

---

## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

---

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Interra Acquisition Corporation, you should at once hand this circular, the accompanying proxy form(s), and the Share Redemption Election Form(s) to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

The EGM will be cancelled if the Company is able to announce the De-SPAC Transaction before the Announcement Deadline. In this case, the Company will disregard the proxy form(s) and the Share Redemption Election Form(s) received from the Shareholders during the Share Redemption Election Period, and the relevant share certificate(s) will be returned to the Shareholders who have elected for the Share Redemption.

Hong Kong Exchanges and Clearing Limited, Hong Kong Securities Clearing Company Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

---

### Interra Acquisition Corporation

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 7801)**

**(Warrant Code: 4801)**

## (1) PROPOSED EXTENSION OF DEADLINES FOR PUBLICATION OF DE-SPAC ANNOUNCEMENT AND COMPLETION OF DE-SPAC TRANSACTION AND (2) NOTICE OF EXTRAORDINARY GENERAL MEETING

---

A notice convening the EGM to be held at Units 5906-5912, 59th Floor, The Center, 99 Queen's Road Central, Hong Kong on Friday, September 13, 2024 at 10:30 a.m. is set out on pages 10 to 11 of this circular. Proxy form(s) for use at the EGM is (are) enclosed with this circular and published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.interraacquisition.com](http://www.interraacquisition.com)).

Whether or not you are able to attend the EGM, you are requested to complete the proxy form(s) in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM (i.e. by no later than 10:30 a.m. on Wednesday, September 11, 2024) or any adjournment thereof (as the case may be). Completion and return of the proxy form(s) will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.

If the Proposed Extension is not approved by Class A Shareholders at the EGM, the Company (i) will not have sufficient time to enter into the relevant agreements for the De-SPAC Transaction with the De-SPAC Target before the Announcement Deadline, and (ii) will be required to liquidate and dissolve pursuant to the Company Articles. **Therefore, the Shareholders are strongly recommended to vote FOR the resolution to be proposed at the EGM, EVEN IF you intend to elect to redeem some or all of your Class A Shares.**

August 26, 2024

---

## CONTENTS

---

	<i>Page</i>
<b>DEFINITIONS</b> .....	1
<b>LETTER FROM THE BOARD</b> .....	4
<b>NOTICE OF EXTRAORDINARY GENERAL MEETING</b> .....	10

---

## DEFINITIONS

---

*In this circular, unless the context otherwise requires, the following expressions shall have the following meanings.*

“Board”	the board of Directors of the Company
“Business Day”	any day (other than (i) Saturday and Sunday and a public holiday in Hong Kong, Cayman Islands or the PRC or (ii) a day on which a tropical cyclone warning signal no. 8 or a black rainstorm warning signal is hoisted in Hong Kong) on which licensed banks in Hong Kong, Cayman Islands or the PRC are generally open to the public in Hong Kong or the PRC (as applicable) for normal banking business and on which the Stock Exchange is open for the business of dealing in securities
“Class A Share(s)”	Class A ordinary share(s) in the share capital of the Company with a par value of HK\$0.0001 each
“Class A Shareholder(s)”	the holder(s) of the Class A Share(s)
“Class B Share(s)”	Class B ordinary share(s) in the share capital of the Company with a par value of HK\$0.0001 each
“Company” or “Interra”	Interra Acquisition Corporation, an exempted company incorporated under the laws of the Cayman Islands with limited liability on January 11, 2022, whose Class A Shares and Listed Warrants are listed on the Main Board of the Stock Exchange
“Company Articles”	the second amended and restated memorandum and articles of association of the Company, as may be further amended and/or restated from time to time
“De-SPAC Announcement”	the announcement to be issued by the Company in relation to the De-SPAC Transaction
“De-SPAC Target”	the target of a De-SPAC Transaction
“De-SPAC Transaction”	an acquisition of, or a business combination with, a De-SPAC Target by the Company that results in the listing of a Successor Company
“Director(s)”	the director(s) of the Company

