



**SUPREME COURT OF VICTORIA**

## **A2 MILK SHAREHOLDER CLASS ACTION**

**JAKE THOMAS & YUE XIAO**

**V**

**THE A2 MILK COMPANY LTD  
(S ECI 2021 03645)**

# **IMPORTANT COURT NOTICE**

**PLEASE READ CAREFULLY**

This notice contains important information about the proposed settlement of a class action against The a2 Milk Company Ltd. You should read this notice carefully as it may affect your legal rights. Any questions you have concerning this notice should not be directed to the Supreme Court of Victoria. If there is anything in this notice that you do not understand, you should seek legal advice.

### **A. WHY HAVE I RECEIVED THIS NOTICE?**

1. You have received this notice because you may be a group member in a class action against The a2 Milk Company Ltd (**a2MC**). The Supreme Court of Victoria (the **Court**) has ordered that this notice be published to inform you about the key terms of the proposed settlement of the class action, the parties' intention to seek Court approval of that settlement, and your rights in relation to that process.

### **B. WHAT IS THE A2MC CLASS ACTION?**

2. There were two class actions brought against a2MC in respect of similar issues and claims in Australia:
  - (a) On 5 October 2021, Slater & Gordon commenced a class action in the Supreme Court of Victoria in Australia; and

- (b) On 23 November 2021, Shine Lawyers commenced a class action in the Supreme Court of Victoria in Australia.
3. On 14 June 2022, the Court made orders to consolidate the two proceedings brought by Slater & Gordon and Shine Lawyers (the **a2MC Class Action**). Slater & Gordon and Shine Lawyers now jointly represent the plaintiffs in the a2MC Class Action.
4. Separately, on 16 May 2022, Thorn Law commenced a representative action in the High Court of New Zealand, which is being conducted by Hamilton Locke. On 23 January 2023, the High Court of New Zealand ordered that the New Zealand representative proceeding be stayed pending the final settlement or judgment in the a2MC Class Action.
5. This notice relates only to the a2MC Class Action.
6. The a2MC Class Action alleges that between 19 August 2020 and 9 May 2021 inclusive, a2MC:
- (a) breached its continuous disclosure obligations in failing to inform the ASX and/or NZSX of information relating to the sale or monitoring of infant formula products in China; and
  - (b) engaged in conduct which was misleading or deceptive, or likely to mislead or deceive, by making misrepresentations regarding the sale or monitoring of infant formula products in China.
7. The a2MC Class Action also alleges that group members suffered loss as a result of these alleged breaches.
8. On 7 April 2026, an in-principle settlement between the parties was announced. a2MC denies the allegations and has reached the in-principle settlement without admitting liability. The settlement is subject to Court approval.

**C. AM I PART OF THIS CLASS ACTION?**

9. You are a group member in the a2MC Class Action if:
- (a) at any time during the period from 19 August 2020 to 9 May 2021 inclusive, you held an interest in fully paid ordinary shares in a2MC (including any such interest acquired on the ASX, NZSX or Chi-X Australia/Cboe) that was:

- (b) an interest you acquired between 19 August 2020 and 9 May 2021 (**acquisition claimants**); or
- (c) an interest you had already acquired before 19 August 2020, and which you retained until a date after 28 September 2020 (**retention claimants**); and

you are alleged to have suffered loss by reason of the conduct alleged against a2MC in this class action.

10. There are some limited exceptions that apply. You are not a group member if you:
  - (a) were a director, officer or close associate of a2MC, or a judge of the Supreme Court of Victoria or the High Court of Australia; or
  - (b) opted out of the a2MC Class Action by lodging an opt-out notice with Shine Lawyers, Slater & Gordon or the Supreme Court of Victoria on or before 3 October 2025.
11. **If you are not a group member, you may disregard this notice.**
12. Please note, as set out in Part D below, not all group members are eligible to participate in the proposed settlement.

## **D. THE PROPOSED SETTLEMENT**

### **What is the proposed settlement?**

13. The key terms of the proposed settlement are:
  - (a) a2MC agrees to pay AUD\$62 million to settle the a2MC Class Action (inclusive of claims for interest and costs); and
  - (b) the plaintiffs will apply to the Court for approval of the amounts incurred for legal costs, settlement administration costs and plaintiff reimbursement payments (see Part E below), which will be deducted from the Settlement Sum.
14. The proposed settlement must be approved by the Court. The Court will hold a hearing on **24 November 2026 (Settlement Approval Hearing)** to determine whether to approve the proposed settlement. This will involve the Court deciding whether to approve the deed entered into by the parties to settle the proceeding, and the proposed scheme by which payments are to be calculated and made to registered group members (**Settlement Distribution Scheme**).

