15 September 2026

Manager
Company Announcements
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Amotiv Limited (ASX: AOV): Notice of Annual General Meeting 2026 and Proxy Form

Please find attached:

1. Notice of Annual General Meeting 2026;
2. Proxy Form.

This announcement was approved for release by the Board.

For inquiries:
Anne Mustow
General Counsel & Company Secretary
companysecretariat@amotiv.com

Notice of Meeting 2026

Our part, driving tomorrow.

Amotiv Limited
ABN 99 004 400 891

Message from the Chair

James Fazzino
Independent Non-Executive Director and Chair

On behalf of your Board of Directors, I am pleased to invite you to the 2026 Annual General Meeting of shareholders of Amotiv Limited (**Amotiv** or **the Company**), to be held on Tuesday, 27 October 2026 at 10:00am (AEDT).

The Meeting will be held as a hybrid meeting, providing shareholders with the option to attend online or in person. Shareholders unable to attend in person are encouraged to submit a proxy in advance of the Annual General Meeting or participate online. Details on how to participate in the Annual General Meeting are set out on pages 9-11 of this Notice of Meeting.

This Notice of Meeting details the items of business to be addressed at the Annual General Meeting, explanatory notes in relation to them, voting exclusions and information about the Meeting for shareholders. The Notice of Meeting is available on Amotiv's website Meeting 2026.

We look forward to engaging with shareholders at the Annual General Meeting, and I hope that you will participate in the meeting.

Thank you for your continued support.

Yours sincerely

James Fazzino
Independent Non-Executive Director
and Chair

15 September 2026

Notice of Meeting 2026

Notice is given that the 2026 Annual General Meeting (**Meeting** or **Meeting**) of shareholders of Amotiv Limited (**Amotiv** or **Company**) will be held:

Date:	Tuesday, 27 October 2026
Time:	10:00am (AEDT)
Venue:	Ground Floor, Eureka Rooms 1 & 2, Melbourne Exhibition Centre 1 Convention Centre Place, South Wharf, Victoria 3006
Online:	https://meetnow.global/AmotivMeeting2026

Information about how to attend and vote at the Meeting is available in the Information for Shareholders on pages 9-11.

ITEMS OF BUSINESS

1. Financial Statements and Reports

To receive and consider the Financial Report of the Company and its controlled entities and the Reports of the Directors and Auditor for the year ended 30 June 2026.

2. Director Re-election - Jennifer Douglas

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

"That Jennifer Douglas, who retires by rotation in accordance with Rule 34(c) of the Company's Constitution, and, being eligible, be re-elected as a Director of the Company."

3. Remuneration Report

To consider and, if thought fit, to pass the following as a non-binding ordinary resolution:

"That the Remuneration Report for the year ended 30 June 2026 be adopted."

A voting exclusion statement in relation to this resolution is set out on page 8.

(Note: The vote on this resolution is advisory only and does not bind the Directors or the Company.)

4. Appointment of Auditor

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

"That, for the purposes of Section 327B of the Corporations Act and for all other purposes, and subject to the Chair confirming at the meeting that the Australian Securities & Investments Commission (ASIC) has consented to KPMG's resignation, approval is given for the appointment of Deloitte Touche Tohmatsu as auditor of the Company."

5. Renewal of proportional takeover provisions

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

"That, for the purposes of section 648G of the Corporations Act 2001 (Cth) and for all other purposes, the proportional takeover approval provisions in Rule 73 of the Company's Constitution be renewed for a period of three years commencing on 1 December 2026."

Please note that voting on all resolutions will be conducted by way of a poll.

Please refer to the Explanatory Notes, Voting Exclusions and Information for Shareholders, which form part of this Notice of Meeting.

By order of the Board.

Anne Mustow
Company Secretary

15 September 2026

Explanatory Notes

These Explanatory Notes form part of the Notice of Meeting and provide shareholders with information to understand the items of business and to assess the merits of the proposed resolutions at the Meeting.

Item 1 – Financial Statements and Reports

The annual Financial Report of the Company and its controlled entities, the Directors' Report and the Auditor's Report, each for the year ended 30 June 2026, are set out in the Company's Annual Report 2026. Shareholders can access a copy of the 2026 Annual Report on the Company's website Annual Reports.

This Item is intended to provide an opportunity for shareholders to raise questions and make comments about the management of the Company, the annual reports and the performance of the Company generally. In addition, a reasonable opportunity will be given to shareholders at the Meeting to ask the Company's Auditor questions 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.

Neither the Corporations Act nor the Company's Constitution requires a vote of shareholders to approve these Reports.

