

26 March 2026

Companies Announcements Office  
Australian Securities Exchange  
Level 27  
39 Martin Place  
SYDNEY NSW 2000

**Helia Group Limited (ASX:HLI)  
Notice of 2026 Annual General Meeting**

We attach a copy of the Notice of 2026 Annual General Meeting (AGM) of Helia Group Limited.

The AGM will be held on Thursday, 7 May 2026 at 11.00am (Sydney time) as a hybrid meeting. Shareholders can attend the AGM virtually using the online platform available at <https://meetings.openbriefing.com/HLI26> or in person at Helia's office at Level 26, 101 Miller Street, North Sydney NSW Australia.

Further information on how to participate is set out in the Notice of Meeting and in the *Online Meeting Guide*, a copy of which is attached to this announcement and also available on our website, at <https://investor.helia.com.au/Investor-Centre/>.

The release of this announcement was authorised by the Board.

Yours faithfully

A handwritten signature in black ink that reads "Brady Weissel".

**Brady Weissel**  
General Counsel and Company Secretary

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For more information, analysts, investors and other interested parties should contact:

**Investors and Analysts:**

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# Notice of Annual General Meeting 2026

Accelerating financial wellbeing through home ownership.



## Notice of Annual General Meeting 2026

The 2026 Annual General Meeting (**AGM**) of Helia Group Limited (**Helia** or the **Company**) will be held on Thursday, 7 May 2026 at 11.00 am (Sydney time).

Join in person at Helia's office at Level 26, 101 Miller Street, North Sydney NSW Australia.

You can also join the meeting online at:  
**<https://meetings.openbriefing.com/HLI26>** starting at 11.00am (Sydney time).

Through the online platform, shareholders will be able to observe, vote, make comments and ask questions at the AGM. Further information on how to participate is set out in this Notice of Meeting and the Virtual AGM Online Guide available on our website.

A recording of the AGM will also be available on Helia's website.

### Information about Helia

You can read about Helia's performance for the 2025 financial year in the Annual Report, available by contacting our share registry or by visiting **[investor.helia.com.au](https://investor.helia.com.au)**

### Further information about the AGM

If you would like any further information regarding the AGM, please contact the Company's share registry on 1300 554 474 if calling from within Australia, or +61 1300 554 474 if calling from outside Australia, or visit the Helia website at **[investor.helia.com.au](https://investor.helia.com.au)**



# Items of business

## Consideration of reports

To receive and consider the Company's Financial Report, Directors' Report and Auditor's Report for the financial year ended 31 December 2025.

**Note:** No resolution is required for this item of business.

## Resolution 1

### Remuneration Report

To consider and, if thought fit, pass the following resolution:

"That the Company's Remuneration Report for the financial year ended 31 December 2025 be adopted."

**Note:** The Chair of the AGM (**Chair**) intends to vote all available proxies **in favour** of this resolution.

## Resolutions 2 and 3

### Re-election of directors

Leona Murphy and Andrea Waters will retire in accordance with the Company's Constitution and the ASX Listing Rules and, being eligible, offer themselves for re-election.

**Note:** To consider and, if thought fit, pass each of the following as an ordinary resolution:

## Resolution 2

### Re-election of Leona Murphy

"That Leona Murphy be re-elected as a director of the Company."

**Note:** The Chair intends to vote all available proxies **in favour** of this resolution.

## Resolution 3

### Re-election of Andrea Waters

"That Andrea Waters be re-elected as a director of the Company."

**Note:** The Chair intends to vote all available proxies **in favour** of this resolution.

## Resolution 4

### Spill Resolution – Conditional Resolution

Condition for Resolution 4 - This resolution will only be put to the AGM if at least 25% of the votes validly cast on Resolution 1 are against that resolution. If you do not want a spill meeting to take place, you should vote 'against' Resolution 4. If you want a spill meeting to take place, you should vote 'for' Resolution 4.

To consider and, if thought fit, pass the following as an ordinary resolution:

"That, subject to and conditional upon at least 25% of the votes validly cast on Resolution 1 (Remuneration Report) being cast against the adoption of the Report, that as required by the *Corporations Act 2001* (Cth):

- a general meeting of the Company (spill meeting) be held within 90 days of the passing of this resolution;
- all of the directors who were directors of the Company when the resolution to make the Directors' Report for the year ended 31 December 2025 was passed, and who remain in office at the time of the spill meeting, cease to hold office immediately before the end of the spill meeting; and
- resolutions to appoint persons to offices that will be vacated immediately before the end of the spill meeting be put to the vote at the spill meeting."

