X BERHAD
(Registration No: 200601014410 (734161-K))

And

In the matter of a Proposed Debt
Restructuring of Compromise or
Arrangement of AirAsia X Berhad
(Registration No: 200601014410 (734161-K))

And

In the matter of Section 366 of the
Companies Act, 2016

And

In the matter of Order 7 Rule 2, Order 28 and
Order 88 of the Rules of Court 2012

AIRASIA X BERHAD ("AAX")
(Registration No: 200601014410 (734161-K))

APPLICANT

AND

1. BOC AVIATION LIMITED
(Company No. 199307789K)
2. MALAYSIA AIRPORTS (SEPANG) SDN BHD
(Company No. 320480-D)
3. MACQUARIE AIRCRAFT LEASING SERVICES (IRELAND) LIMITED
(Company No. 429566)
4. SKY HIGH I LEASING COMPANY LIMITED
5. INTERNATIONAL LEASE FINANCE CORPORATION
(Company No. C1666861)
6. KDAC AIRCRAFT HOLDING 4 LIMITED
(Ireland Company Registration Number: 614327)
7. JERDONS BAZA LEASING 1048 DESIGNATED
ACTIVITY COMPANY
(Ireland Company Registration Number: 641024)

8. JERDONS BAZA LEASING 1066 DESIGNATED
ACTIVITY COMPANY
(Ireland Company Registration Number: 640977)
9. JERDONS BAZA LEASING 1075 DESIGNATED
ACTIVITY COMPANY
(Ireland Company Registration Number: 640978)
10. LAVENDER LEASING ONE LIMITED
(Company No. LL12932)
11. LAVENDER LEASING TWO LIMITED
(Company No. LL12992)
12. BNP PARIBAS, SINGAPORE BRANCH
13. AWAS 1533 LIMITED
14. AWAS 1549 LIMITED
15. AIRBUS S.A.S.
(Company No. 383 474 814 RCS Toulouse)

INTERVENERS

NOTICE OF COURT CONVENED MEETINGS TO SCHEME CREDITORS AS IDENTIFIED IN THE EXPLANATORY STATEMENT OF AAX DATED 18 OCTOBER 2021 SUMMONED PURSUANT TO AN ORDER OF THE HIGH COURT OF MALAYA

NOTICE IS HEREBY GIVEN THAT pursuant to the Orders of the High Court of Malaya (“**High Court**”), made on 19 February 2021 and 15 September 2021 in the above matter, the High Court has directed meetings of Scheme Creditors of AAX to be convened pursuant to the provisions of Section 366 (1) of the Companies Act, 2016 (“**Court Convened Meetings**”) to be held fully virtually at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia on:

- (i) For Class A Creditors at 10.00 am on 12 November 2021, or at any adjournment thereof;
- (ii) For Class B Creditors at 11.30 am on 12 November 2021, or immediately following the conclusion of the Class A Creditors’ Court Convened Meeting, whichever is later, or at any adjournment thereof; and
- (iii) For Class C Creditor at 3.00 pm on 12 November 2021, or immediately following the conclusion of the Class B Creditors’ Court Convened Meeting, whichever is later, or at any adjournment thereof

for the purpose of considering and if thought fit, to approve, with or without modification(s) Proposed Debt Restructuring on the terms as detailed in the Explanatory Statement of AAX dated 18 October 2021 (“**Explanatory Statement**”).

A copy of the Explanatory Statement to Scheme Creditors of AAX as required to be furnished pursuant to Section 369 of the Companies Act 2016 is incorporated in the document of which this Notice is part of.

A Scheme Creditor of AAX entitled to attend and vote at the Court Convened Meetings is entitled to appoint one (1) proxy to attend and vote in his stead.

A Form of Proxy applicable for the Court Convened Meetings is enclosed in the copy of the Explanatory Statement.

By the Order of the High Court dated 15 September 2021, the High Court has directed Lim Tian Huat, or failing him, his alternate, Chiang Teng Guan, to act as Chairman of the Court Convened Meetings.

Notes:

Conduct of the Court Convened Meetings

1. These meetings will be conducted on a fully virtual basis through live webcast and online remote voting via Remote Participation and Voting Facilities (“RPV”) which are available on the RPV at airasiax.conveneagm.com/my/. Please follow the procedures as set out in **Appendix V** of the Explanatory Statement in order to register, participate and vote remotely via the RPV facilities.
2. A proxy need not be a Scheme Creditor of AAX.
3. Each Scheme Creditor of AAX, whether an individual, a company or body corporate is only entitled to one (1) vote at the virtual Court Convened Meetings. If a proxy is appointed, only the person appointed as proxy in the Form of Proxy is entitled to vote at the Court Convened Meetings. Each Scheme Creditor of AAX is limited to one (1) proxy. Voting in relation to the Proposed Debt Restructuring shall be conducted separately for Class A Creditors, Class B Creditors and Class C Creditor.
4. The instrument appointing a proxy, i.e. the Form of Proxy, in the case of individual, shall be signed by the appointor or his/her duly authorised attorney, and in the case of a corporation, under seal.
5. The instrument appointing a proxy must be deposited to the Company no later than forty-eight (48) hours before the time appointed for holding the relevant Court Convened Meetings or any adjournment thereof:
 - (i) by way of electronic lodgement via AGM@Convene website at airasiax.conveneagm.com/my/; or
 - (ii) Scheme Creditors who are unable to appoint proxy by way of electronic lodgement may opt for the duly executed Form of Proxy to be deposited in hard copy form at the registered office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia

Authority of the Court Convened Meetings Chairman (“Chairman of the CCM”)

6. The Chairman of the CCM has the sole authority to decide on the points of order and on other incidental matters put by the Scheme Creditors during the proceedings of the Court Convened Meetings, including determining the amounts due to each Scheme Creditor for voting purposes, and the determinations of the Chairman of the CCM shall be accepted as correct.
7. The Chairman of the CCM may for administrative and practical purposes delay the commencement of the Court Convened Meetings for any period, as the Chairman of the CCM may determine, from the time fixed for the Court Convened Meetings as set out herein.

Adjournment of Court Convened Meetings

8. Any of the Court Convened Meetings may be adjourned by approval of a majority of seventy five percent (75%) in debt value of the Scheme Creditors of that respective class, or their proxies, present and voting virtually at the Court Convened Meetings.

Quorum

9. For the Court Convened Meetings, two (2) creditors or more, present in person or by proxy, at each of the Court Convened Meetings for Class A and Class B shall constitute a quorum of a scheme meeting for Class A and B whereas Airbus Group on its own, by proxy or otherwise, at the Court Convened Meetings for Class C shall constitute a quorum.
10. If within thirty (30) minutes after the time appointed for any of the Court Convened Meetings a quorum is not present, that Court Convened Meeting shall stand adjourned to the same day in the next week (or if that day be a public holiday, then to the next business day following such public holiday, excluding Sunday as a public holiday), at the same time and place or such other day and at such other time and place as the Chairman of the CCM may determine.