Item 2 – Director Re-election - Jennifer Douglas

Jennifer Douglas
BSc LLB(Hons) LLM MBA FAICD

Independent, Non-Executive Director appointed on 1 March 2020

Ms Douglas retires by rotation and, being eligible, offers herself for re-election as an independent Non-Executive Director.

Ms Douglas has served as a Non-Executive Director of the Company for more than six years, having been appointed to the Company's Board on 1 March 2020. She is Chair of the Remuneration, People & Culture Committee (appointed 1 March 2025), a member of the Risk, Safety & Sustainability Committee (of which she was the Chair from 10 February 2021 to 28 February 2025) and a member of the Nomination Committee.

Ms Douglas is a highly experienced non-executive director and executive who is a Fellow of the AICD and a Member of the AICD APRA Advisory Forum. She is also a Director of Judo Bank (where she is Chair of its People and Remuneration Committee), a Director of Peter MacCallum Cancer Foundation and the Vice President of St Kilda Football Club. She is a former non-executive director of Essential Energy, Hansen Technologies, Opticomm Limited and other non-listed organisations.

Ms Douglas has expertise in driving transformation, growth and customer-centred thinking across diverse industries through organic and inorganic growth strategies. She also has a deep understanding of technology, cyber, legal, regulatory and governance issues.

Her experience includes over twenty years as a senior executive at Sensis and Telstra, leading through multiple waves of technology and industry disruption. Her roles included leading Telstra's central change office, $3 billion profit & loss accountability and co-founding technology support business, Platinum. Ms Douglas started her career as an intellectual property and technology lawyer (as a Senior Associate at Mallesons) before moving into executive roles after completing an MBA.

Ms Douglas brings extensive skills and experience in industry and governance to the Board. The Board believes that Ms Douglas' insights, knowledge and experience, including her experience with Amotiv, continue to be valuable to the Board, and has endorsed her nomination for re-election.

The Board considers Ms Douglas to be independent. Prior to submitting herself for re-election, Ms Douglas has confirmed that she will continue to have sufficient time to properly fulfil her duties as a Director of the Company.

Board Recommendation

The Board (excluding Ms Douglas because of her interest) recommends that shareholders vote in favour of the resolution to re-elect Ms Douglas as a Director.

Item 3 – Remuneration Report

The Corporations Act requires a non-binding resolution to be put to shareholders for the adoption of the 2026 Remuneration Report. The Remuneration Report can be found on pages 49 - 67 of the Annual Report 2026, which was lodged with the ASX on 11 August 2026.

In accordance with the Corporations Act, the shareholder vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the discussion on this resolution and the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

Shareholders will be given a reasonable opportunity at the Meeting to ask questions about, and make comments on, the Remuneration Report and the Company's remuneration arrangements.

The Board believes that the Company's remuneration arrangements, as set out in the Remuneration Report, are fair, reasonable and appropriate and support the strategic direction of the Company.

The voting exclusion statement for this resolution is set out on page 8 of this Notice of Meeting. Please refer to the Information for Shareholders in relation to important information relating to voting on this Item.

Board Recommendation

The Board recommends that shareholders vote in favour of this resolution.

Item 4 - Appointment of Auditor

Consistent with good corporate governance practices and auditor independence requirements under the Corporations Act 2001 (Cth), the Board determined to undertake a review of the appointment of the Company's external auditor. This determination was made in the context of KPMG's lengthy tenure (approximately 20 years) as the Company's auditor.[1]

The Board commenced a comprehensive competitive review process in mid 2025, including receiving proposals in writing and in person, from a number of top tier independent audit firms. The assessment of these proposals took into account a number of factors including industry experience, technical capability, proposed audit approach, partner involvement, geographic coverage, independence, cultural fit and fee structure.

Following completion of that process, the Board selected Deloitte Touche Tohmatsu as the preferred audit firm. The Board believes that its appointment will support the continued delivery of a high-quality and independent audit function for the Company.

The Corporations Act requires shareholders to approve the appointment of a company's auditor. Mr James Fazzino, a member of the Company, has nominated Deloitte Touche Tohmatsu for appointment as auditor in accordance with section 328B of the Corporations Act 2001 (Cth). Deloitte Touche Tohmatsu has consented to its appointment, subject to the consent of the Australian Securities & Investments Commission (ASIC) to KPMG's resignation. KPMG has resigned and an application for ASIC's consent to that resignation was made on 9 September 2026. ASIC's consent is expected to be obtained before the Meeting and receipt of that consent will be confirmed at the Meeting. If this resolution is passed, the appointment of Deloitte Touche Tohmatsu as the auditor of the Company and its controlled entities will take effect from the close of the Meeting.