**Note:** If put to the meeting, the Chair intends to vote all available proxies **against** this resolution.

## Voting exclusions

The Company will disregard any votes cast on Resolution 1 and Resolution 4 (if put to the meeting):

- by, or on behalf of, a member of the Key Management Personnel of Helia (**KMP**) details of whose remuneration are set out in the Remuneration Report for the year ended 31 December 2025 or their closely related parties (regardless of the capacity in which the vote is cast); or
- as proxy by a person who is a member of the KMP on the date of the AGM and their closely related parties, unless the vote is cast as a proxy for a person who is entitled to vote on this resolution:
  - in accordance with the directions on the voting form; or
  - by the Chair pursuant to an express authorisation in the voting form to vote as she decides, even though it is connected with the remuneration of KMP.

By Order of the Board



**Brady Weissel**

General Counsel & Company Secretary

26 March 2026



# Important meeting information

## Who is eligible to vote?

You are eligible to vote at the AGM if you are a registered holder of ordinary shares in the Company as at 7.00pm (Sydney time) on Tuesday, 5 May 2026.

## How to vote

Shareholders can vote, either:

- by attending the AGM and voting, either in person (or by attorney), or in the case of corporate shareholders, by corporate representative
- by lodging a direct vote
- by validly appointing a proxy to attend the AGM and vote on their behalf, or
- by attending the AGM and voting using the online platform (see details below under the heading 'Voting using the online platform').

## Proxy

A shareholder who is entitled to attend and cast a vote at the AGM has a right to appoint a proxy to attend and vote instead of the shareholder. The proxy need not be a shareholder of the Company and may be a corporation (and any corporation so appointed may then nominate an individual to exercise its powers at the meeting).

A shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes which each proxy is appointed to exercise. If the proxy appointments do not specify the proportion or number of the shareholder's votes that each proxy may exercise, each proxy may exercise up to half of the shareholder's votes.

Shareholders can direct their proxy how to vote by following the instructions on the voting form and are encouraged to do so.

## Undirected proxies

The Chair intends to vote any undirected proxies given to her on Resolution 1 by a shareholder entitled to vote on Resolution 1 in favour of Resolution 1 and any undirected proxies given to her on Resolution 4 by a shareholder entitled to vote on Resolution 4 against Resolution 4 and the shareholder will be taken to have expressly authorised the Chair to exercise the proxy as she decides.

Any undirected proxy given to a director (other than the Chair) or other member of KMP, or their closely related parties, on Resolutions 1 and 4 by a shareholder entitled to vote on these resolutions will not be voted unless shareholders specify how the proxy should vote by ticking 'for' or 'against' opposite that resolution on the voting form.

The Chair intends to vote any undirected proxies given to her on any other resolution in favour of the resolution and the shareholder will be taken to have expressly authorised the Chair to exercise the proxy as she decides.

## How to lodge your voting form

If shareholders wish to lodge a direct vote or appoint a proxy, they can do so by:

- completing a voting form online at [au.investorcentre.mpms.mufg.com](http://au.investorcentre.mpms.mufg.com) (to do this, shareholders will need their Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**)); or
- completing the voting form that accompanies this Notice of Meeting and returning it to the Company through the Company's share registry, MUFG Corporate Markets either:
  - by post at Locked Bag A14, Sydney South NSW 1235
  - by fax to +61 2 9287 0309, or
  - by hand delivery to Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150 (Monday to Friday, 9.00am – 5.00pm).

To be valid, voting forms must be received by 11.00am (Sydney time) on Tuesday, 5 May 2026 (being 48 hours before the commencement of the AGM).

## Voting using the online platform

If you wish to vote during the AGM using the online platform, we recommend logging in at least 15 minutes prior to the scheduled start time for the AGM using the instructions below:

- enter <https://meetings.openbriefing.com/HLI26> into a web browser on your computer or online device
- shareholders wishing to vote using the online platform will need their SRN or HIN (printed at the top of your voting form)
- proxyholders wishing to vote using the online platform will need their proxy code, which MUFG Corporate Markets (AU) Limited (**MUFG Corporate Markets**) will provide to you by email no later than 48 hours prior to the AGM.

Online voting will be open between the commencement of the AGM at 11.00am (Sydney time) on 7 May 2026, and the time at which the Chair announces that voting has closed.

More information about online participation in the AGM is available in the Virtual AGM Online Guide available on our website at [investor.helia.com.au](http://investor.helia.com.au)

### Corporate representatives

A corporate shareholder wishing to appoint a person to act as its representative at the AGM may do so by providing that person with:

- a letter, certificate or form authorising him or her as the corporate shareholder's representative, executed in accordance with the corporate shareholder's constitution or
- a copy of the resolution appointing the representative, certified by a secretary or director of the corporate shareholder.