15. a2MC will hold the agreed sum of AUD\$62 million in an interest-bearing account until the proposed settlement is approved and the funds are made available to the administrator for distribution in accordance with the Settlement Distribution Scheme. Any interest accrued during this time will form part of the amount to be distributed by the administrator. The **Settlement Sum** is therefore AUD\$62million, plus all interest accrued before the proposed settlement is approved and a2MC makes the funds available to the administrator for distribution in accordance with the Settlement Distribution Scheme.
16. If the proposed settlement is approved, a2MC will pay the Settlement Sum into a settlement distribution fund in accordance with the Settlement Distribution Scheme. More information about the Settlement Distribution Scheme is set out in Part E below.
17. If approved, all group members will also be bound by the terms of the proposed settlement (including unregistered group members) and will not be permitted to take any other legal action against a2MC or its related parties for circumstances raised in, or arising out of, the a2MC Class Action.
18. If the proposed settlement is not approved, the a2MC Class Action will continue, and there would be no distribution of payments to group members unless and until the plaintiffs are successful in the proceeding, or a further settlement is reached and approved by the Court.

**Are all group members eligible to participate in the proposed settlement?**

19. Not all group members are eligible to participate in the proposed settlement.
20. The Court previously made orders that only those group members who registered their claim with Shine Lawyers or Slater & Gordon by 3 October 2025 (**registered group members**) are eligible to participate in a settlement reached before the first day of trial (2 June 2026), which includes this proposed settlement.
21. Further information about the options available to group members can be found at Part G below.

**E. PROPOSED SETTLEMENT DISTRIBUTION SCHEME**

22. At or following the Settlement Approval Hearing, the Court will decide whether to approve the Settlement Distribution Scheme, by considering whether the terms of the Settlement Distribution Scheme are fair and reasonable, having regard to the interests of the plaintiffs and Group Members.

23. The purpose of the Settlement Distribution Scheme is to:
- (a) set out the process for distributing the Settlement Sum, including as between registered group members; and
  - (b) determine how registered group members' compensation is to be calculated by reference to a proposed loss assessment formula(s) (**Loss Assessment Formula**).
24. A copy of the Settlement Distribution Scheme (excluding the Loss Assessment Formula) is available at Shine Lawyers' website (<https://www.shine.com.au/service/class-actions/a2-milk-class-action>) and Slater & Gordon's website (<https://www.slatergordon.com.au/class-actions/current-class-actions/a2-milk-shareholder-class-action>). Parts of the Settlement Distribution Scheme are confidential, which are therefore redacted or not displayed. If you wish to obtain a copy of the confidential Loss Assessment Formula, you may do so by requesting a copy from Shine Lawyers, and by signing and returning a confidentiality undertaking to Shine Lawyers.

**How much will registered group members receive under the proposed settlement?**

25. At this stage, it is not possible to inform registered group members of the specific amount they may receive from the Settlement Sum. The final distribution will depend on several variables that are not yet known, including those set out below.
26. First, the total deductions from the Settlement Sum that the Court will approve are not yet known (such as legal costs, settlement administration costs and reimbursement payments to the plaintiffs).
27. Second, the Court has not yet approved a Settlement Distribution Scheme, which will set out a Loss Assessment Formula for determining the amount of compensation each registered acquisition claimant and eligible retention claimant may receive.
28. The amount of compensation a registered group member may receive under the Settlement Distribution Scheme will vary depending on several factors, including:
- (a) the total number of registered group members who are eligible to participate in the settlement;
  - (b) whether they are an acquisition claimant and/or a retention claimant;

- (c) the total deductions from the Settlement Sum that are approved by the Court (see below at Part F);
- (d) any interest earned on the Settlement Sum before it is distributed to registered group members;
- (e) for an **acquisition claimant**, factors including (but not limited to):
  - (i) the number of a2MC shares purchased;
  - (ii) the date(s) of purchase, and whether, and if so the dates, any of those shares were sold;
  - (iii) the relative strength of registered group member's claims depending upon the period in which they acquired shares in a2MC;
- (f) for a **retention claimant**, factors including (but not limited to):
  - (i) the number of a2MC shares purchased before 19 August 2020, and which were retained until a date after 28 September 2020;
  - (ii) whether, and if so the dates, any of those shares were sold;
  - (iii) how the retention claimant registered group member would have made certain hypothetical investment decisions in response to particular hypothetical counterfactual scenarios.

29. It is possible that some registered group members will not receive any monies from the Settlement Sum if they did not incur a compensable loss in relation to their a2MC shares.

## **F. DEDUCTIONS FROM THE SETTLEMENT SUM**

30. Under the proposed settlement, the Court will be asked to approve certain deductions from the Settlement Sum, before the remainder of the Settlement Sum will be distributed to registered group members in accordance with the Settlement Distribution Scheme.