---

## DEFINITIONS

---

“EGM” or “Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held at Units 5906-5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Friday, September 13, 2024 at 10:30 a.m., to consider and, if appropriate, to approve the resolution contained in the notice of the meeting which is set out on pages 10 to 11 of this circular, or any adjournment thereof
“Escrow Account”	the ring-fenced escrow account located in Hong Kong with the trustee of such account pursuant to the Escrow Agreement dated September 7, 2022 between the Company and BOCI-Prudential Trustee Limited, in its capacity as trustee of the Escrow Account
“HK\$” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Share Registrar”	Tricor Investor Services Limited
“Latest Practicable Date”	August 23, 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listed Warrants”	subscription warrants issued pursuant to the instrument constituting the Listed Warrants by way of deed poll executed by the Company on September 7, 2022 and entitling the holder to purchase one Class A Share per subscription warrant at the warrant exercise price of HK\$11.50 exercisable on a cashless basis
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“PRC” or “China”	the People’s Republic of China, but for the purposes of this circular only, except where the context requires, references in this circular to PRC or China exclude Hong Kong, Macau and Taiwan
“Promoters”	Primavera Capital Acquisition LLC and ABCI Asset Management Limited

---

## DEFINITIONS

---

“Proposed Extension”	the proposed six-month extension of both the deadline for the De-SPAC Announcement and the deadline for completion of the De-SPAC Transaction to March 16, 2025 and March 16, 2026, respectively.
“Redeeming Shareholder(s)”	Shareholder(s) who have validly exercised their Redemption Right
“Redeeming Shares”	the Class A Shares in respect of which the relevant Shareholder has validly exercised its Redemption Right
“Redemption Price”	the per-share price at which the Company will redeem the Class A Shares in respect of which the relevant Shareholder has validly exercised its Redemption Right
“Redemption Right”	the redemption rights of Class A Shareholders in relation to the De-SPAC Transaction or as otherwise provided in the Company Articles
“Share Redemption”	the redemption of all or part of Class A Shareholders’ holdings of Class A Shares according to their election for the Redemption Price to be paid out of the monies held in the Escrow Account
“Share Redemption Election Form”	the form of election to be completed by Redeeming Shareholders in order to elect to exercise the Redemption Right, which is dispatched to Class A Shareholders together with this circular and form of proxy for the EGM
“Share Redemption Election Period”	the election period for the Share Redemption which starts on August 26, 2024, being the date of the notice of the EGM, and ends at 10:30 a.m. on, September 13, 2024, being the date and time of commencement of the EGM
“Share(s)”	Class A Shares and Class B Shares
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Successor Company”	the listed issuer resulting from the completion of a De-SPAC Transaction

---

## LETTER FROM THE BOARD

---

### **Interra Acquisition Corporation**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 7801)**

**(Warrant Code: 4801)**

*Executive Directors of Interra:*

Mr. CHEN Tong

*(Co-chairman and Co-chief executive officer)*

Mr. YANG Xiuke

*(Co-chairman and Co-chief executive officer)*

Ms. MING Liang

Mr. GE Chengyuan

*Registered office:*

Walkers Corporate Limited

190 Elgin Avenue

George Town

Grand Cayman KY1-9008

Cayman Islands

*Independent Non-executive Directors of Interra:*

Ms. CHAN Ching Chu (alias Rebecca Chan)

Ms. CHAN Jeanette Kim Yum

Mr. PU Yonghao

*Principal place of business*

*in Hong Kong:*

5/F, Manulife Place

348 Kwun Tong Road

Kowloon, Hong Kong

August 26, 2024

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED EXTENSION OF DEADLINES FOR PUBLICATION OF DE-SPAC  
ANNOUNCEMENT AND COMPLETION OF DE-SPAC TRANSACTION  
AND  
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

**I. INTRODUCTION**

Reference is made to the listing document of the Company dated September 9, 2022. The purpose of this circular is to provide the Shareholders with information regarding the resolution to be proposed at the EGM relating to the proposed extension of deadlines for (i) publication of the De-SPAC Announcement and (ii) completion of De-SPAC Transaction. The notice of the EGM is set out on pages 10 to 11 of this circular.

---

## LETTER FROM THE BOARD

---

### II. THE PROPOSED EXTENSION

#### Background

Pursuant to Rule 18B.69 of the Listing Rules, the Company is required to publish an announcement of the terms of a De-SPAC Transaction within 24 months of the date of its listing (the “**Announcement Deadline**”). Pursuant to Rule 18B.70, the Company must complete the De-SPAC Transaction within 36 months of the date of its listing (the “**Completion Deadline**”). Pursuant to Rule 18B.71 of the Listing Rules, the Company may request an extension of any of these deadlines for up to six months, subject to approval by the Stock Exchange and an ordinary resolution of the Shareholders at a general meeting (on which the Promoters and their respective close associates must abstain from voting).