A 'Certificate of Appointment of Corporate Representative' may be obtained from the Company's share registry or online at <https://www.mpms.mufg.com/en/mufg-corporate-markets/>

Evidence of the appointment must be received by MUFG Corporate Markets:

- by 11.00am (Sydney time) on Tuesday, 5 May 2026 (being 48 hours before the commencement of the AGM), or
- in another way approved by the Chair.

### Power of attorney

If a shareholder has appointed an attorney to attend and vote at the AGM, or if the proxy form is signed by an attorney, the power of attorney (or a certified copy of the power of attorney) must be received by MUFG Corporate Markets by 11.00am (Sydney time) on Tuesday, 5 May 2026 (being 48 hours before the commencement of the AGM), unless this document has been previously lodged with the Company's share registry for notation.

Powers of attorney may be submitted by post or by hand delivery to MUFG Corporate Markets at the addresses shown under 'How to lodge your voting form' on page 2.

For further instructions on voting, please refer to the voting form that accompanies this Notice of Meeting.

### Shareholder questions

Shareholders can submit a written question to the Company and the auditor, in relation to the AGM or any of the proposed resolutions as follows:

#### Prior to the AGM

##### 1. Using the form supplied with this Notice of Meeting

Forms should be returned to the Company with the personalised voting form in the pre-addressed envelope provided. Questions submitted with the personalised voting form should be submitted before 5.00 pm on 30 April 2026.

##### 2. Online

Shareholders may also submit questions online at [au.investorcentre.mpms.mufg.com](http://au.investorcentre.mpms.mufg.com)

To use the online lodgement facility, go to the 'Investor Login' section.

To log in, shareholders will need to enter their 'Holder Identifier' – Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**). Questions should be submitted online by 11.00 am (Sydney time) on Tuesday, 5 May 2026 (being 48 hours before the commencement of the AGM).

#### During the AGM

Shareholders and Proxyholders will be able to ask questions (either written or orally) via the online platform during the Meeting. Please refer to the online meeting guide which provides detailed instructions including a helpline should you require assistance.

During the course of the AGM, the Company intends to answer as many of the frequently asked questions as practicable but may not be able to respond to all questions submitted.

### Questions for the auditor

The auditor (KPMG) will be present to answer questions from shareholders relevant to:

- the conduct of the audit
- the preparation and content of the Auditor's Report
- the accounting policies adopted by the Company in relation to the preparation of the financial statements, and
- the independence of the auditor in relation to the conduct of the audit.

The auditor will also respond to written questions that are relevant to the content of the Auditor's Report or the conduct of the audit, provided these are submitted to the Company no later than five business days prior to the AGM.

## Explanatory notes

These explanatory notes accompany and form part of the Notice of Meeting for the Company's AGM to be held on Thursday, 7 May 2026 at 11.00am (Sydney time). The explanatory notes have been prepared to assist shareholders with their consideration of the items of business proposed for the AGM and are set out in the order of the items of business in the Notice of Meeting.

Shareholders should read these explanatory notes with the Notice.

### Items of business

As the Interim CEO, Michael Cant, is not a Director of Helia, there is no requirement for a resolution relating to the grant of equity securities to him. Michael's Interim CEO remuneration arrangements were disclosed in an ASX announcement dated 11 June 2025 and are consistent with the remuneration disclosed in Helia's 2025 Remuneration Report.

### Consideration of reports

This item provides shareholders with an opportunity to ask questions about the Company's Annual Financial Report, Directors' Report and Auditor's Report for the financial year ended 31 December 2025 (which are contained in the 2025 Annual Report), and the Company's performance generally.

It is a requirement under the *Corporations Act 2001*(Cth) to present the Company's Annual Financial Report, Directors' Report, and Auditor's Report at the AGM.

This item does not require a resolution to be put to the meeting. However, shareholders will be given an opportunity to ask questions about, or make comments on, the Reports and management of the Company.

For those shareholders who did not elect to receive a printed copy, the 2025 Annual Report is published on the Helia website at [investor.helia.com.au](https://investor.helia.com.au). For shareholders who wish to obtain a copy, one can be posted (free of charge) by contacting MUFG Corporate Markets on 1300 554 474 (+61 1300 554 474 from outside Australia).

### Resolution 1

#### Remuneration Report

The Remuneration Report, as contained in the 2025 Annual Report has been submitted to shareholders for consideration and adoption (by way of a non-binding resolution).

