25 August 2026

## ASX ANNOUNCEMENT
## SIMONDS GROUP LTD

### Notice received under section 249N

In accordance with ASX Listing Rule 3.17A, Simonds Group Limited ACN 143 841 801 (ASX:SIO) (Simonds) advises that it has received a notice, pursuant to section 249N of the Corporations Act 2001 (Cth) proposing to move certain resolutions at a general meeting of the Company.

The notice, executed by NEX Building Group Pty Ltd and McDonald Jones Homes Investments Pty Ltd, shareholders purporting to hold shares representing at least 5% of the votes that may be cast at a general meeting of Simonds, is attached to this announcement.

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For more information, please contact:

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Authorised for release by the independent directors of Simonds Group Limited.

**NOTICE OF PROPOSED RESOLUTIONS UNDER SECTION 249N OF THE (CTH)**

**SIMONDS GROUP LIMITED ACN 143 841 801**

To: The Company Secretary
Simonds Group Limited
Tower 2, Level 17, 727 Collins St, Melbourne, VIC 3008

1. This notice is given by NEX Building Group Pty Ltd (ABN 59 089 524 050) (formerly named McDonald Jones Homes Pty Ltd) (**NEXBG**) and McDonald Jones Homes Investments Pty Ltd (ABN 98 003 490 079), a wholly owned subsidiary of NEXBG (**MJHI**) (together, **NEX**), each of 2 Solent Circuit, Norwest, NSW 2153, Australia.

2. NEXBG and MJHI are together the registered holders of 38,999,367 fully paid ordinary shares in Simonds Group Limited (the **Company**), comprising 14,788,392 shares held by NEXBG (registered in its former name, McDonald Jones Homes Pty Ltd) and 24,210,975 shares held by MJHI. Those shares represent, as at midnight on 23 August 2026 (being the midnight before this notice is given: s 249N(4) of the *Corporations Act 2001* (Cth) (the **Act**)), approximately 10.84% of the votes that may be cast on each resolution set out below. NEXBG and MJHI are accordingly members with at least 5% of the votes that may be cast on each resolution for the purposes of s 249N(1)(a) of the Act.

3. Pursuant to s 249N(1) of the Act, NEX gives the Company notice of the two resolutions set out in the Schedule to this notice, which forms part of this notice (the **Resolutions**), which NEX proposes to move at a general meeting of the Company.

4. Pursuant to s 249O(1) of the Act, the Resolutions are to be considered at the next general meeting of the Company that occurs more than two months after this notice is given.

5. Pursuant to s 249O(2) of the Act, the Company is required to give all members notice of the Resolutions at the same time, or as soon as practicable afterwards, and in the same way, as it gives notice of that meeting.

6. As this notice is given in time for the Resolutions to be sent with the notice of meeting, the Company is responsible for the cost of doing so (s 249O(3)).

**Dated: 24 August 2026**

Executed by NEX Building Group Pty Ltd (ABN 59 089 524 050) in accordance with s 127 of the *Corporations Act 2001* (Cth):

| | |
|---|---|
| Director<br>Name: Ian Willams | Company Secretary<br>Name: Nicholas Elkington |

Executed by McDonald Jones Homes Investments Pty Ltd (ABN 98 003 490 079) in accordance with s 127 of the *Corporations Act 2001* (Cth):

| | |
|---|---|
| Director | Company Secretary |
| Name: Andrew Helmers | Name: Nicholas Elkington |

## SCHEDULE — PROPOSED RESOLUTIONS

### Resolution 1 — Amendment of the Constitution (special resolution)

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

*That, pursuant to section 136(2) of the Corporations Act 2001 (Cth), the Company's constitution be amended by inserting the following new rule 13.10:*

> ***13.10 Specified member resolution***
>
> *(a) Notwithstanding rule 5.1 or any other provision of this document, the members in general meeting may consider and, if thought fit, pass, by ordinary resolution, the resolution described in paragraph (b) (the Specified Resolution).*
>
> *(b) The Specified Resolution is the ordinary resolution proposed by notice given to the Company on 24 August 2026 by NEX Building Group Pty Ltd and McDonald Jones Homes Investments Pty Ltd under section 249N of the Corporations Act 2001 (Cth), being a resolution requesting that the board of directors appoint an independent forensic accountant to investigate and prepare a written report on the application of the resources of the Company and its subsidiaries during the financial years ended 30 June 2020 to 30 June 2026.*
>
> *(c) The Specified Resolution is advisory only and does not bind the Board or the Company.*
>
> *(d) This rule does not authorise the consideration or passage of any resolution other than the Specified Resolution and does not otherwise affect the powers of the Board under rule 5.1.*
>
> *(e) This rule 13.10 is repealed, and ceases to have effect, at the conclusion of the general meeting (including any adjournment of that meeting) at which the Specified Resolution is first put to a vote or, if earlier, at the conclusion of the first general meeting of the Company held after the adoption of this rule. The repeal of this rule does not affect the validity of anything done under it.*

### Resolution 2 — Independent forensic investigation (ordinary resolution)

Subject to and conditional upon the passage of the special resolution amending the Company's constitution to insert rule 13.10, to consider and, if thought fit, pass the following as an ordinary resolution (being the Specified Resolution described in rule 13.10):

*That the members of the Company request that the board of directors:*

- (a) *appoint, within 30 days of this meeting, an independent forensic accountant (the **Independent Accountant**), being a natural person who has, and whose firm has, no current or previous professional engagement or other material association with, or personal connection to:*
  - (i) *the Company or any of its subsidiaries (together, the **Simonds Group**);*
  - (ii) *Simonds Family Office Pty Ltd;*

(iii) *any director, senior officer or employee, or former director, senior officer or employee, of any member of the Simonds Group or of Simonds Family Office Pty Ltd;*

(iv) *any natural person who is a member of the Simonds family; or*

(v) *any related entity (as defined in section 9 of the Corporations Act 2001 (Cth)) of any person mentioned above,*

*to investigate and prepare a written report on the application of the Simonds Group's resources during the financial years ended 30 June 2020 to 30 June 2026 inclusive, including:*

(A) *the operation of the Simonds Group's "Extra-to-Schedule" cost variation process;*

(B) *the allocation of materials, labour and subcontracted services procured by the Simonds Group as between the Simonds Group and properties owned by or associated with members of the Simonds family, Simonds Family Office Pty Ltd or the Simonds Prestige business;*

(C) *the Simonds Group's related party arrangements, including their terms, approval and disclosure; and*

(D) *the Simonds Group's procurement arrangements, including any benefits received by any officer or employee (or former officer or employee) of the Simonds Group from suppliers to the Simonds Group;*

(b) *ensure that the Independent Accountant is appointed by, instructed by and reports solely to those directors of the Company who have no interest in, or personal connection to, the matters under investigation, and that the scope of the investigation is not confined without the Independent Accountant's prior written agreement;*

(c) *provide the Independent Accountant with unrestricted access to the Simonds Group's books, records, systems and personnel for the purposes of conducting the investigation; and*

(d) *within 90 days of the Independent Accountant's appointment, and in any event by no later than 31 March 2027, release to the ASX and to members: (i) a written summary of the Independent Accountant's findings, prepared by the Independent Accountant, certified by the Independent Accountant as a complete and accurate summary of those findings and as containing only such redactions as the Independent Accountant considers necessary to protect legal professional privilege, the confidentiality of whistleblowers or the rights of third parties, and released without alteration or addition; and (ii) a statement by the board of the actions taken or proposed by it in response.*