

16 October 2025



Dear Shareholder

## 2025 Annual General Meeting – Notice of Meeting and Proxy

Notice is given that the Annual General Meeting (**Meeting**) of Shareholders of Finder Energy Holdings Limited (ACN 656 811 719) (**Company**) will be held as follows:

**Time and date:** 2.00pm (Perth time) on Monday 17<sup>th</sup> November 2025

**Location:** **Virtual:** register online at [www.investor.automic.com.au](http://www.investor.automic.com.au)

### Notice of Meeting

In accordance with the *Corporations Act 2001* (Cth) the Company will not be dispatching physical copies of the Notice of Meeting unless individual shareholders have made a valid election to receive documents in hard copy. Instead, the Notice of Meeting and accompanying explanatory statement (**Meeting Materials**) are being made available to shareholders electronically and can be viewed and downloaded from:

- the Company's website at <https://finderenergy.com/investors/announcement-shareholder-information/>; and
- the ASX market announcements page under the Company's code "FDR".

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice of Meeting.

### Voting at the Meeting or by proxy

**Shareholders are encouraged to vote by lodging a proxy form which is attached.**

Proxy forms can be lodged:

- **Online:** <https://investor.automic.com.au/#/loginsah>
- **By mail:** Automic, GPO Box 5193, Sydney NSW 2001 or
- **In-person:** Automic, Level 5, 126 Phillip Street, Sydney NSW 2000
- **By email:** [meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)
- **By fax:** +61 2 8583 3040
- **By mobile:** Scan the QR Code on your Proxy Form and follow the prompts

Your proxy voting instruction must be received by 2.00pm (Perth time) on Saturday, 15<sup>th</sup> November 2025 being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Meeting Materials should be read in their entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Authorised for release by the Board of Finder Energy Holdings Limited.

A handwritten signature in blue ink that reads "Paula Kane".

Paula Kane  
**Company Secretary**  
**Finder Energy Holdings Limited**

**FINDER ENERGY HOLDINGS LIMITED**

**ACN 656 811 719**

**NOTICE OF ANNUAL GENERAL MEETING  
AND  
EXPLANATORY MEMORANDUM**

The Annual General Meeting of the Company will be held as follows:

Time: 2.00 pm  
Date: Monday, 17<sup>th</sup> November 2025  
Venue: Virtual Meeting only (no physical in-person attendance)  
Register online at [www.investor.automic.com.au](http://www.investor.automic.com.au)

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**This Notice of Meeting and the accompanying Explanatory Memorandum should be read in its entirety.**

If Shareholders are in doubt as to how to vote, they should seek independent advice from their suitably qualified advisor prior to voting.

Should Shareholders wish to discuss the matters in this Notice of Meeting, please do not hesitate to contact our Company Secretary, Paula Kane, on +61 8 9327 0100.

Shareholders are urged to vote by attending the meeting or lodging the Proxy Form.

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## NOTICE OF ANNUAL GENERAL MEETING

### Finder Energy Holdings Limited ACN 656 811 719

Notice is hereby given that the annual general meeting of Shareholders of Finder Energy Holdings Limited (**Company**) will be held on Monday 17<sup>th</sup> November 2025 at 2.00pm (AWST) as a virtual meeting (**Meeting**).

The Company is pleased to provide Shareholders with the opportunity to attend and participate in a virtual Meeting through an online platform powered by the Company's registry service provider, Automic.

Shareholders that have an existing account with Automic will be able to watch, listen, and vote online.

Shareholders who do not have an account with Automic are strongly encouraged to register for an account **as soon as possible and well in advance of the Meeting** to avoid any delays on the day of the Meeting.

An account can be created via the following link [www.investor.automic.com.au](http://www.investor.automic.com.au) and then clicking on "**register**" and following the prompts. Shareholders will require their holder number (Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**)) to create an account with Automic.

To access the virtual meeting on the day:

1. Open your internet browser and go to [investor.automic.com.au](http://investor.automic.com.au)
2. Login with your username and password or click "**register**" if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting.**
3. After logging in, a banner will display at the bottom of your screen to indicate that the meeting is open for registration, click on "**Register**" when this appears. Alternatively, click on "**Meetings**" on the left-hand menu bar to join the meeting.
4. Click on "**Join Meeting**" and follow the prompts on screen to register and vote.

Shareholders will be able to vote (see the "Voting Virtually at the Meeting" section of this Notice of Meeting below) and ask questions at the virtual meeting.

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of the Notice.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Saturday, 15<sup>th</sup> November 2025 at 5.00pm (AWST).

Terms and abbreviations used in the Notice are defined in the Glossary at the end of this Notice.

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## AGENDA

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### 1. ANNUAL REPORT

To receive and consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2025, which includes the Financial Report, the Directors' Report (which incorporates the Remuneration Report) and the Auditor's Report.

**Note:** there is no requirement for Shareholders to approve the Annual Report.

### 2. RESOLUTIONS

#### Resolution 1 – Remuneration Report

To consider and, if thought fit, to pass with or without amendment, as a non-binding ordinary resolution the following:

*'That, for purposes of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report (as contained in the Directors' Report of the Company set out in the Company's 2025 Annual Report for the year ended 30 June 2025) be adopted.'*

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

#### Voting Prohibition Statement

The Company will disregard any votes cast on the Resolution:

- by or on behalf of a member of Key Management Personnel (details of whose remuneration are included in the Remuneration Report), or their Closely Related Parties, regardless of the capacity in which the votes are cast; or
- by a person who is a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties, as a proxy.

However, votes cast on the Resolution will not be disregarded if they are cast as a proxy for a person entitled to vote on the Resolution:

- in accordance with a written direction specifying the way the proxy is to vote on the Resolution; or
- by the Chair pursuant to an express authorisation to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of the Key Management Personnel.

#### Resolution 2 – Re-election of Mr Shane Westlake as a Director

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

*'That, for the purposes of rule 6.1(f) of the Constitution and ASX Listing Rule 14.5 and for all other purposes, Mr Shane Westlake be re-elected as a Director.'*

#### Resolution 3 – Approval of 10% Placement Facility

To consider and, if thought fit, to pass with or without amendment, as a **special** resolution the following:

*'That, pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities totalling 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 and on the terms and conditions in the Explanatory Memorandum.'*

## Voting Exclusion Statement

The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- any 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 Shares); or
- an Associate of that person or those persons.

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

- 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
- the Chair 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 resolutions as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

## Resolution 4 – Approval for issue of Performance Rights to Managing Director and Chief Executive Officer – Damon Neaves

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

*‘That, for the purposes of ASX Listing Rules 10.14 and 10.19, section 200E of the Corporations Act, and for all other purposes, approval is given for the Company to issue 7,500,000 Performance Rights to Damon Neaves (or his nominee) under the Employee Equity Incentive Plan, on the terms and conditions set out in the Explanatory Memorandum.’*

## Voting Exclusion Statement

The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- a person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan;
- an officer of the entity or any of its child entities who is entitled to participate in a termination benefit; or
- an Associate of that person or those persons.

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

- 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
- the Chair 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 resolutions as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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

- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Voting Prohibition Statement

A vote on the Resolution must not be cast (in any capacity) by or on behalf of:

- Damon Neaves (or his nominee); or
- an Associate of Damon Neaves (or his nominee).

However, this prohibition does not prevent the casting of a vote if:

- it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the Resolution; and
- it is not cast on behalf of Damon Neaves (or his nominee) or an Associate of Damon Neaves (or his nominee).

Further, the Company will disregard any votes cast on the Resolution:

- by or on behalf of a member of Key Management Personnel (details of whose remuneration are included in the Remuneration Report), or their Closely Related Parties, regardless of the capacity in which the votes are cast; or
- by a person who is a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties, as a proxy.

However, votes cast on the Resolution will not be disregarded if they are cast as a proxy for a person entitled to vote on the Resolution:

- in accordance with a written direction specifying the way the proxy is to vote on the Resolution; or
- by the Chair pursuant to an express authorisation to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of the Key Management Personnel.