Shareholders will be given an opportunity at the AGM to ask questions about, or comment on, the Remuneration Report.

The Remuneration Report provides shareholders with an overview of the Company's remuneration governance, strategy, programs and outcomes for KMPs.

The Board believes the Company's remuneration policy, strategy and governance, as outlined in the Remuneration Report, are appropriate having regard to the Company's business objectives and achieving an appropriate balance of stakeholder interests.

At the 2025 Annual General Meeting, Helia received a 'first strike' against its Remuneration Report with a vote of 28.6% against. The Board engaged proactively and constructively with shareholders and proxy advisers to better understand the concerns raised and to respond thoughtfully.

The Board has outlined its response, including the actions that have been taken, in Helia's 2025 Remuneration Report.

Shareholders should note that while the vote will be advisory only and does not bind the Company or directors, if 25% or more of the votes cast on this resolution are 'against' adopting the Company's Remuneration Report, Resolution 4 (Spill Resolution) will be put to the meeting. Details on the spill meeting resolution are set out in the Explanatory Notes for Resolution 4.

#### What do the directors recommend?

The directors recommend that shareholders vote **FOR** the adoption of the Remuneration Report. The Chair intends to vote available proxies given to her **FOR** Resolution 1.

### Resolution 2 and 3

#### Re-election of directors

It is a requirement under the ASX Listing Rules and the Company's Constitution that an election of directors be held at each AGM.

In addition, each director will automatically retire from office at the third AGM after the director was last elected or re-elected.

At the 2026 AGM, Leona Murphy and Andrea Waters will retire and offer themselves for re-election.

Details for each of the directors retiring and offering themselves for re election are set out below.



## Resolution 2

### Re-election of Leona Murphy as a director

Leona was appointed to the Board on 1 November 2022, elected at the 2023 AGM and appointed as Chair of the Board on 9 May 2024.

#### Qualifications, skills and experience:

Leona is an experienced chair and non-executive director of ASX-listed, member-based and not-for-profit organisations. She is currently a non-executive director of Liberty Financial Group Limited and Chair and President of Royal Automobile Club of Queensland Limited, and Chair of Members Banking Group Limited and Club Finance Holdings Limited. Leona is an Advisory Board Member of The Climate Ready Initiative, an initiative hosted by Griffith University's Climate Action Beacon and an independent member of the Griffith University Risk and Audit Committee. Leona has been awarded the Medal of the Order of Australia for her service to business through governance roles.

Leona holds a Bachelor of Commerce in Accounting and Law from Griffith University.

#### ASX listed board appointments:

Liberty Financial Group Limited (since 28 September 2016) and Liberty Fiduciary Ltd in its capacity as responsible entity for the Liberty Financial Group Trust (since 8 October 2020).

#### Other appointments:

Chair and President of Royal Automobile Club of Queensland Limited, and Chair of Members Banking Group Limited and Club Finance Holdings Limited. Advisory Board Member of the Climate Ready Initiative, an initiative hosted by Griffith University's Climate Action Beacon and an independent member of the Griffith University Risk and Audit Committee.

Leona has reaffirmed her ability to commit the required time and attention to her position as a director of Helia.

#### Special responsibilities (including Committee memberships):

Leona Murphy is Chair of the Board and the Nominations Committee.

#### Independence and management of conflicts of interest:

Leona is a current director of Liberty Financial Group Limited and RACQ Limited and other RACQ Group entities. RACQ Bank and Liberty Financial are current customers of Helia.

RACQ Bank and Liberty Financial are not material customers of Helia and these business relationships are not expected to influence Leona's capacity to bring independent judgement to bear on issues before the Board and to act in the best interests of Helia as a whole. Helia has in place a conflicts of interest protocol to manage any actual, potential or perceived conflicts of interest on a case-by-case basis with reference to the particular circumstances involved.

This includes the disclosure, assessment and management of interests that may conflict with their directors' duties. Directors abstain from deliberations or decisions where appropriate to manage any actual, potential or perceived conflict of interest.

If re-elected, the Board considers that Leona Murphy will continue to be an independent director.

#### What do the directors recommend?

Given Leona's qualifications, skills and experience, and her ability to contribute valuable insights, the Board supports the re-election of Leona Murphy.

The directors (with Leona Murphy abstaining) recommend that shareholders vote **FOR** the re-election of Leona Murphy as a director. The Chair intends to vote available proxies given to her **FOR** Resolution 2.

