

Minutes Record
Minutes of the first meeting of directors of
X.H. NOCTUER HOLDINGS PTY LTD
A.C.N. 687 835 570

Held at:	UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA
Present:	YIXUAN ZHANG
Chair:	The following person was appointed Chairman of the first meeting of Directors. <i>Yixuan Zhang</i>
Registration Of Company	Discussed that all matters relating to the registration of the Company had been attended to and that the Company had been registered on 9th June 2025. The certificate of registration was tabled as evidence the Company was duly registered.
Director(s)	Resolved that YIXUAN ZHANG be appointed the first director(s) of the Company and signed consent(s) were tabled.
Register of Members	Resolved that the following members be entered in the register of members in accordance with their consent(s) and share certificate(s) which were tabled. YIXUAN ZHANG
Public Officer	Resolved that the following person be appointed to fill the position of public officer, as required by Section 252 of the Income Tax Assessment Act and that notice of such appointment be given to the Australian Tax Office: YIXUAN ZHANG
Registered Office	Resolved that the registered office of the Company be located at: UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA
Principal Place of Business	Resolved that the principal place of business be located at: UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA
Constitution	Resolved that the constitution tabled at the meeting be approved and adopted as the constitution of the company.
Register of option holders	Resolved : to establish, and keep up to date, a register of option holders in accordance with sections 168(1)(b) of the <i>Corporations Act</i> .
Register of debenture holders	Resolved : to establish, and keep up to date, a register of debenture holders in accordance with sections 168(1)(c) of the <i>Corporations Act</i> .
Financial records	Resolved : to do everything necessary to establish, and keep up to date, the financial records of the Company, as required by the <i>Corporations Act</i> .
Bank account	Resolved : to approve and open the bank accounts and to appoint the signatories in accordance with the terms of the bank account mandate forms.
Maintaining records	Resolved : to notify the relevant authorities and update the company's records in relation to the business.
Closure	There being no further business the meeting was closed.

Signed as a true and correct record:

Dated: 9th June 2025

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(chairman)

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Register of Directors & Secretaries

Full name	Date of Birth	Place of Birth	Residential address	Offices Held	Appointed	Resigned
YIXUAN ZHANG	24th April 1999	CHINA	UNIT 212 1525 DANDENONG RD OAKLEIGH VIC 3166 AUSTRALIA	Director	9th June 2025	

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Consent to Act As: Director

Pursuant to Section 201D of the *Corporations Act 2001*

TO: The Board of Directors
X.H. NOCTUER HOLDINGS PTY LTD
UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

I, YIXUAN ZHANG hereby consent to act as a Director of X.H. NOCTUER HOLDINGS PTY LTD upon registration by the Australian Securities and Investments Commission.

My personal details are as follows:

Full name: YIXUAN ZHANG

Former names (if any): (None)

Residential Address: UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

Date of Birth: 24th April 1999

Place of Birth: CHINA

Dated: 9th June 2025

.....
YIXUAN ZHANG

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Register of Members

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Consent to Become a Member

Pursuant to Section 120 of the Corporations Act 2001

TO: The Board of Directors
X.H. NOCTUER HOLDINGS PTY LTD
UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

My personal details are as follows:

Full name: YIXUAN ZHANG

Address: UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

Upon registration of the Company, I agree to take up shares in X.H. NOCTUER HOLDINGS PTY LTD as outlined in the table below:

Class Code	Number/Balance of Shares Held	Paid per Share	Unpaid per Share	Fully Paid	Beneficially Held
ORD	100	\$0.01	\$0.00	Yes	Yes

For the purposes of section 136(1)(a) of the Corporations Act 2001 (Cth), I agree to the terms of the constitution of the Company and authorise my name to be placed on the register of members in respect of those shares.

Dated: 9th June 2025



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Yixuan Zhang

Share Certificate

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

(Registered under the Corporations Act 2001 in the state of VIC)

Registered Office:
UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA

This is to certify that the following member:

YIXUAN ZHANG of
UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA

is the registered holder of

100 (ORD) Ordinary Shares
with
\$0.01 Paid Per Share
and
\$0.00 Remaining Unpaid Per Share

Certificate Number: 1

Distinctive Numbers: 1 to 100 (inclusive)

Dated: 9th June 2025

EXECUTED for and on behalf of X.H. NOCTUER HOLDINGS PTY LTD in accordance with section 127 of the
Corporations Act 2001 (Cth):



.....
YIXUAN ZHANG
Sole Director

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Register of Debenture Holders

Pursuant to section 171 of the Corporations Act 2001

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Register of Option Holders

Pursuant to section 170 of the Corporations Act 2001

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Notice of Appointment of Public Officer

Pursuant to Section 252 of the *Income Tax Assessment Act, 1936*

Deputy Commissioner of Taxation
Australian Taxation Office
PO BOX 47
ALBURY NSW 2640

Dear Deputy Commissioner:

We advise that, pursuant to and for the purposes of the Income Tax Assessment Act, **YIXUAN ZHANG** has been duly appointed by the Board of the Company as its Public Officer of X.H. NOCTUER HOLDINGS PTY LTD (ACN 687 835 570) on this day 9th June 2025.

TFN: 443 658 215

Date of Birth: 24th April 1999

The registered service address for notices is:

UNIT 212 1525 DANDEMONG RD, OAKLEIGH VIC 3166, AUSTRALIA

Please acknowledge receipt of this advice.

Dated: 9th June 2025

EXECUTED for and on behalf of X.H. NOCTUER HOLDINGS PTY LTD in accordance with section 127 of the Corporations Act 2001 (Cth):



.....
YIXUAN ZHANG
Sole Director

X.H. NOCTUER HOLDINGS PTY LTD

A.C.N. 687 835 570

Consent to Act As: Public Officer

Pursuant to Section 252 of the *Income Tax Assessment Act*

TO: The Board of Directors
X.H. NOCTUER HOLDINGS PTY LTD
UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

I, YIXUAN ZHANG hereby consent to being appointed Public Officer of X.H. NOCTUER HOLDINGS PTY LTD pursuant to and for all purposes under Section 252 of the Income Tax Assessment Act and provide the following information:

Full name: YIXUAN ZHANG

Residential Address: UNIT 212 1525 DANDEMONG RD
OAKLEIGH VIC 3166
AUSTRALIA

Date of Birth: 24th April 1999

Tax File Number: 443 458 215

Dated: 9th June 2025

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YIXUAN ZHANG