31. Group members **will not** be liable for any legal costs out of their own pocket.

### **Legal Costs**

32. The amount that the plaintiffs' lawyers will be paid was set by the Court ahead of the settlement through a **Group Costs Order**. Under this order, the plaintiffs' lawyers will be paid **24%** (inclusive of GST) of the Settlement Sum to cover the legal costs and

disbursements incurred in conducting the proceedings on behalf of the group members, as well as the legal risks they took in running the class action. The amount of the Group Costs Order will be shared equally by the plaintiffs' lawyers: Shine Lawyers and Slater & Gordon.

33. The Group Costs Order is subject to further review and approval of the Court as part of the settlement approval process.

#### **Settlement administration costs**

34. The Court will be asked to appoint Shine Lawyers as the Administrator of the Settlement Distribution Scheme. If the Court appoints Shine Lawyers as the Administrator, the Court will be asked to approve an amount be deducted from the Settlement Sum for the expected costs of administering the Settlement Distribution Scheme.
35. The settlement administration costs are estimated to be \$1,145,564.05 (including GST). These costs are in addition to the Group Costs Order.

#### **Plaintiffs' reimbursement**

36. The Court will be asked to approve a payment of \$25,000 to each of the plaintiffs (Jake Thomas and Yue Xiao), that is a total of \$50,000, and that the amount be deducted from the Settlement Sum. These payments are to compensate the plaintiffs for their own costs and expenses reasonably incurred in the course of acting as representative plaintiffs, on their own behalf and on behalf of all group members.

### **G. WHAT ACTIONS CAN I TAKE?**

#### **Registered group members**

37. If you are a registered group member and you wish to participate in the proposed settlement, you do not need to take any immediate steps in response to this notice.
38. If the proposed settlement is approved, the Administrator will contact you with further information about the settlement distribution process and any actions you may be required to take to receive a distribution under the Settlement Distribution Scheme.

#### **Unregistered group members**

39. An opt out and registration notice was sent to group members in August 2025. The opt out and registration notice explained that, to participate in any settlement that may be reached prior to the first day of trial (2 June 2026), group members were required to register by 4pm (AEST) on 3 October 2025. Further, it explained that if a group member

did not register by that time, they would not be entitled to share in any settlement that may be reached prior to the first day of trial.

40. If you are an unregistered group member and the proposed settlement is approved:
- (a) you will be bound by the settlement, which means that you will not be permitted to take any other legal action against a2MC or its related parties for circumstances raised in, or arising out of, the a2MC Class Action; and
  - (b) you will not be entitled to participate in the settlement, and will therefore not be entitled to receive any distribution from the Settlement Sum.
41. If you are an unregistered group member and wish to seek permission from the Court to participate in the proposed settlement, you:
- (a) must by **4 pm (AEST) on 22 September 2026**, send an email to [a2milkclassaction@shine.com.au](mailto:a2milkclassaction@shine.com.au) which:
    - (i) identifies the basis on which you consider the Court should grant you permission to participate in the proposed settlement; and
    - (ii) attaches evidence in support (in the form of a statutory declaration or affidavit); and
    - (iii) attaches any written submissions of no more than two (2) pages; and
  - (b) may attend, or send a legal representative to attend, the Settlement Approval Hearing at the Supreme Court of Victoria on **24 November 2026**.
42. It will be a matter for the Court whether any group members who seek permission to participate in the settlement (if approved) may do so.

### **Objections**

43. Any group member (whether registered or unregistered) may, if they wish to do so, object to any aspect of the proposed settlement.
44. If you wish to object to the proposed settlement, you **must** notify the Court in writing, by no later than **4 pm (AEST) on 22 September 2026**, by submitting a completed Notice of Objection (available at Annexure A or online):

- (a) via the Supreme Court of Victoria Website at <https://www.supremecourt.vic.gov.au/areas/group-proceedings/a2-milk/objection>;  
or
  - (b) posting or emailing a copy it to the addresses found on the Notice of Objection at Annexure A to this notice.
45. Any group member who objects may also appear at the Settlement Approval Hearing at **10:30am (AEDT) on 24 November 2026** at the Supreme Court of Victoria, in Melbourne.
46. Any objections received by the Court will be considered by the Court, along with all of the other evidence and submissions filed by the parties, in determining whether or not to approve the proposed settlement.
47. If you are a registered group member, objecting will not affect your eligibility to participate in the proposed settlement in the event it is approved. If you are an unregistered group member, objecting will also not affect your right to seek permission from the Court to participate in the proposed settlement.
48. If you have opted out of the a2MC Class Action, you are unable to object to the proposed settlement because you are no longer a group member.