## Explanatory notes (continued)

### Resolution 3

#### Re-election of Andrea Waters as a director

Andrea was appointed to the Board on 16 March 2020, elected at the 2020 AGM and re-elected at the 2023 AGM.

#### Qualifications, skills and experience:

Andrea has over 40 years' experience in financial services as a non-executive director, accountant and auditor. She was a partner of KPMG (until 2012) specialising in financial services audit and has a deep experience in risk management and in implementing and enhancing audit and governance structures in financial services.

Andrea brings to the Board a strong strategic perspective and deep experience understanding complex business operations.

Andrea is a Fellow of Chartered Accountants Australia and New Zealand and a member and accredited facilitator of the Australian Institute of Company Directors.

#### ASX listed board appointments:

MyState Limited (since 19 October 2017).

#### Other appointments:

Chair of Grant Thornton Australia Limited and Chair of the Colonial Foundation.

Andrea has reaffirmed her ability to commit the required time and attention to her position as a director of Helia.

#### Special responsibilities (including Committee memberships):

Andrea Waters is Chair of the Audit Committee and a member of the Risk Committee, People and Remuneration Committee and the Nominations Committee.

#### Independence and management of conflicts of interest:

Andrea is a current director of MyState Limited, which is a current customer of Helia.

MyState Limited is not a material customer of Helia and this relationship is not expected to influence Andrea's capacity to bring independent judgement to bear on issues before the Board and to act in the best interests of Helia as a whole. Helia has in place a conflicts of interest protocol to manage any actual, potential or perceived conflicts of interest on a case-by-case basis with reference to the particular circumstances involved. This includes the disclosure, assessment and management of interests that may conflict with their directors' duties. Directors abstain from deliberations or decisions where appropriate to manage any actual, potential or perceived conflict of interest.

If re-elected, the Board considers that Andrea Waters will continue to be an independent director.

The Board has formed a view that Andrea is independent from KPMG, Helia's current external audit firm, despite being a former Partner of that firm, as:

- she has not been a Partner of KPMG since 2012
- Andrea has no continuing personal relationship with KPMG (including financially), and
- Andrea is the current Chair of Grant Thornton Australia Limited.

#### What do the directors recommend?

Given Andrea's qualifications, skills and experience, and her ability to contribute valuable insights, the Board supports the re-election of Andrea Waters.

The directors (with Andrea Waters abstaining) recommend that shareholders vote **FOR** the re-election of Andrea Waters as a director. The Chair intends to vote available proxies given to her **FOR** Resolution 3.

### Resolution 4

#### Spill Resolution – Conditional Resolution

At the 2025 AGM, Helia received a 'first strike' against its Remuneration Report with a vote of 28.6% against the adoption of that report.

Resolution 4 is a 'conditional resolution'. It will be put to the meeting only if 25% or more of the votes validly cast on Resolution 1 (Remuneration Report) at the 2026 AGM are against the adoption of the Report (that is, if a 'second strike' is received).

If less than 25% of the votes validly cast on Resolution 1 are against adopting the Remuneration Report at the 2026 AGM, then there will be no 'second strike' and this Resolution 4 will not be put to the meeting. If put to the meeting, the conditional Board spill resolution will be considered as an ordinary resolution. If this resolution is passed and becomes effective, a special meeting of shareholders known as a 'spill meeting' must be held within 90 days.

The following directors will cease to hold office immediately before the end of the spill meeting, unless they are re-elected at the spill meeting:

- Leona Murphy
- Andrew Moore
- JoAnne Stephenson
- Alistair Muir
- Andrea Waters

The non-executive directors listed above are those who held office on the date when the Directors' Report for the year ended 31 December 2025 was approved.

Even if Leona Murphy and Andrea Waters are re-elected at the AGM, they will need to be re-elected at the spill meeting to remain in office.

In forming its recommendation that shareholders vote against the Spill Resolution, the Board has considered the following factors, which it considers are relevant to a shareholder's decision on how to vote on this Resolution 4.

- Response to first strike** – following concerns raised by shareholders in relation to the 2024 Remuneration Report, the Board engaged proactively and constructively with shareholders and proxy advisers to better understand the concerns raised and to respond thoughtfully. The response included the application of downward discretion to executive remuneration outcomes to reflect material events, strengthening of minimum shareholding requirements and associated disclosures, removal of the positive risk modifier in the short-term incentive plan, and simplification and enhanced disclosure of the underlying return on equity measure in the long-term incentive plan. Further detail on the Board's response is set out in Section 3 of the Remuneration Report on pages 45-46 of Helia's 2025 Annual Report.
- Loss of Directors leadership skills and knowledge** – the Board is of the view that it currently has an appropriate mix of skills and experience. The loss of experienced directors from Helia's Board is likely to have a significant impact on director skills and experience available to the Company.
- Disruption to the Company** – Convening a spill meeting would cause significant disruption, instability and uncertainty, and cost to the Company, which the Board does not consider would be in the best interests of the Company or its shareholders.