### Resolution 5 – Approval for issue of Performance Rights to Technical Director – Shane Westlake

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

*‘That, for the purposes of ASX Listing Rules 10.14 and 10.19, section 200E of the Corporations Act, and for all other purposes, approval is given for the Company to issue 3,250,000 Performance Rights to Shane Westlake (or his nominee) under the Employee Equity Incentive Plan, on the terms and conditions set out in the Explanatory Memorandum.’*

### Voting Exclusion Statement

The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- a person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan;
- an officer of the entity or any of its child entities who is entitled to participate in a termination benefit; or
- an Associate of that person or those persons.

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

- a person as proxy or attorney for a person who is entitled to vote on the Resolutions, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

- the Chair 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 resolutions as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Voting Prohibition Statement

A vote on the Resolution must not be cast (in any capacity) by on or behalf of:

- Shane Westlake (or his nominee); or
- an Associate of Shane Westlake (or his nominee).

However, this prohibition does not prevent the casting of a vote if:

- it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the Resolution; and
- it is not cast on behalf of Shane Westlake (or his nominee) or an Associate of Shane Westlake (or his nominee).

Further, the Company will disregard any votes cast on the Resolution:

- by or on behalf of a member of Key Management Personnel (details of whose remuneration are included in the Remuneration Report), or their Closely Related Parties, regardless of the capacity in which the votes are cast; or
- by a person who is a member of the Key Management Personnel at the date of the Meeting, or their Closely Related Parties, as a proxy.

However, votes cast on the Resolution will not be disregarded if they are cast as a proxy for a person entitled to vote on the Resolution:

- in accordance with a written direction specifying the way the proxy is to vote on the Resolution; or
- by the Chair pursuant to an express authorisation to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of the Key Management Personnel.

### Resolution 6 – Approval of Issue of Performance Rights

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

*‘That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 1,894,960 Performance Rights to employees (or their respective nominees) under the Employee Equity Incentive Plan on the terms and conditions set out in the Explanatory Memorandum.’*

### Voting Exclusion Statement

The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- 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 Shares); or
- an Associate of that person or those persons.

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

- 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
- the Chair 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 resolutions as the Chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.



## IMPORTANT NOTES FOR SHAREHOLDERS

### MEETING DOCUMENTS

This Notice of Meeting and the accompanying Explanatory Memorandum set out important details regarding the resolutions that will be put to Shareholders at the AGM. You should read all of the documents carefully.

### ENTITLEMENT TO VOTE

In accordance with Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), Shareholders eligible to vote at the AGM will be those persons who are registered Shareholders of the Company at 5.00pm (AWST) on Saturday, 15<sup>th</sup> November 2025.

### YOUR VOTE IS IMPORTANT

The business of the AGM affects your shareholding, and your vote is important. If you are in doubt as to how you should vote, you should seek independent advice from your accountant, solicitor or other professional adviser prior to voting.

### HOW TO VOTE

You may vote virtually, by proxy or attorney, or by an authorised representative (if you are a body corporate).

All voting will be conducted by poll.

#### Voting Virtually at the Meeting

Shareholders who wish to vote virtually on the day of the AGM can do so through the online meeting platform powered by Automic.

Once the Chair has declared the poll open for voting click on “Refresh” within the platform to be taken to the voting screen.

Select your voting direction and click “confirm” to submit your vote. Note that you cannot amend your vote after it has been submitted.

For further information on the live voting process please see the Registration and Voting Guide at <https://www.automicgroup.com.au/virtual-agms>.

#### Voting by Proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out in the Proxy Form.

A Shareholder who is entitled to vote at the AGM has a right to appoint a proxy to attend and vote for the Shareholder at the AGM. A proxy need not be a Shareholder. A Shareholder who is entitled to cast two or more votes at the AGM may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Forms and specify the percentage of number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Forms together. If you require an additional Proxy Form, contact Automic Registry Services.

If you wish to appoint someone other than the Chair as your proxy, please write the name of the individual or body corporate on the Proxy Form. Otherwise, if you leave this box blank, the Chair will be appointed as your proxy by default.

Any proxy given to a member of Key Management Personnel, other than the Chair, or their Closely Related Parties for Resolutions 1, 4 and/or 5 will not be counted unless Shareholders specify how the proxy is to vote. If you do not direct your proxy how to vote, you risk your vote not being cast.

Any undirected proxy given to the Chair for Resolutions 1, 4 and/or 5 by a Shareholder entitled to vote on this resolution will be voted by the Chair in favour of the resolution, in accordance with the express authorisation on the Proxy Forms.

The Chair intends to vote all valid undirected proxies for all other Resolutions in favour of those Resolutions.

**Proxy Forms should be returned to the Company's Share Registry, Automic Registry Services, in accordance with the instructions on the enclosed Proxy Form by 2.00pm (AWST) on Saturday, 15<sup>th</sup> November 2025.**

**Proxy Forms received later than the time specified above will be invalid.**

The following methods of delivery for proxies are specified:

**Online:** [investor.automic.com.au/#/loginsah](https://investor.automic.com.au/#/loginsah)

Login and click on “meetings”. Use the Holder Number as shown at the top of the attached Proxy Form

**By post:** Automic  
GPO Box 5193  
Sydney NSW 2001

**In person:** Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

**By email:** [meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

**By facsimile:** +61 2 8583 3040

### Voting by Corporate Representative

A body corporate which is a Shareholder, or which has been appointed as a proxy, is entitled to appoint an individual to act as its representative at the AGM in accordance with section 250D of the Corporations Act.

To appoint a corporate representative, a body corporate must provide the Company with the appropriate "Appointment of Corporate Representative" executed in accordance with the Corporations Act authorising that person to act as the corporate Shareholder's representative at the Meeting. The Appointment of Corporate Representative must be lodged with the Company and/or the Share Registrar, Automic, before the AGM. Appointment of Corporate Representatives forms are available on request by contacting Automic by phone on 1300 288 664 (within Australia), +61 2 9698 5414 (Overseas) or obtained from Automic's website <https://automic.com.au>.

### Technical difficulties

Technical difficulties may arise during the course of the Meeting. The Chair of the Meeting has discretion as to whether and how the Meeting should proceed if a technical difficulty arises. In exercising this discretion, the Chair will have regard to the number of Shareholders impacted and the extent to which participation in the business of the Meeting is affected. Where she considers it appropriate, the Chair may continue to hold the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, Shareholders are encouraged to lodge a proxy by 2.00pm (AWST) on Saturday, 15<sup>th</sup> November 2025.

### ENQUIRIES

Shareholders are asked to contact the Company Secretary, Ms Paula Kane (+61 8) 9327 0100 if they have any queries in respect of the matters set out in this Notice of Meeting.

### BY ORDER OF THE BOARD



Paula Kane

**Company Secretary**

**Finder Energy Holdings Limited**

Dated: 16 October 2025

### KEY DATES

| Event                                 | Date                                                      |
|---------------------------------------|-----------------------------------------------------------|
| Deadline for lodgement of Proxy Forms | 2.00pm (AWST) on Saturday, 15 <sup>th</sup> November 2025 |
| Determination of voting eligibility   | 5.00pm (AWST) on Saturday, 15 <sup>th</sup> November 2025 |
| AGM                                   | 2.00pm (AWST) on Monday, 17 <sup>th</sup> November 2025   |

## EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of Shareholders in respect of the AGM.

The purpose of this Explanatory Memorandum is to provide information that the Board believes to be material to Shareholders in deciding whether or not to approve the Resolutions in the Notice of Meeting.

### ANNUAL FINANCIAL STATEMENTS AND REPORTS

The Corporations Act requires the Annual Financial Report, the Directors' Report, and the Auditor's Report (**Annual Report**) to be received and considered at the AGM. The Corporations Act does not require Shareholders to vote on the Annual Report. However, Shareholders attending the AGM will be given a reasonable opportunity to ask questions about, or make comments on, the financial statements and reports contained within the Annual Report which can be downloaded from the Company's website at [www.finderenergy.com](http://www.finderenergy.com).

The Company's auditor, BDO Audit Pty Ltd, will be present at the AGM and Shareholders will have the opportunity to ask the auditor questions in relation to the conduct of the audit, the Auditor's Report, the Company's accounting policies, and the independence of the auditor. The auditor will also respond to any written questions, provided these are submitted to the Company no later than five business days prior to the Meeting.