The Company was listed on the Stock Exchange on September 16, 2022. Accordingly, the current Announcement Deadline and Completion Deadline for the Company are September 16, 2024 and September 16, 2025, respectively. Accordingly, the Board proposes to seek Shareholders’ approval at the EGM for a six-month extension of both the Announcement Deadline and the Completion Deadline to March 16, 2025 and March 16, 2026, respectively. The Proposed Extension will be subject to the approval of the Stock Exchange.

#### Reasons for the Proposed Extension

As of the Latest Practicable Date, the Company is in advanced negotiations regarding a potential De-SPAC Transaction with a De-SPAC Target, which operates in the consumer and new retail industry in the PRC, and has a leading position in the retail sector with an extensive network across Mainland China as well as in Hong Kong and Macau. Concurrent with the negotiations with the De-SPAC Target, the Company has also been in active discussions with multiple potential PIPE investors to ensure an independent external validation for the negotiated value of the De-SPAC Target in the potential De-SPAC Transaction. In this connection, additional time is required for the relevant parties to, among other things:

- (a) complete the legal, financial and business due diligence by (i) the Company, (ii) the sponsors to the De-SPAC Target for the listing of the Successor Company, and (iii) the potential PIPE investors in connection with the potential De-SPAC Transaction and the listing of the Successor Company;
- (b) negotiate and finalize the definitive business combination agreement and other ancillary transaction agreements for the potential De-SPAC Transaction, as well as the subscription agreements for the PIPE investment with each of the potential PIPE investors; and
- (c) prepare other requisite documentation for the public announcement of the De-SPAC Transaction and the filing of listing application by the De-SPAC Target for the potential De-SPAC Transaction.

---

## LETTER FROM THE BOARD

---

As of the Latest Practicable Date, the Company and the De-SPAC Target have not entered into any definitive agreement with respect to the De-SPAC Transaction. Subject to the progress of the negotiations among the Company, the De-SPAC Target and the potential PIPE investors and the relevant parties' entry into the definitive agreements for the De-SPAC Transaction, the De-SPAC Announcement will be published no later than March 16, 2025.

The Board considers that the potential De-SPAC Transaction represents an attractive opportunity that is in the best interests of the Company and the Shareholders. An extension of each of the Announcement Deadline and the Completion Deadline would provide the time needed to thoroughly evaluate and potentially consummate the De-SPAC Transaction.

### **Consequences if the Proposed Extension is not approved**

If the Proposed Extension is not approved at the EGM and the De-SPAC Transaction is not announced by September 16, 2024, the listings of the Class A Shares and the Listed Warrants on the Stock Exchange may be suspended by the Stock Exchange. Following such suspension, the Company must, within one month of such suspension, return the funds raised from its initial offering by redeeming all Class A Shares in consideration of the distribution or payment to all Class A Shareholders the monies held in the Escrow Account on a pro rata basis, for an amount per Class A Share that must not be less than the price at which the Class A Shares were issued at the Company's initial offering. Upon the return of such funds, the Stock Exchange will cancel the listing of the Class A Shares and the Listed Warrants.

### **III. SHARE REDEMPTIONS**

Pursuant to Rule 18B.57 of the Listing Rules, prior to the EGM to approve the Proposed Extension, the Company will provide Class A Shareholders (either indirectly through a broker or directly) with the opportunity to elect to redeem all or part of their holdings of Class A Shares for an amount per Class A Share equal to the Redemption Price, to be paid out of the monies held in the Escrow Account. Pursuant to the Company Articles, the Redemption Price, payable in cash, will be equal to the aggregate amount then on deposit in the Escrow Account calculated as of two Business Days prior to the EGM (including interest earned on the funds held in the Escrow Account and not previously released to the Company to pay its expenses or taxes), divided by the number of the then issued and outstanding Class A Shares. As the Redemption Price will be based on the aggregate amount then on deposit in the Escrow Account on September 11, 2024, being two Business Days prior to the EGM, the Company is unable to provide an estimated range of Redemption Price as such range could be misleading to the Shareholders. The Company will publish an announcement on the Redemption Price as soon as practicable after it has been determined, and such Redemption Price will in any case be no less than HK\$10.00 per Class A Share, being the price at which the Class A Shares were issued in the Company's initial offering.