#### What do the directors recommend?

If this resolution is put to the meeting, the directors recommend that shareholders vote **AGAINST** the Spill Resolution. The Chair intends to vote available proxies given to her **AGAINST** Resolution 4.





**LODGE YOUR VOTE**

-  **ONLINE**  
<https://au.investorcentre.mpms.mufg.com>
-  **BY MAIL**  
Helia Group Limited  
C/- MUFG Corporate Markets (AU) Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia
-  **BY FAX**  
+61 2 9287 0309
-  **BY HAND**  
MUFG Corporate Markets (AU) Limited  
Parramatta Square, Level 22, Tower 6,  
10 Darcy Street, Parramatta NSW 2150
-  **ALL ENQUIRIES TO**  
Telephone: 1300 554 474      Overseas: +61 1300 554 474



**X99999999999**


**VOTING/PROXY FORM**

I/We being a member(s) of Helia Group Limited and entitled to attend and vote hereby appoint:

**STEP 1** Please mark either A or B

**A VOTE DIRECTLY**

elect to lodge my/our vote(s) directly (mark box)

 in relation to the Annual General Meeting of the Company to be held at **11:00am (Sydney time) on Thursday, 7 May 2026**, and at any adjournment or postponement of the Meeting.

You should mark either “for” or “against” for each item. Do not mark the “abstain” box.

OR

**B APPOINT A PROXY**

the Chair of the Meeting (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11:00am (Sydney time) on Thursday, 7 May 2026** (the Meeting) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **Helia's office at Level 26, 101 Miller Street, North Sydney NSW Australia** or logging in online at <https://meetings.openbriefing.com/HLI26> (refer to details in the Virtual Annual General Meeting Online Guide).

**Important for Items 1 & 4:** If the Chairperson of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairperson of the Meeting to exercise the proxy in respect of Items 1 & 4, even though the Items are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

**The Chair of the Meeting intends to vote undirected proxies in favour of Resolutions 1-3 and against Resolution 4.**


**VOTING DIRECTIONS**

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an

**STEP 2**

Items	For	Against	Abstain*	For	Against	Abstain*	
1 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
2 Re-election of Leona Murphy as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
3 Re-election of Andrea Waters as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
				4 Spill Resolution – Conditional Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 \* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

**SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED**

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

**STEP 3**



# HOW TO COMPLETE THIS SHAREHOLDER VOTING/PROXY FORM

## YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

## VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please only mark either "for" or "against" for each item. Do not mark the "abstain" box. If you mark the "abstain" box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B, your vote may be passed to the Chair of the Meeting as your proxy.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting/Proxy Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

If you have lodged a direct vote, and then you attend the Meeting, your attendance will cancel your direct vote.

The Chair's decision as to whether a direct vote is valid is conclusive.

## VOTING UNDER BOX B – APPOINTMENT OF PROXY

If you wish to appoint the Chair of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name and email of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

## DEFAULT TO 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 those 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 Voting/Proxy Form, including where the Items are connected directly or indirectly with the remuneration of KMP.

## VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 they choose. If you mark more than one box on an item your vote on that item will be invalid.

## APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Voting/Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Voting/Proxy Form and the second Voting/Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

## SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

## CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

## LODGEMENT OF A VOTING/PROXY FORM

This Voting/Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am (Sydney time) on Tuesday, 5 May 2026**, being not later than 48 hours before the commencement of the Meeting. Any Voting/Proxy Form received after that time will not be valid for the scheduled Meeting.

Voting/Proxy Forms may be lodged using the reply paid envelope or:



### ONLINE

<https://au.investorcentre.mpms.mufg.com>

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

<https://au.investorcentre.mpms.mufg.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



### BY MAIL

Helia Group Limited  
C/- MUFG Corporate Markets (AU) Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia



### BY FAX

+61 2 9287 0309



### BY HAND

delivering it to MUFG Corporate Markets (AU) Limited\*  
Parramatta Square  
Level 22, Tower 6  
10 Darcy Street  
Parramatta NSW 2150

\*During business hours Monday to Friday (9:00am - 5:00pm)



# Online Meeting Guide

## Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: [whatismybrowser.com](http://whatismybrowser.com)

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Supported browsers are:

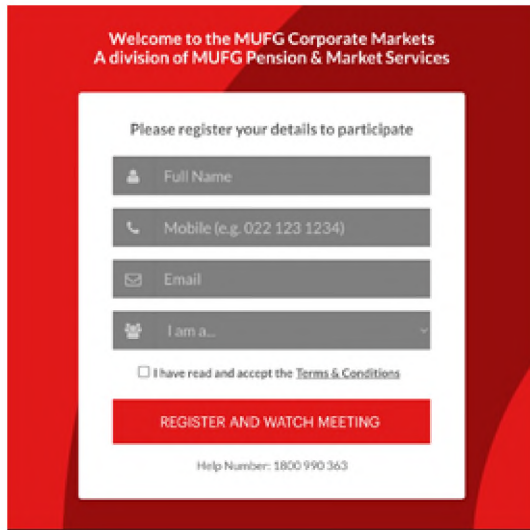
- Chrome – Version 44 & 45 and after
- Edge – 92.0 and up

**To attend and vote you must have your shareholder number and postcode.**

Appointed Proxy: Your proxy number will be provided by MUFG before the meeting.

**Please make sure you have this information before proceeding.**

# Online Meeting Guide



Welcome to the MUFG Corporate Markets  
A division of MUFG Pension & Market Services

Please register your details to participate

Full Name

Mobile (e.g. 022 123 1234)

Email

I am a...

I have read and accept the Terms & Conditions

REGISTER AND WATCH MEETING

Help Number: 1800 990 363

## Step 1

Open your web browser and go to <https://meetings.openbriefing.com/HLI26>

## Step 2

Log in to the portal using your full name, mobile number and email address, and participant type

Please read and accept the terms and conditions before clicking on the **'Register and Watch Meeting'** button.

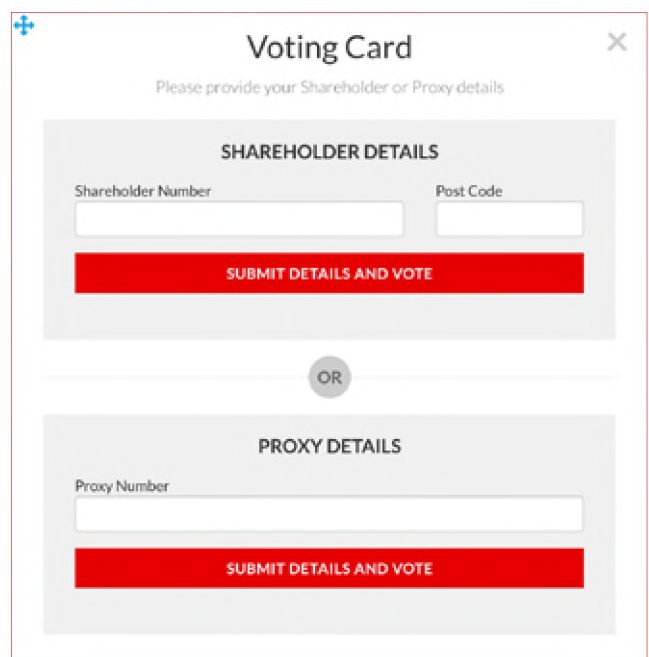
- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**Note:** If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

## 1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.



Voting Card

Please provide your Shareholder or Proxy details

**SHAREHOLDER DETAILS**

Shareholder Number

Post Code

SUBMIT DETAILS AND VOTE

OR

**PROXY DETAILS**

Proxy Number

SUBMIT DETAILS AND VOTE

If you are an individual or joint shareholder you will need to register and provide validation by entering your shareholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by MUFG in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by shareholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Shareholders and proxies can submit a either Full Vote or Partial Vote.



Get a Voting Card



Ask a Question

Downloads

- Notice of meeting
- Annual report
- Online Guide

SAMPLE

\*\*\*\*\*7133



## Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the the shareholder's voting instructions.