### RESOLUTION 1 – REMUNERATION REPORT

#### Background

At the meeting, there will be reasonable opportunity for Shareholders to ask questions about, or make comments on, the Remuneration Report. The Remuneration Report of the Company is included in the Company's Annual Report. The Remuneration Report sets out the Company's remuneration arrangements for its non-executive directors, executive directors and senior executives (who are Key Management Personnel).

The law requires that a resolution, that the Remuneration Report be adopted, be put to the vote at the Company's annual general meeting. The vote on the resolution is advisory only and does not bind the directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

Further, under the Corporations Act, where a resolution of Remuneration Report receives a "no" vote of 25% or more at two consecutive annual general meetings, a "spill resolution" must be put to Shareholders at the second annual general meeting to determine whether the directors who were in office at the date of approval of the applicable Directors' Report must stand for re-election (other than the Managing Director who, under the ASX Listing Rules may continue to hold office indefinitely without being elected).

If the "spill resolution" is passed by the requisite majority, then the Company must convene a "spill meeting" within 90 days of the second annual general meeting, at which all of the relevant directors will cease to hold office but may offer themselves for re-election. This is referred to as the "two strikes rule".

At the Company's 2024 annual general meeting, less than 25% of the votes cast on the resolution to adopt the remuneration report forming part of the Company's 30 June 2024 annual report were voted against the resolution. Accordingly, regardless of the voting on Resolution 1, no "spill resolution" is required to be considered at this AGM.

#### Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolution 1.

The Board acknowledges that the Directors have a personal interest in some aspects of the Remuneration Report.

The Chair intends to vote all undirected proxies in favour of Resolution 1 in accordance with the express authorisation on the Proxy Form.

## RESOLUTION 2 – RE-ELECTION OF MR SHANE WESTLAKE AS A DIRECTOR

### Background

Rule 6.1(f)(i)(B) of the Constitution and ASX Listing Rule 14.4 both provide that no director may hold office (without re-election) past the third annual general meeting following the director's election or last re-election or for a continuous period of more than three years, whichever is longer.

Rule 6.1(f)(i)(A) of the Constitution provides that one third of directors (excluding the managing director) must retire each year. Rule 6.1(g) of the Constitution provides that the director to retire in accordance with rule 6.1(f)(i)(A) is the director who has been longest in office since their last election and, if two or more directors have held office for the same period of time, the director to retire must be determined by agreement, or failing agreement, by lot.

Mr Westlake was appointed to the Board in January 2022 and was last re-elected as a Director in October 2022. Accordingly, Mr Westlake will retire in accordance with rules 6.1(f)(i)(A) and 6.1(f)(i)(B) of the Constitution and ASX Listing Rule 14.4 and being eligible, offers himself for re-election as a Director.

Details of Mr Westlake's experience and qualifications are set out below.

|                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Term of office:           | Since company inception, 25 January 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Qualifications:           | M.Sci Geoscience                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Skills and experience:    | <p>Mr Westlake is a Geophysicist with over 20 years' experience in executive management roles in the energy sector. He is an experienced and seasoned oil and gas explorer across multiple disciplines, including new ventures, prospect maturation and drilling.</p> <p>Mr Westlake joined Finder Exploration in 2007 as a geophysicist and prospect generator to become the Technical Director. He has led the management team in building Finder's high-quality acreage position and overseen significant value-accretive transactions, including farmouts with majors and independents.</p> <p>Mr Westlake currently works with Longreach as the Chief Operating Officer where he oversees resource management, operations, geoscience advisor, company strategy and risk who reports to the Longreach board.</p> |
| Other directorships:      | None                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Special responsibilities: | None                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Interests in the Company: | 2,660,054 Ordinary Shares and 4,320,000 Performance Rights, including those held by personally related parties.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

### Recommendation

The Board (other than Mr Shane Westlake who has an interest in the Resolution) unanimously recommends that Shareholders vote in favour of Resolution 2.

The Chair intends to vote all undirected proxies in favour of Resolution 2.

## RESOLUTION 3 – APPROVAL OF 10% PLACEMENT FACILITY

### Background

ASX Listing Rule 7.1A enables an eligible entity to seek shareholder approval to issue Equity Securities up to 10% of its issued share capital through placements over a 12-month period after the annual general meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% annual placement capacity under ASX Listing Rule 7.1.

Resolution 3 seeks Shareholder approval to provide the Company with the ability to issue Equity Securities under the 10% Placement Facility during the 10% Placement Period (see section titled “ASX Listing Rule 7.1A” para (f) below). The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (see section titled “ASX Listing Rule 7.1A” para (c) below). If Resolution 3 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 3 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval in ASX Listing Rule 7.1.

### ASX Listing Rule 7.1A

#### (a) Is the Company an eligible entity?

An eligible entity for the purposes of ASX 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 as it is not included in the S&P/ASX 300 Index and has a market capitalisation of approximately 225 million, based on the closing price of Shares (\$0.585) on 10<sup>th</sup> October 2025.

#### (b) What Equity Securities can be issued?

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the eligible entity.

As at the date of the Notice, the Company has on issue one quoted class of Equity Securities, being Shares.

#### (c) How many Equity Securities can be issued?

ASX Listing Rule 7.1A.2 provides that under the approved 10% Placement Facility, the Company may issue or agree to issue a number of Equity Securities calculated in accordance with the following formula:

$$(A \times D) - E$$

Where:

**A =** is the number of Shares on issue at the commencement of the Relevant Period:

- (A) plus the number of fully paid Shares issued in the Relevant Period under an exception in ASX Listing Rule 7.2 other than exception 9, 16 or 17;
- (B) plus the number of fully paid Shares issued in the Relevant Period on the conversion of convertible securities within ASX Listing Rule 7.2 exception 9 where:
  - (1) the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or

- (2) the issue of, or agreement to issue, the convertible securities was approved, or taken under the ASX Listing Rules to have been approved, under ASX Listing Rule 7.1 or ASX Listing Rule 7.4;
- (C) plus the number of fully paid Shares issued in the Relevant Period under an agreement to issue securities within ASX Listing Rule 7.2 exception 16 where:
  - (1) the agreement was entered into before the commencement of the Relevant Period; or
  - (2) the agreement or issue was approved, or taken under the ASX Listing Rules to have been approved, under ASX Listing Rule 7.1 or ASX Listing Rule 7.4;
- (D) plus the number of partly paid shares that became fully paid Shares in the Relevant Period;
- (E) plus the number of any other fully paid Shares issued in the Relevant Period with approval under ASX Listing Rule 7.1 or ASX Listing Rule 7.4; and
- (F) less the number of fully paid Shares cancelled in the Relevant Period.

Note that 'A' has the same meaning in ASX Listing Rule 7.1 when calculating the Company's 15% annual placement capacity.

**D =** is 10%.

**E =** is the number of Equity Securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the Relevant Period where the issue or agreement has not been subsequently approved by shareholders under ASX Listing Rule 7.4.

**(d) What is the interaction with ASX Listing Rule 7.1?**

The Company's ability to issue Equity Securities under ASX Listing Rule 7.1A will be in addition to its 15% annual placement capacity under ASX Listing Rule 7.1.

**(e) At what price can the Equity Securities be issued?**

Any Equity Securities issued under ASX Listing Rule 7.1A must be issued for a cash consideration per Equity Security which is not less than 75% of the volume weighted average price of Equity Securities in the same class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (e)(i) above, the date on which the Equity Securities are issued,

**(Minimum Issue Price).**

**(f) When can Equity Securities be issued?**

Shareholder approval of the 10% Placement Facility under ASX Listing Rule 7.1A will be valid from the date of the Meeting and will expire on the earlier of:

- (i) the date that is 12 months after the date of the AGM;
- (ii) the time and date of the Company's next annual general meeting; or

- (iii) the time and date of Shareholder approval of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking) or such longer period if allowed by ASX,

**(10% Placement Period).**

**(g) What is the effect of Resolution 3?**

The effect of Resolution 3 will be to allow the Company to issue the Equity Securities under ASX Listing Rule 7.1A during the 10% Placement Period without further Shareholder approval or using the Company's 15% annual placement capacity under ASX Listing Rule 7.1.