There is no limit on the number of Class A Shares which a Class A Shareholder (alone or together with their close associates) may redeem. **Class A Shareholders (either indirectly through a broker or directly) may elect to redeem their Class A Shares irrespective of whether they vote for or against the Proposed Extension at the EGM.**



---

## LETTER FROM THE BOARD

---

The Share Redemption Election Period starts on August 26, 2024, being the date of the notice of the EGM, and ends at 10:30 a.m. on, September 13, 2024, being the date and time of commencement of the EGM. The Share Redemption and payment of the Redemption Price to the Redeeming Shareholders will be completed within one month following the date of the EGM. The Company will announce the number of Class A Shares elected for redemption, the date of payment of the Redemption Price to the Redeeming Shareholders, and the poll results of the EGM as soon as practicable following the conclusion of the EGM.

A Share Redemption election will not be accepted unless a Class A Shareholder (either indirectly through a broker or directly) delivers the duly completed and executed Share Redemption Election Form, together with the share certificate(s) representing the relevant number of Class A Shares, to the Hong Kong Share Registrar by the end of the Share Redemption Election Period. The Share Redemption Election Form is dispatched to Class A Shareholders together with the notice of EGM and this circular.

If the Proposed Extension is approved at the EGM, Class A Shareholders (either indirectly through a broker or directly) who (i) have validly exercised their Redemption Right and elected to redeem all or part of their Class A Shares will receive payment of the Redemption Price for each of the Redeeming Shares; and (ii) have not elected to redeem their Class A Shares or have otherwise failed to validly exercise their Redemption Right will retain their remaining shareholding in the Company.

If the Proposed Extension is not approved at the EGM, the Share Redemption will not proceed. Moreover, if no De-SPAC Transaction is announced by September 16, 2024, the listings of the Class A Shares and the Listed Warrants on the Stock Exchange may be suspended by the Stock Exchange. See “Letter from the Board – II. the Proposed Extension – Consequences if the Proposed Extension is not approved” for details.

If the Company is able to announce the De-SPAC Transaction before the Announcement Deadline, the EGM will be cancelled. In this case, the Company will disregard the proxy form(s) and the Share Redemption Election Form(s) received from the Shareholders during the Share Redemption Election Period, and the relevant share certificate(s) will be returned to the Shareholders who have elected for the Share Redemption.

#### **IV. CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from Tuesday, September 10, 2024 to Friday, September 13, 2024, both days inclusive, during which period no share transfers can be registered. If the EGM is cancelled, the register of members of the Company will be reopened on the business day of the cancellation.

---

## LETTER FROM THE BOARD

---

In order to be eligible for attending and voting at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, September 9, 2024 or any adjournment thereof (as the case may be).

### V. NOTICE OF EGM

Set out on pages 10 to 11 of this circular is the notice of the EGM at which the resolution will be proposed to the Shareholders to consider and approve the Proposed Extension.

### VI. PROXY FORM

Proxy form(s) for use at the EGM is (are) enclosed with this circular and published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.interraacquisition.com](http://www.interraacquisition.com)). If you intend not to be present at the EGM, please complete the proxy form(s) and return it to the Company in accordance with the instructions printed thereon but in any event not less than 48 hours before the time fixed for the holding of the EGM (i.e. by no later than 10:30 a.m. on Wednesday, September 11, 2024) or any adjournment thereof (as the case may be). Completion and delivery of the proxy form(s) will not preclude Shareholders from attending and voting in person at the EGM if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.

### VII. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting (save for certain procedural or administrative matters) must be taken by poll save that the chairman of the EGM may, pursuant to the Listing Rules, allow a resolution to be voted by a show of hands.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote on a poll needs not use all his/her/its votes or cast all the votes he/she/it uses in the same way. After verified by the scrutineer, the poll results will be published on the websites of the Company and the Stock Exchange at [www.interraacquisition.com](http://www.interraacquisition.com) and [www.hkexnews.hk](http://www.hkexnews.hk), respectively.

Pursuant to Rule 18B.71 of the Listing Rules, the Promoters will be required to abstain and will procure their respective close associates to abstain from voting on the proposed resolution as set out in the notice of the EGM with respect to the Proposed Extension.