Full Vote

Partial Vote

Resolution 1A

For

Against

Abstain

AMENDMENT TO THE CONSTITUTION

SUBMIT VOTE

## Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

## Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

**Note:** If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

**Note:** You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

# Online Meeting Guide *continued*

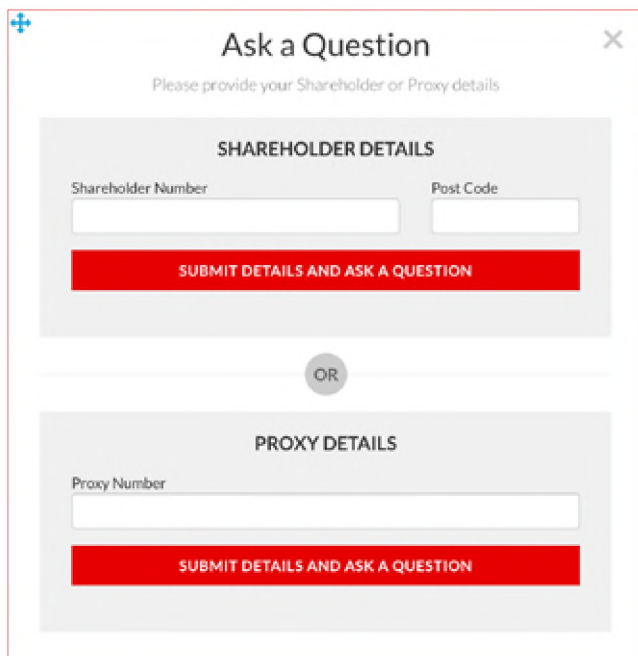
## 2. How to ask a question

**Note:** Only verified Shareholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your shareholder number and postcode or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

### 2a. How to ask a written question

The '**Ask a Question**' box will pop up and you have the option to type in a written question or ask an audio question over the phone line.



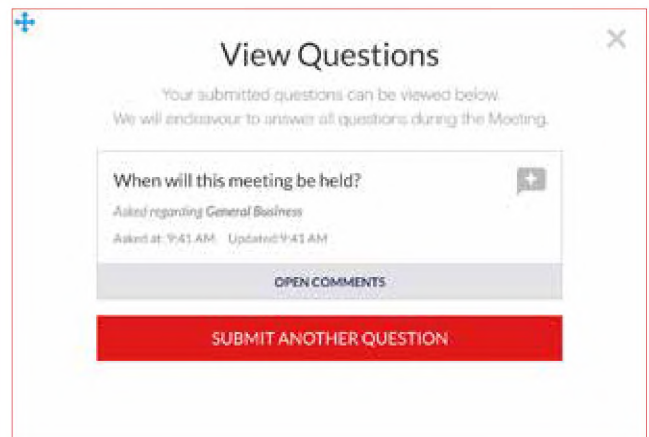
In the '**Regarding**' section click on the drop down arrow and select the category/resolution for your question.

Click in the '**Question**' section and type your question and click on 'Submit'.

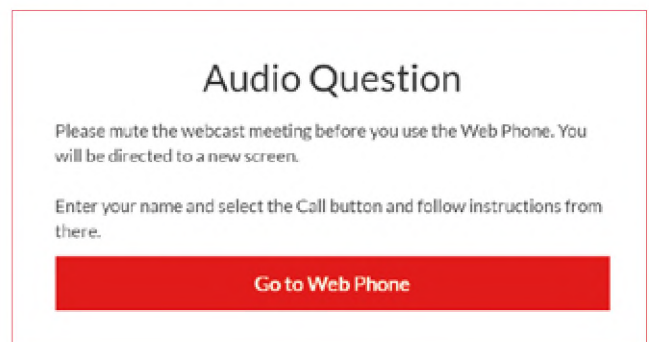
A '**View Questions**' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note, the company will do their best to address all questions.

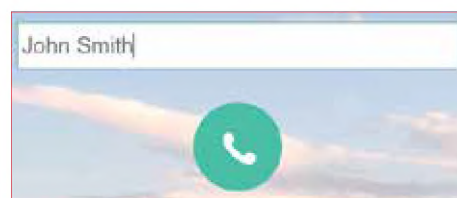


### 2b. How to ask an audio question



#### Step 1

Click on '**Go to Web Phone**'



#### Step 2

Type in your name and hit the green call button. You will then be in the meeting and able to listen to proceedings.

### Step 3

A box will pop up with a microphone test. Select **'Start Call'**



### Step 4



You are now in the meeting (on mute) and will be able to listen to proceedings.

When the Chair calls for questions or comments on each item of business, press \*1 on the keypad on your screen for the item of business that your questions or comments relates to. If at any time you no longer wish to ask a question or make a comment, you can lower your hand by pressing \*2 on the keypad.

### Step 5

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

### Step 6

Your line will be muted once your question or comment has been asked / responded to

### Step 7

You can hang up and resume watching the meeting via the online platform. If you would like to ask a question on another item of business, you can repeat the process above.

Please ensure you have muted the webcast audio.

## 3. Downloads

View relevant documentation in the Downloads section.

## 4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

Once voting has been closed all submitted voting cards cannot be changed.

## Contact us

### Australia

T +61 1800 990 363