**Specific information required by ASX Listing Rule 7.3A**

Pursuant to and in accordance with ASX Listing Rule 7.3A, the following information is provided in relation to Resolution 3:

**(a) Period for which the 10% Placement Facility is valid**

The Company will only issue the Equity Securities under the 10% Placement Facility during the 10% Placement Period (see section titled "ASX Listing Rule 7.1A" para (f) above).

**(b) Minimum issue price**

Where the Company issues Equity Securities under the 10% Placement Facility, it will only do so for cash consideration and the issue price will be not less than the Minimum Issue Price (see section titled "ASX Listing Rule 7.1A" para (e) above).

**(c) Purposes of funds raised by issues under the 10% Placement Facility**

The Company intends to issue Equity Securities under the 10% Placement Facility for the purposes of raising funds for continued investment in the Company's current assets, the acquisition of new assets or investments (including expenses associated with such an acquisition), and/or for general working capital.

**(d) Risk of economic and voting dilution**

Shareholders should note that there is a risk that:

- (i) 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; and
- (ii) 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,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

If this Resolution 3 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' economic and voting power in the Company may be diluted as shown in the below table.

The table below shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for Variable 'A' calculated in accordance with the formula in ASX Listing Rule 7.1A.2 (see section titled "ASX Listing Rule 7.1A" para (c) above) as at the date of this Notice (**Variable A**), with:

- (i) two examples where Variable A has increased, by 50% and 100%; and
- (ii) two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.



| Shares<br>(Variable A in<br>Listing<br>Rule 7.1A.2) | Dilution                 |                                                     |                                    |                                                    |
|-----------------------------------------------------|--------------------------|-----------------------------------------------------|------------------------------------|----------------------------------------------------|
|                                                     | Issue price per<br>Share | \$0.2925<br>50% decrease in<br>Current Market Price | \$0.585<br>Current Market<br>Price | \$1.17<br>100% increase in<br>Current Market Price |
| <b>383,874,129<br/>Shares</b>                       | 10% Voting Dilution      | 38,387,413<br>Shares                                | 38,387,413<br>Shares               | 38,387,413<br>Shares                               |
| <b>Variable A</b>                                   | Funds raised             | \$11,228,318                                        | \$22,456,637                       | \$44,913,273                                       |
| <b>575,811,194<br/>Shares</b>                       | 10% Voting<br>Dilution   | 57,581,119<br>Shares                                | 57,581,119<br>Shares               | 57,581,119<br>Shares                               |
| <b>50% increase<br/>in Variable A</b>               | Funds raised             | \$16,842,477                                        | \$33,684,955                       | \$67,369,910                                       |
| <b>767,748,258<br/>Shares</b>                       | 10% Voting Dilution      | 76,774,826<br>Shares                                | 76,774,826<br>Shares               | 76,774,826<br>Shares                               |
| <b>100% increase<br/>in Variable A</b>              | Funds raised             | \$22,456,637                                        | \$44,913,273                       | \$89,826,546                                       |

## Notes:

- The table has been prepared on the following assumptions:
  - The issue price is the current market price (\$0.585), being the closing price of the Shares on ASX on 10 October 2025, being the latest practicable date before this Notice was signed.
  - Variable A comprises of 383,874,129 existing Shares on issue as at the date of this Meeting.
  - The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
  - No convertible securities (including any issued under the 10% Placement Facility) are exercised or converted into Shares before the date of the issue of the Equity Securities.
  - The issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
- The number of Shares on issue (ie, Variable A) may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue, scrip issued under a takeover offer or upon exercise of convertible securities) or future specific placements under ASX Listing Rule 7.1 that are approved at a future Shareholders' meeting.

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%. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.

The table shows only the effect of issues of Equity Securities under ASX Listing Rule 7.1A, not under the 15% placement capacity under ASX Listing Rule 7.1.



(e) **Allocation policy**

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

- (i) the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing Shareholders can participate;
- (ii) the effect of the issue of the Equity Securities on the control of the Company;
- (iii) financial situation and solvency of the Company; and
- (iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial Shareholders and/or new investors who are not related parties of or Associates of a related party of the Company.

(f) **Issues in the past 12 months**

The Company previously obtained Shareholder approval under Listing Rule 7.1A at its 2024 annual general meeting.

The Company has previously issued 8,687,522 Equity Securities under ASX Listing Rule 7.1A.2 in the 12 months preceding the date of this Notice (**Previous Issue**), which represents 2.54% of the total fully-diluted number of Equity Securities on issue in the Company on 21 November 2024, which was 341,438,311.

Further details of the issues of Equity Securities by the Company pursuant to Listing Rule 7.1A.2 during the 12-month period precedent the date of the Meeting are set out below.

The following information is provided in accordance with Listing Rule 7.3A.6(b) in respect of the Previous Issue:

|                                                                                                                       |                                                                                                                                                                                                                                                                                                                                    |
|-----------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Date of issue and Appendix 2A</b>                                                                                  | 11 July 2025                                                                                                                                                                                                                                                                                                                       |
| <b>Name of persons to whom securities were issued or the basis on which those persons were identified or selected</b> | Institutional, professional and sophisticated investors as part of a placement announced on 3 July 2025. None of these investors are a related party, Key Management Personnel, substantial holder or advisor of the Company (or an Associate of any of these).                                                                    |
| <b>Number and Class of Equity Securities Issued</b>                                                                   | 8,687,522 fully paid ordinary shares in the capital of the Company.                                                                                                                                                                                                                                                                |
| <b>Issue Price and discount to the Market Price<sup>1</sup> (if any)</b>                                              | \$0.065 per share (at a discount of ~19% to Market Price).                                                                                                                                                                                                                                                                         |
| <b>Total Cash Consideration and Use of Funds</b>                                                                      | <p>The total amount raised for this Previous Issue was \$564,688.93.</p> <p>None of the funds raised in the Previous Issue have been spent as at the date of this Notice and the full amount of \$564,688.93 remains available.</p> <p>The proceeds from the Previous Issue will be used to accelerate the Kuda Tasi and Jahal</p> |

|  |                                                                                                                                                                                                                    |
|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|  | development project to final investment decision by completing technical and engineering studies, undertaking FPSO due diligence and obtaining environmental approvals and KTJ reserve certification. <sup>2</sup> |
|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Note:

1. Market Price means the closing price of Shares on ASX (excluding special crossings, overnight sales and exchange traded option exercises). For the purposes of this table the discount is calculated on the Market Price on the last trading day on which a sale was recorded prior to the date of issue of the relevant Equity Securities.
2. This is a statement of current intentions as at the date of the Notice. As with any budget, intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way the funds are applied on this basis.

(g) **No voting exclusion**

A voting exclusion statement is included in the Notice. At the date of the Notice, the Company is not proposing to make an issue of Equity Securities under ASX Listing Rule 7.1A and has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in any such issue. Accordingly, no Shareholders are currently excluded from voting on this resolution.

### Additional information

Resolution 3 is a **special** resolution and therefore requires approval of at least 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

### Recommendation

The Board recommends that Shareholders vote in favour of Resolution 3.

The Chair intends to vote all undirected proxies in favour of Resolution 3.

## RESOLUTIONS 4 AND 5 – ISSUE OF PERFORMANCE RIGHTS TO DIRECTORS

### Background

The Company has established an Employee Equity Incentive Plan (**Plan**), which was approved by Shareholders at the 2024 annual general meeting on 21 November 2024.

The objective of the Plan is to provide the Company with a remuneration mechanism to motivate and reward the performance of Directors, employees and other qualifying individuals in achieving specific performance milestones through the issue of Equity Securities. The Board seeks to ensure that any vesting conditions attaching to Equity Securities issued pursuant to the Plan are aligned with the successful growth of the Company's business activities.