#### **H. WHERE CAN I GET FURTHER INFORMATION?**

49. Further information regarding the proposed settlement, including the proposed Settlement Distribution Scheme, can be obtained at:
- (a) Shine Lawyers' website at <https://www.shine.com.au/service/class-actions/a2-milk-class-action>;
  - (b) Slater & Gordon's website at <https://www.slatergordon.com.au/class-actions/current-class-actions/a2-milk-shareholder-class-action>; and
  - (c) Supreme Court of Victoria Website at <https://www.supremecourt.vic.gov.au/areas/group-proceedings/a2-milk>.
50. If you have any questions regarding the a2MC Class Action, you should contact Shine Lawyers by emailing [a2milkclassaction@shine.com.au](mailto:a2milkclassaction@shine.com.au) or seek independent legal advice without delay. Please do not contact the Court. The Court staff are not permitted to give legal advice.

**ANNEXURE A**  
**SUPREME COURT OF VICTORIA**  
**A2 MILK SHAREHOLDER CLASS ACTION**

**JAKE THOMAS & YUE XIAO**  
**V**  
**THE A2 MILK COMPANY LTD**  
**(S ECI 2021 03645)**

**NOTICE OF OBJECTION TO PROPOSED SETTLEMENT**

**Only complete this notice if you do not want the Court to approve the proposed settlement of the a2MC Class Action.**

If you have opted out of the a2MC Class Action, you are unable to object to the proposed settlement.

If you want your objection to be considered by the Court, you must complete this form online via the Supreme Court of Victoria website at <https://www.supremecourt.vic.gov.au/areas/group-proceedings/a2-milk/objection> OR ensure a completed copy of the Notice of Objection reaches the Court by post or email to the addresses below, by **4 pm (AEST) on 22 September 2026**.

**Postal Address:** Civil Registry  
Supreme Court of Victoria  
210 William Street  
Melbourne VIC 3000

**Email Address:** [a2milkclassaction@supcourt.vic.gov.au](mailto:a2milkclassaction@supcourt.vic.gov.au)

**DETAILS OF OBJECTOR**

|                                                                              |                                                                                      |
|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| <b>Contact Name</b>                                                          |                                                                                      |
| <b>Capacity of person completing Notice of Objection (<i>select one</i>)</b> | <input type="checkbox"/> Group Member                                                |
|                                                                              | <input type="checkbox"/> Director of [company name]<br>.....                         |
|                                                                              | <input type="checkbox"/> Executor or Administrator for the estate of [name]<br>..... |
|                                                                              | <input type="checkbox"/> Power of attorney for [name]<br>.....                       |
|                                                                              | <input type="checkbox"/> Solicitor acting for [name]<br>.....                        |

|                                                                                              |                                 |
|----------------------------------------------------------------------------------------------|---------------------------------|
| <b>Phone Number</b>                                                                          |                                 |
| <b>Email Address</b>                                                                         |                                 |
| <b>Postal Address</b>                                                                        |                                 |
| <b>HIN/SRN (Australian shareholder only, if known)</b>                                       |                                 |
| <b>Total number of a2MC shares held as at 18 August 2020</b>                                 |                                 |
| <b>Total number of a2MC securities <u>purchased</u> during 19 August 2020 to 9 May 2021:</b> |                                 |
| <b>Total number of a2MC securities <u>sold</u> during 19 August 2020 to 9 May 2021</b>       |                                 |
| <b>Are you a Registered Group Member?<br/>(select one)</b>                                   | <input type="checkbox"/> Yes    |
|                                                                                              | <input type="checkbox"/> No     |
|                                                                                              | <input type="checkbox"/> Unsure |

## REASONS FOR OBJECTING

Please explain in the box below why you are objecting to the proposed settlement. *Please note if you are completing this form online there is a character limit.*

|  |
|--|
|  |
|--|

## SUBMISSIONS AND EVIDENCE

|                                                                                       |                              |
|---------------------------------------------------------------------------------------|------------------------------|
| I attach submissions and/or evidence in support of my objection ( <i>select one</i> ) | <input type="checkbox"/> Yes |
|                                                                                       | <input type="checkbox"/> No  |

## APPEARANCE AT THE SETTLEMENT APPROVAL HEARING

Please indicate below whether, and if so how, you will appear at the Settlement Approval Hearing on **24 November 2026** to present your reasons for objection to the Judge.

|                                                                                                                    |                                                                                 |
|--------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|
| Are you appearing at the Settlement Approval Hearing to present my objection/s to the Court? ( <i>select one</i> ) | <input type="checkbox"/> No                                                     |
|                                                                                                                    | <input type="checkbox"/> Yes, attending in-person                               |
|                                                                                                                    | <input type="checkbox"/> Yes, attending via remote link                         |
| If you are appearing, will you have representation? ( <i>select one</i> )                                          | <input type="checkbox"/> No, I will appear on my behalf                         |
|                                                                                                                    | <input type="checkbox"/> Yes, I will be represented by a lawyer [name]<br>..... |

Signature:

.....

Date:

.....