---

## LETTER FROM THE BOARD

---

### VIII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### IX. RECOMMENDATION

The Directors (including all the independent non-executive Directors) consider that the Proposed Extension is in the interests of the Company and the Shareholders as a whole. If the Proposed Extension is not approved by Class A Shareholders at the EGM, the Company (i) will not have sufficient time to enter into the relevant agreements for the De-SPAC Transaction with the De-SPAC Target before the Announcement Deadline, and (ii) will be required to liquidate and dissolve pursuant to the Company Articles. **Therefore, the Shareholders are strongly recommended to vote FOR the resolution to be proposed at the EGM, EVEN IF you intend to elect to redeem some or all of your Class A Shares.**

### X. WARNINGS

The Shareholders and potential investors in the securities of the Company should note that the De-SPAC Transaction and all transactions thereunder are subject to, among other things, compliance with applicable legal and regulatory requirements, including the requirements for approval by shareholders of the companies concerned at general meeting(s) and approval of the Stock Exchange and/or other regulators. Accordingly, there is no certainty as to whether, and if so when, any such proposed transactions will proceed and/or will become effective.

The Shareholders and potential investors in the securities of the Company should exercise caution when dealing in the Shares or other securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisor(s).

Yours faithfully  
By order of the Board  
**Interra Acquisition Corporation**  
**Mr. CHEN Tong**  
*Co-chairman, Executive Director  
and Co-chief executive officer*

---

## NOTICE OF EXTRAORDINARY GENERAL MEETING

---

### **Interra Acquisition Corporation**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 7801)**

**(Warrant Code: 4801)**

#### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (the “**EGM**”) of Interra Acquisition Corporation (the “**Company**”) will be held at Units 5906-5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Friday, September 13, 2024 at 10:30 a.m. for the following purposes. Words and expressions that are not expressly defined in this notice of EGM shall bear the same meanings as those defined in the circular of the Company dated August 26, 2024.

#### **ORDINARY RESOLUTION**

1. To consider and, subject to the approval of the Stock Exchange, approve the proposed six-month extension of both the deadline for the De-SPAC Announcement and the deadline for completion of the De-SPAC Transaction to March 16, 2025 and March 16, 2026, respectively.

Yours faithfully

By order of the Board

**Interra Acquisition Corporation**

**Mr. CHEN Tong**

*Co-chairman, Executive Director  
and Co-chief executive officer*

Hong Kong, August 26, 2024

---

## NOTICE OF EXTRAORDINARY GENERAL MEETING

---

*Registered office:*  
Walkers Corporate Limited  
190 Elgin Avenue  
George Town  
Grand Cayman KY1-9008  
Cayman Islands

*Principal place of business in  
Hong Kong:*  
5/F, Manulife Place  
348 Kwun Tong Road  
Kowloon, Hong Kong

*Notes:*

1. Unless otherwise indicated, capitalized used in this notice shall have the same meanings as those defined in the circular dated August 26, 2024 issued by Interra (the “**Circular**”).
2. The resolution at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and Interra in accordance with the Listing Rules.
3. Any shareholder of Interra entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more than one proxy or the same proxy under one or more instruments to attend and vote instead of him/her. A proxy need not be a shareholder of Interra. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form(s) of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her.
4. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to Interra’s Hong Kong Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (the “**Hong Kong Share Registrar**”), at least 48 hours before the EGM (i.e. before 10:30 a.m. on Wednesday, September 11) or any adjourned meeting thereof. Completion and return of the form(s) of proxy will not preclude a shareholder of Interra from attending and voting in person at the EGM or any adjourned meeting thereof should he/she so wish.
5. For determining the entitlement to attend and vote at the EGM, the register of members of Interra will be closed from Tuesday, September 10, 2024 to Friday, September 13, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of the shares of Interra shall ensure that all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Hong Kong Share Registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, September 9, 2024 for registration.
6. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of Interra in respect of the joint shareholding.
7. References to time and dates in this notice are to Hong Kong time and dates.
8. If a black rainstorm warning signal, a tropical cyclone warning signal no. 8 or above, or “extreme conditions” caused by a super typhoon announced by the government of Hong Kong is/are in force in Hong Kong at the date of the EGM, the EGM will be postponed. Shareholders may visit Interra’s website at [www.interraacquisition.com](http://www.interraacquisition.com) for details of the postponement and alternative meeting arrangements.
9. In the event of any inconsistency, the English version of this notice shall prevail over the Chinese version.

*As at the date of this notice, the Board comprises Mr. CHEN Tong (Co-chairman and Co-chief executive officer), Mr. YANG Xiuke (Co-chairman and Co-chief executive officer), Ms. MING Liang and Mr. GE Chengyuan as the Executive Directors, and Ms. CHAN Ching Chu (alias Rebecca CHAN), Ms. CHAN Jeanette Kim Yum and Mr. PU Yonghao as the Independent Non-Executive Directors.*