Resolutions 4 and 5 seek Shareholder approval for the issue of Performance Rights to the following Directors (or their respective nominees) under the Plan:

| Resolution   | Director       | Number of Performance Rights |
|--------------|----------------|------------------------------|
| Resolution 4 | Damon Neaves   | 7,500,000                    |
| Resolution 5 | Shane Westlake | 3,250,000                    |

The purpose of the proposed issue of Performance Rights to Damon Neaves and Shane Westlake (or their respective nominees) (each a **Relevant Director** and together the **Relevant Directors**) pursuant to the 2025 Award (described below) the subject of Resolutions 4 and 5 is to assist in the Relevant Director's reward and retention, and to align their interests as Directors with those of Shareholders.

The grant of the Performance Rights forms part of the Company's remuneration strategy for Directors. In this regard, if the relevant vesting condition is satisfied, the Performance Rights that have been issued subject to that vesting condition confer the right on the holder to be provided with a Share without the requirement to pay any exercise price. Accordingly, the grant of Performance Rights subject to the satisfaction of vesting conditions provides directors with the flexibility and incentive to benefit in circumstances where Shareholders are also likely to benefit, without the directors needing to provide any additional cash consideration.

## 2025 Award

Under the 2025 Award, the Performance Rights to be issued to participants will vest based on the satisfaction of a single vesting condition, namely the achievement of a Final Investment Decision (**FID**) for the development of the Kuda Tasi and Jahal oil fields during the three-year testing period. The reason the Board determined to use FID as the sole condition is that FID requires a combination of several critical elements for the Kuda Tasi and Jahal Development Project, including:

- securing a Floating Production, Storage and Offloading Vessel (**FPSO**);
- securing a drilling unit (semi-submersible or drillship) for the development drilling program;
- joint venture and regulatory approvals, including approval of the Field Development Plan;
- procurement of long lead items; and
- a full funding solution for the remaining development capex.

On this basis, FID incorporates a number of outcomes that are aligned with Shareholders' interests and which are expected to deliver significant value outcomes for the Company and Shareholders. The 2025 Award on this basis compliments the existing Performance Rights on issue which are based on market-based (share price related) conditions.

See **Schedule 2** for a summary of the material terms of the Performance Rights proposed to be issued pursuant to the 2025 Award.

## ASX Listing Rule 10.14

ASX Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- (a) director of the entity (ASX Listing Rule 10.14.1);
- (b) an Associate of the director of the entity (ASX Listing Rule 10.14.2); or
- (c) a person whose relationship with the entity, a director of the entity or an Associate of the director is, in ASX's opinion, such that approval from its Shareholders should be obtained (ASX Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

Accordingly, Shareholder approval is sought for the issue of Performance Rights to Damon Neaves and Shane Westlake for the purposes of ASX Listing Rule 10.14. ASX Listing Rule 7.2 Exception 14 provides that Shareholder approval under ASX Listing Rule 7.1 is not required for issues that have been approved under ASX Listing Rule 10.14. Accordingly, if Resolutions 4 and 5 are approved, the issue of these Performance Rights to the Directors will not be included in the calculation of the Company's 15% annual placement capacity for the purposes of ASX Listing Rule 7.1.

### Technical information required by ASX Listing Rule 14.1A

If either, or both, of Resolutions 4 and 5 are passed, the Company will be able to proceed with the issue of the Performance Rights the subject of the approved Resolution to the Relevant Director under the Plan no later than three months after the date of the Meeting in accordance with the terms of the Performance Rights. As approval pursuant to ASX Listing Rule 7.1 is not required for the issue of the Performance Rights (because approval is being obtained under ASX Listing Rule 10.14), the issue of the Performance Rights will not use up any of the Company's 15% placement capacity under ASX Listing Rule 7.1.

If either, or both, of Resolutions 4 and 5 are not passed, the Company will not be able to proceed with the issue of the Performance Rights the subject of the relevant Resolution and consequently, the Relevant Director will not be remunerated by the issue of incentive performance securities. In this case the Company may look to other means of incentivising the Relevant Director, including cash-based incentives.

### Technical information required by ASX Listing Rule 10.15

Pursuant to, and in accordance with, the requirements of ASX Listing Rule 10.15 the following information is provided in relation to the proposed issue of Performance Rights to the Relevant Directors:

#### **Name of the person**

The Performance Rights will be issued to the following persons:

- (a) Damon Neaves (or his nominee) pursuant to Resolution 4; and
- (b) Shane Westlake (or his nominee) pursuant to Resolution 5.

#### **Category the person falls within and why**

Each of Damon Neaves and Shane Westlake falls within the category set out in ASX Listing Rule 10.14.1 by virtue of being Directors.

#### **Number and class of securities proposed to be issued**

If Shareholder approval is granted, the number of Performance Rights to be issued to the Relevant Directors is 10,750,000 comprising:

- (a) 7,500,000 Performance Rights to Damon Neaves (or his nominee) pursuant to Resolution 4; and
- (b) 3,250,000 Performance Rights to Shane Westlake (or his nominee) pursuant to Resolution 5.

#### **Current total remuneration packages**

The total current remuneration package for each of the Relevant Directors the subject of Resolutions 4 and 5 is:

- (a) for Damon Neaves, \$690,125 (which includes fixed remuneration of \$408,910 plus superannuation, and the accounting value of share based payments by way of Performance Rights of \$252,208);
- (b) for Shane Westlake, \$406,448 (which includes fixed remuneration of \$220,500 plus superannuation, and the accounting value of share based payments by way of Performance Rights of \$168,138),

as particularised in the Directors' Report for the year ended 30 June 2025.

#### **The number of securities that have previously been issued to the person under the scheme, and the average acquisition price (if any) paid by the person for those securities**

The number of Performance Rights issued to the Relevant Directors for nil consideration are:

- (a) 6,480,000 Performance Rights to Damon Neaves (or his nominee); and
- (b) 4,320,000 Performance Rights to Shane Westlake (or his nominee).

The Relevant Directors were not required to pay for those Performance Rights.

**A summary of the material terms of the securities, an explanation of why that type of security is being used and the value attributed to that security and its basis**

(a) Summary of material terms of the Performance Rights

A summary of the vesting criteria is set out under the heading “2025 Award” above, with a summary of the material terms of the Performance Rights being set out in **Schedule 2**. A summary of the material terms of the Plan is set out in **Schedule 1**.

(b) Explanation of why Performance Rights are being used

The purpose of the issue of the Performance Rights is to provide a performance linked incentive component in the remuneration package for the Relevant Directors to align the interests of the Relevant Directors with those of Shareholders, to motivate and reward the performance of the Relevant Directors in their roles as Directors, and to provide a cost effective way for the Company to remunerate the Relevant Directors, which will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Relevant Directors.

(c) Value of Performance Rights and basis for such

The Company has not sought an independent valuation in relation to the value of the Performance Rights and has calculated the indicative fair value of the Performance Rights based on the 20-day VWAP for the Company’s shares up to and including 30 September 2025 as set out in the table below.

|                                                           | Damon Neaves | Shane Westlake |
|-----------------------------------------------------------|--------------|----------------|
| Indicative fair value                                     | \$0.3536     | \$0.3536       |
| Amount of Performance Rights                              | 7,500,000    | 3,250,000      |
| Value of Performance Rights (\$0.3536 x number of rights) | \$2,652,000  | \$1,149,200    |

The value of the Performance Rights is indicative only and may increase or decrease depending on movements in the Company’s share price up to the date of the AGM at which approval is sought.

**The date or dates on or by which the Company will issue the securities**

The Performance Rights will be issued to the Relevant Directors as soon as practicable following Shareholder approval and in any event no later than three months after the date of the Meeting in accordance with the terms of the Performance Rights and it is anticipated that all Performance Rights will be issued on the same date.

**The price at which the Company will issue the securities**

The issue price of the Performance Rights will be nil and no amount will be payable by the holder to exercise any Performance Rights that vest. As such, no funds will be raised from the issue or exercise of the Performance Rights.

**A summary of the material terms of the scheme**

A summary of the material terms of the Plan is set out in **Schedule 1**.

**Loans**

No loans are being made to the Relevant Directors in connection with the acquisition of the Performance Rights.

**Required statements**

Details of any securities issued under the Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval of the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after Resolutions 4 and 5 are approved and who were not named in the Notice or this Explanatory Memorandum will not participate until approval is obtained under ASX Listing Rule 10.14.

### **Voting exclusion statement**

A voting exclusion statement for Resolutions 4 and 5 is included in the Notice.

### **Chapter 2E of the Corporations Act**

Chapter 2E of the Corporations Act requires that, for a public company, or an entity that the public company controls, to give a financial benefit to a "related party" of the public company (as defined in the Corporations Act), the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

For the purposes of Chapter 2E of the Corporations Act, a "related party" of a public company includes, relevantly, a director of that company. The concept of "financial benefit" is construed broadly and includes the issue of securities in a public company.

Accordingly, the grant of Performance Rights pursuant to the Plan constitutes the giving of a financial benefit by the Company, and each of Damon Neaves and Shane Westlake is a related party of the Company for the purposes of Chapter 2E of the Corporations Act by virtue of being a Director.

Under section 211(1) of the Corporations Act, shareholder approval is not required to be obtained for the giving of a financial benefit to a related party of a public company if the benefit is remuneration given to a related party of the company as an officer or employee of the company, and to give the remuneration would be reasonable given the circumstances of the company and the related party (including the responsibilities involved in the office or employment). The Directors (excluding the Relevant Directors) consider that the proposed issue of Performance Rights to Damon Neaves and Shane Westlake constitute part of their remuneration and are reasonable in the circumstances of the Company and of Damon Neaves and Shane Westlake, including their responsibilities as executive Directors.

### **Termination benefits**

#### **Overview**

Shareholder approval is also being sought under section 200E of the Corporations Act, as well as under ASX Listing Rule 10.19, to permit the Company to give certain termination benefits to the Relevant Directors in connection with the Relevant Directors ceasing to be an officer of, or ceasing to hold a managerial or executive office in, the Company or a subsidiary of the Company.

Specifically, the benefits for which the Company seeks Shareholder approval are benefits that may be given in circumstances where a Relevant Director, who holds unvested Performance Rights ceases to be a Director, or where the Board exercises its discretion under the Plan in certain situations. In particular, the Board has the discretion to determine that, where a participant ceases to be employed before their Performance Rights have vested, some or all of the Performance Rights will not be forfeited.

#### **Sections 200B and 200E of the Corporations Act**

Subject to certain exceptions, section 200B of the Corporations Act prohibits the giving of certain benefits to individuals who hold a managerial or executive office on leaving their employment with the Company or any of its related bodies corporate, or who have held a managerial or executive office in the prior three years, without member approval under section 200E of the Corporations Act.

Accordingly, Shareholder approval is being sought for the purpose of section 200E of the Corporations Act

for the purposes of any deemed “termination benefits” that may be provided to the Relevant Directors as a result of the future exercise of the Board’s discretion under the Plan.

The money value of any benefits which may be given to the Relevant Directors cannot presently be ascertained. The amount or value of the benefits, or the calculation of the amount or value, will depend on a range of factors, which may include:

- (a) the circumstances of, and reasons for, the Relevant Director ceasing to be a Director or ceasing to be employed;
- (b) the time that has elapsed since the relevant incentives were granted relative to the vesting date;
- (c) the number of incentives in relation to which it is proposed to exercise any discretion; and
- (d) the market value of the Company’s Shares at the relevant time.

#### **ASX Listing Rule 10.19**

Approval is also sought for the purposes of ASX Listing Rule 10.19 which provides that, without the approval of Shareholders, an entity must ensure that no officer of the entity or any of its child entities will be, or may be entitled to termination benefits if the value of those benefits and the termination benefits that are or may become payable to all officers together exceed 5% of the equity interests of the entity as set out in the latest accounts given to ASX under the ASX Listing Rules.

‘Termination benefits’ are payments, property and advantages that are receivable upon termination of employment, engagement or office, except those from any superannuation or provident fund and those required by law to be made. As noted above, benefits that may be given in accordance with the Plan, upon a person ceasing to hold office or employment, include benefits arising from the discretion of the Board to determine that unvested Performance Rights will not be forfeited. These may constitute termination benefits for the purposes of Listing Rule 10.19.

Depending upon the value of the termination benefits and the equity interests of the Company at the time such benefits may crystallise, it is uncertain if the value of the termination benefits would exceed this 5% threshold.

The money value of any such benefits which may be given to the Relevant Directors cannot presently be ascertained. The amount or value of the benefits, or the calculation of the amount or value, will depend on a range of factors, which may include the factors set out above under the heading “Sections 200B and 200E of the Corporations Act”.

Shareholder approval is being sought under ASX Listing Rule 10.19 in order to give the Company maximum flexibility, in case the value of the termination benefits exceeds this 5% threshold at the relevant time.

Voting exclusion and prohibition statements apply to Resolutions 4 and 5 as specified in the Notice.

#### **Recommendation**

Having considered all relevant matters, and the alternatives to an issue of the Performance Rights (such as a higher cash-based component of remuneration), the Directors (other than Damon Neaves Shane Westlake) support the issue of Performance Rights to Damon Neaves and Shane Westlake (or their respective nominees) and recommend that Shareholders vote in favour of Resolutions 4 and 5.

Damon Neaves and Shane Westlake make no recommendation to Shareholders in relation to Resolutions 4 and 5 because they have a material personal interest in the outcome of those Resolutions.



## RESOLUTION 6 – APPROVAL TO ISSUE PERFORMANCE RIGHTS

### Background

The Company last approved the Plan at its 2024 annual general meeting for the purposes of Listing Rule 7.2 (exception 13(b)), which allowed the issue of up to a maximum of 14,105,040 Performance Rights under the Plan without further Shareholder approval and without using the Company's issuing capacity under Listing Rule 7.1.

The Company is proposing to issue a total of 16,000,000 Performance Rights to employees (or their nominees) under the Plan. 14,105,040 of these Performance Rights are proposed to be issued pursuant to the Shareholder approval obtained at the 2024 annual general meeting. Resolution 6 seeks Shareholder approval for the balance of the Performance Rights, being 1,894,960 Performance Rights, proposed to be issued to employees (or their nominees) under the Plan.

A summary of the terms of the Plan is set out in Schedule 1.

### ASX Listing Rule 7.1

Listing Rule 7.1 provides that without Shareholder approval, a company must not issue or agree to issue new equity securities constituting more than 15% of its total issued capital within a 12-month period. As the issue of the 1,894,960 Performance Rights does not fall within any of the specified exceptions to ASX Listing Rule 7.2 and has not yet been approved by Shareholders, it would effectively use up part of the Company's 15% placement capacity under ASX Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval over the 12 month period following the date of issue of the Performance Rights.

Resolution 6 therefore seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue 1,894,960 Performance Rights to employees (or their nominees) so that these Performance Rights are not counted in determining the Company's capacity to issue up to 15% of its issued ordinary capital under Listing Rule 7.1.

### Technical information required by ASX Listing Rule 14.1A

If Resolution 6 is passed, the Performance Rights will be excluded in calculating the Company's capacity under Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12 month period following the date of issue. By ratifying this issue, the Company will retain the flexibility to issue Equity Securities in the future up to the annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

If Resolution 6 is not passed, the Company will be able to proceed with the issue of the Performance Rights, however, the Performance Rights will be included in calculating the Company's 15% placement capacity under Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12 month period following the date of issue.

### Resolution 6 - Technical information required by ASX Listing Rule 7.3

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 6:

#### **Names of the persons to whom the securities are issued or the basis on which those persons were selected**

The Performance Rights will be issued to employees of the Company (or their respective nominee), each being an 'eligible employee' or nominated party in accordance with the terms of the Plan as summarised in Schedule 1. None of these employees are related parties of the Company.

#### **Number and class of securities**

A maximum of 1,894,960 Performance Rights are proposed to be issued to the employees (or their respective nominees).



### **Summary of the material terms of the securities**

A summary of the material terms of the Plan, under which the Performance Rights are proposed to be issued, is set out in Schedule 1. A summary of the material terms of the Performance Rights is set out in Schedule 2.

### **Date on which the securities will be issued**

The Performance Rights will be issued as soon as reasonably practicable following Shareholder approval and, in any event, no later than three months after the date of the Meeting. It is anticipated that all Performance Rights will be issued on the same date.

### **Issue price**

The Performance Rights will be issued for nil cash consideration.

### **Purpose of the issue**

The purpose of the issue of Performance Rights is to motivate and reward employees while conserving the Company's cash resources. Funds will not be raised from the issue of the Performance Rights as they will be issued for nil consideration to employees.

### **Voting exclusion statement**

A voting exclusion statement applies to Resolution 6 as set out in the Notice.

### **Recommendation**

The Board unanimously recommends that Shareholders vote in favour of Resolution 6.

## GLOSSARY

**AGM or Meeting** means the Company's 2025 annual general meeting convened by this Notice of Meeting.

**ASX** means ASX Limited, or as the context requires, the financial market operated by it.

**ASX Listing Rules** means the listing rules of ASX, as amended from time to time.

**Associate** has the same meaning as the meaning prescribed by Listing Rule 19.12.

**Award** means an Option, Performance Right or a Share in the Company, as applicable.

**AWST** means the time in Perth, Western Australia.

**Board** means the current board of Directors of the Company.

**Chair** means the person acting as chair of the AGM from time to time.

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

- a) a spouse or child of the member; or
- b) a child of the member's spouse; or
- c) a dependent of the member or the member's spouse; or
- 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 the member controls; or
- f) a person prescribed by the *Corporations Regulations 2001* (Cth).

**Company or Finder** means Finder Energy Holdings Limited (ACN 656 811 719).

**Constitution** means the Company's constitution.

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

**Director** means a current director of the Company.

**Equity Security** includes a share, a unit in a trust, a right to a share or unit in a trust or option, an option over an issued or unissued security, a convertible security, or any security that ASX decides to classify as an equity security.

**Explanatory Memorandum** means the explanatory memorandum accompanying the Notice of Meeting.

**FID** means Final Investment Decision for the development of the Kuda Tasi and Jahal oil fields.

**FPSO** means Floating Production, Storage and Offloading Vessel.

**Key Management Personnel** has the same meaning as in the accounting standards. Broadly speaking this includes those persons with the authority and responsibility for planning, directing and controlling the activities of the Company (whether directly or indirectly), and includes any directors of the Company.

**Notice of Meeting or Notice** means this notice of Annual General Meeting including the Explanatory Memorandum.

**Option** means an option to acquire a Share.

**Performance Right** means a performance right issued or proposed to be issued by the Company (as the context requires).

**Plan** means the Company's Employee Equity Incentive Plan (as amended from time to time).

**Proxy Form** means the proxy form accompanying the Notice.

**Relevant Period** in the context of the Company means the 12 month period immediately preceding the date of the issue or agreement, as the case may be.

**Remuneration Report** means the Remuneration Report contained in the Directors' Report for the year ended 30 June 2025.

**Resolutions** means the resolutions set out in the Notice of Meeting, or any one of them, as the context requires.

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

**Shareholder** means a holder of a Share.

**Virtual Meetings** means meetings conducted wholly online.

## SCHEDULE 1 – SUMMARY OF THE MATERIAL TERMS OF THE EMPLOYEE EQUITY INCENTIVE PLAN

Set out below is a summary of the material terms of the Plan:

|                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Awards</b>             | The Plan provides for the grant of Shares, Options and/or Performance Rights ( <b>Awards</b> ) issued at a price, and subject to any grant or vesting conditions, determined by the Board in its sole and absolute discretion.                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Eligible Employees</b> | <p>The persons eligible to be granted Awards under the Plan include:</p> <ul style="list-style-type: none"> <li>▪ current and prospective employees or directors of, and services providers to, the Company or any of its subsidiaries (<b>Eligible Employees</b>); and</li> <li>▪ certain nominees of an Eligible Employee, such as their immediate family members, controlled bodies corporate and related self-managed superannuation funds (<b>Nominated Parties</b>).</li> </ul> <p>The Board has the discretion to declare any other person to be an Eligible Employee or Nominated Party.</p>                                                                                         |
| <b>Offers</b>             | <p>The Board will advise Eligible Employees in an invitation the number of Awards that the Eligible Employees is eligible for (or the formula for determining that number), the method of calculation of any exercise price, the period or periods which Awards may be exercised, the date and times when the Awards lapse, and any applicable grant conditions and vesting conditions.</p> <p>Offers will be made in accordance with the requirements of the Corporations Act (including, where applicable, the regulatory regime set out in Division 1A of Part 7.12 of the Corporations Act, as modified or amended by any applicable ASIC instrument or relief (<b>ESS Regime</b>)).</p> |
| <b>Entitlements</b>       | Notice of meeting, potentially dividends on unvested Shares (subject to Board determination), bonus and rights issue participation in respect of award Shares, capital reconstruction (subject to Board determination), bonus and pro rata issue adjustments and potentially early exercise in a voluntary winding up (subject to Board determination).                                                                                                                                                                                                                                                                                                                                      |
| <b>Dealing</b>            | <p>Dealing restrictions exist other than:</p> <ul style="list-style-type: none"> <li>▪ for award Shares, if the dealing is compliant with the terms of the Share offer and any vesting conditions; and</li> <li>▪ for award Performance Rights and Options, if the dealing has been approved by the Board or by force of law upon the death of the participant to his/her legal representative.</li> </ul>                                                                                                                                                                                                                                                                                   |

|                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|---------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b>Vesting and Exercise</b></p>    | <p>Awards only vest if the applicable vesting conditions are satisfied, waived by the Board or are deemed to have been satisfied under the Plan. The vesting conditions are determined prior to the granting of such Shares, options and/or performance rights by the Company.</p> <p>Vested Options and Performance Rights can only be exercised during the exercise period specified in the invitation to participate in the Plan. The exercise price per Share in respect of an Option or Performance Right granted pursuant to the Plan will be determined by the Board.</p> <p>The Board may impose restrictions on dealing with Shares allocated on the vesting or exercise of Performance Rights or Options provided that information in relation to the restriction are provided in the offer document.</p>                                                                                                                                                                                                                                                                                                                                                  |
| <p><b>Lapse</b></p>                   | <p>Subject to the Board's discretion, if a participant resigns (other than in circumstances of redundancy, mental illness, total and permanent disability, terminal illness or death), is dismissed from office for cause or poor performance, or in another circumstance determined by the Board, unvested Shares will be forfeited, unvested options and performance rights will lapse and vested options and performance rights that have not been exercised will lapse on the date of cessation of employment or office. Similar provisions apply to breach, fraud or misconduct. Forfeiture provisions also apply to unvested Shares.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <p><b>Change of control</b></p>       | <p>Unless otherwise determined by the Board, any unvested Performance Rights will automatically vest and are deemed to have been exercised, together with any previously vested but unexercised performance Rights, on the occurrence of:</p> <ul style="list-style-type: none"> <li>a) an offer being made for Shares pursuant to a takeover bid under Chapter 6 of the Corporations Act and is, or is declared, unconditional; or</li> <li>b) the Court sanctioning under Part 5.1 of the Corporations Act a compromise or arrangement relating to the Company or a compromise or arrangement proposed for the purposes of or in connection with a scheme for the reconstruction of the Company or its amalgamation with any other company or companies; or</li> <li>c) any other merger, consolidation or amalgamation involving the Company occurs which results in the holders of Shares immediately prior to the merger, consolidation or amalgamation being entitled to 50% or less of the voting shares in the body corporate resulting from the merger, consolidation or amalgamation (each event in (a)-(c), a <b>Change of Control Event</b>).</li> </ul> |
| <p><b>Cessation of employment</b></p> | <p>If an Eligible Employee resigns (other than due to a Special Circumstance, being total and permanent disablement, mental illness, redundancy, death or terminal illness), is dismissed for cause or poor performance or any other circumstances determined by the Board to constitute a Bad Leaver (<b>Bad Leaver</b>), then any unvested shares will be forfeited and any Options or Performance Rights (whether unvested, or vested but not exercised) will lapse on the date the Bad</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

|                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                          | <p>Leaver ceases to be an employee.</p> <p>If an Eligible Employee ceases employment due to a Special Circumstance or otherwise for reasons other than as a Bad Leaver (<b>Good Leaver</b>), then any unvested shares will be forfeited and any unvested options or performance rights will lapse. Any vested options or performance rights that have not been exercised will continue in force and remain exercisable until their expiry.</p> <p>The Board may determine to treat any unvested Shares, Options or Performance Rights held by an Eligible Employee in any way other than above, if the Board determines that the relevant circumstances warrant such treatment (subject to the Corporations Act, the ASX Listing Rules and the offer document for the relevant securities).</p> |
| <b>Expiry date</b>       | The Board may set out in an invitation to participate in the Plan the date and times when any Options or Performance Rights lapse.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Clawback</b>          | The Board may claw back vested Shares, Options and Performance Rights if the Board becomes aware of a material misstatement in the Company's financial statements or some other event has occurred which, as a result, means the vesting conditions were not or should not have been determined to have been satisfied.                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Ranking of Shares</b> | Any Shares delivered to an Eligible Employee will rank equally with all other issued Shares on and from their date of issue.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Quotation</b>         | Options and Performance Rights will not be quoted on ASX. However, application will be made to ASX for official quotation of any Shares issued for the purposes of the Plan, including pursuant to the exercise of Options and Performance Rights, to the extent required by ASX Listing Rule 2.4 if the Company's Shares are listed on ASX at that time.                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Plan limit</b>        | In making an invitation, the Board must have regard to any cap imposed on the issue of incentives under the ESS Regime.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Board discretion</b>  | Notwithstanding the Board's current policy, under the terms of the Plan, the Board has absolute discretion to determine the issue price, exercise price, the expiry date and vesting conditions of any grants made under the Plan, without the requirement for further Shareholder approval. The Board in its sole and absolute discretion can refuse to allow an Eligible Employee to participate in the Plan.                                                                                                                                                                                                                                                                                                                                                                                 |

## SCHEDULE 2 – TERMS AND CONDITIONS OF THE PERFORMANCE RIGHTS

The following is a summary of the material terms and conditions of the Performance Rights issued pursuant to the 2025 Award.

| Term                                           | Description                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Grant Date</b>                              | The Performance Rights will be issued as soon as practicable following Shareholder approval and, in any event, no later than three months after the date of the Meeting in accordance with the terms of the Performance Rights.                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Issue Price</b>                             | No amount will be payable on the grant of the Performance Rights.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Exercise Price</b>                          | No amount will be payable on the exercise of the Performance Rights.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Vesting Date</b>                            | The third anniversary of the Grant Date.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Vesting Condition</b>                       | All of the Performance Rights held by a holder will vest subject to the Company achieving a Final Investment Decision ( <b>FID</b> ) for the development of the Kuda Tasi & Jahal oilfields.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Vesting procedure</b>                       | <p>The Board shall determine whether the Vesting Condition has been satisfied.</p> <p>Subject to compliance with all applicable laws, the Company will, within 15 business days of delivery to the Company of the holder's signed notice of exercise and the certificate(s) applicable to the Performance Rights (if any), issue to the holder, the relevant number of Shares and, if applicable, deliver to the holder a replacement certificate reflecting the number of those Performance Rights which remain unexercised.</p>                                                                                                                                                              |
| <b>Performance Rights are non-transferable</b> | Except as specified in the Rules, the Performance Rights may not be transferred, assigned or novated except with the approval of the Board.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Exercise Period / Expiry Date</b>           | <p>Subject to the vesting of the Performance Rights, the holder may elect to convert each Performance Right into one Share on or before 5.00pm (AWST) on the fifth anniversary of the Grant Date (<b>Expiry Date</b>).</p> <p>Subject to the Plan Rules which may provide for the Performance Rights to lapse on an earlier date in certain circumstances:</p> <ul style="list-style-type: none"> <li>a) any unvested Performance Rights will lapse on the Vesting Date; and</li> <li>b) any Performance Rights that vest prior to the Vesting Date shall lapse on the Expiry Date.</li> </ul>                                                                                                 |
| <b>Disposal restrictions</b>                   | The holder may be restricted from trading in Shares issued on the exercise of Performance Rights by the Company's trading policy or by any applicable laws (such as insider trading laws).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Cessation of employment</b>                 | <p>Treatment of the holder's Performance Rights on cessation of employment will depend on whether the participant is a Good or Bad Leaver.</p> <p>If the participant ceases employment with the Company in the following circumstances, he will be deemed a <b>Bad Leaver</b>:</p> <ul style="list-style-type: none"> <li>a) resignation (other than due to total and permanent disablement, mental illness, redundancy or the death, or terminal illness of the participant);</li> <li>b) dismissal for cause or poor performance; or</li> <li>c) any other circumstances (other than due to total and permanent disablement, mental illness, redundancy or the death, or terminal</li> </ul> |

| Term                     | Description                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                          | <p>illness of the participant) determined by the Board to constitute a Bad Leaver.</p> <p>If the participant ceases employment with the Company and is not a Bad Leaver, he will be deemed to be a <b>Good Leaver</b>.</p> <p><b><u>Good Leaver</u></b></p> <p>If the participant is a Good Leaver, unless the Board determines otherwise:</p> <ul style="list-style-type: none"> <li>a) unvested Performance Rights held by the holder will lapse in accordance with the Plan; and</li> <li>b) vested Performance Rights that have not been exercised will continue in force and remain exercisable until the Expiry Date.</li> </ul> <p>The Board may determine at its absolute discretion, the manner in which the unvested Performance Rights held by the holder will be dealt with, including but not limited to:</p> <ul style="list-style-type: none"> <li>a) allowing some or all of those unvested Performance Rights to continue to be held by the holder and be subject to existing Vesting Conditions; or</li> <li>b) require that any remaining unvested Performance Rights automatically lapse.</li> </ul> <p><b><u>Bad Leaver</u></b></p> <p>If the participant is a Bad Leaver, unless the Board at its absolute discretion determines otherwise:</p> <ul style="list-style-type: none"> <li>a) unvested Performance Rights held by the holder will lapse; and</li> <li>b) vested Performance Rights that have not been exercised will lapse, in each case, in accordance with the Plan.</li> </ul> |
| <b>Change of control</b> | <p>On the occurrence of a Change of Control Event (as defined in the Plan), unless otherwise determined by the Board, any unvested Performance Rights will automatically vest and are deemed to have been exercised, together with any previously vested but unexercised Performance Rights.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |



Your proxy voting instruction must be received by **2:00pm (AWST) on Saturday, 15 November 2025**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

**Complete the form overleaf in accordance with the instructions set out below.**

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

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

**Joint holding:** Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

##### WEBSITE:

<https://automicgroup.com.au>

##### PHONE:

1300 288 664 (Within Australia)  
+61 2 9698 5414 (Overseas)



I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Finder Energy Holdings Limited, to be held virtually at **2:00pm (AWST) on Monday, 17 November 2025** hereby:

[illegible]

Unless indicated otherwise by ticking the “for”, “against” or “abstain” box you will be authorising the Chair to vote in accordance with the Chair’s voting intention.

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 4 and 5 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 4 and 5 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

The Company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automatic, where shareholders will be able to watch, listen, and vote online.

1. Open your internet browser and go to **investor.automic.com.au**
2. Login with your username and password or click **“register”** if you haven’t already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting**

Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered.

| Resolutions |                                                                                                          | For                      | Against                  | Abstain                  |
|-------------|----------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|
| 1           | Remuneration Report                                                                                      | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2           | Re-election of Mr Shane Westlake as a Director                                                           | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3           | Approval of 10% Placement Facility                                                                       | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4           | Approval for issue of Performance Rights to Managing Director and Chief Executive Officer – Damon Neaves | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5           | Approval for issue of Performance Rights to Technical Director – Shane Westlake                          | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6           | Approval of Issue of Performance Rights                                                                  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

*Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.*

|                                                                                                               |                                                                                                 |                                                                                                 |
|---------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| Individual or Securityholder 1<br><div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div> | Securityholder 2<br><div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div> | Securityholder 3<br><div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div> |
| Sole Director and Sole Company Secretary                                                                      | Director                                                                                        | Director / Company Secretary                                                                    |

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

/

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**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).**