Board Recommendation

The Board recommends that shareholders vote in favour of this resolution.

Item 5 - Renewal of proportional takeover provisions

Rule 73 of the Company's Constitution deals with a proportional takeover bid (explained below) for Amotiv shares (should one arise) in accordance with the Corporations Act. The Corporations Act permits a company to include in its constitution a provision which enables the company to refuse to register a transfer of shares acquired under a proportional takeover bid unless a resolution is first passed by shareholders approving the bid. This provision must be renewed every three years, or it will cease to have effect.

Rule 73 of the Company's Constitution was last renewed by approval of shareholders at the 2023 Meeting for a period of 3 years with effect on and from 1 December 2023. Accordingly, the provision will cease to operate from 1 December 2026 unless renewed by this proposed special resolution.

If Rule 73 is renewed by shareholders at the Meeting, it will continue to exist on the same terms as the existing provision for three years from 1 December 2026 (unless, pursuant to the Corporations Act, a Court sets aside the renewal upon application of at least 10% of shareholders, which application must be made within 21 days of the Meeting).

A copy of the Company's current Constitution is available on the Company's website https://amotiv.com/.

Proportional takeover bid

A proportional takeover bid is a takeover bid where the offer made to each shareholder is to acquire only a proportion of that shareholder's shares (i.e. less than 100%).

Effect of Rule 73

Rule 73 provides that, where offers have been made under a proportional takeover bid:

- registration of transfers under a proportional off-market bid is prohibited unless and until shareholders approve the bid;

1. The minor technical independence breach which occurred during late 2025 was not a factor in making this determination.

- the resolution must be voted on at a shareholders meeting; and
- the resolution is taken to have been passed if the proportion that the number of votes in favour of the resolution bears to the total number of votes on the resolution is greater than 50%, and otherwise is taken to have been rejected.

Under the Corporations Act, the Directors of the Company must ensure that the meeting must be held at least 14 days before the bid closes. If the resolution to approve the bid is passed, transfers pursuant to the bid may be registered, but, if the resolution is not passed, the bid is taken to be withdrawn. If the resolution is not voted on, the bid is taken to have been approved.

Reasons for proposing the resolution & advantages and disadvantages of renewal

While similar takeover approval provisions have been in effect under the Company's Constitution, there have been no full or proportional takeover bids for the Company. Therefore there has been no example against which to review the advantages or disadvantages of the provisions for the Directors and the shareholders, respectively, during this period.

The Directors consider that the reasons for, and the factual matters and principles underlying those reasons, for, and the advantages of, renewing Rule 73 include:

• Shareholders would be able to vote on whether a proportional takeover bid should proceed;

• It may help shareholders avoid being "locked in" as a minority and may prevent a bidder acquiring control of the Company without paying a satisfactory control premium for their shares;

• It increases shareholders' bargaining power and may assist in ensuring that any proportional takeover bid is adequately priced;

• The right to vote on a proportional takeover bid may avoid a situation arising where shareholders feel pressured to accept the bid even if they do not want it to succeed;

• Shareholders would have the opportunity to ascertain the views of other shareholders, which may help each individual shareholder assess the likely outcome of the proportional takeover bid and to decide whether to accept or reject that offer; and

• The provision is likely to influence an intending bidder to structure its offer in a way which is attractive to a majority of shareholders.

The potential disadvantages for shareholders of renewing Rule 73 include:

• It may reduce any speculative element in the market price of the Company's shares arising from the possibility of a proportional bid being made;

• Shareholders may lose an opportunity to sell some of their shares to the bidder and could be considered to constitute a restriction on the ability of shareholders to deal freely with their shares;

• It may reduce the chance of a proportional takeover bid being successful.

The Directors believe the advantages outweigh the disadvantages of the proportional takeover provisions operating for the next three years. The Directors consider that it is particularly advantageous for shareholders as a whole to be able to decide whether or not a proportional takeover bid is successful, as will be the case if this resolution is passed and Rule 73 renewed.

The Directors consider that the renewal of the proportional takeover approval provisions has no potential advantages or disadvantages for them personally (other than in their capacity as shareholders of the Company, as described above).

No knowledge of any acquisition proposals

As at the date of this Notice, no Director is aware of any proposal by any person to acquire or to increase the extent of a substantial interest in the Company.

Board Recommendation

The Board recommends that shareholders vote in favour of this resolution.

Voting Exclusions

Item 3 – Remuneration Report

The Company will disregard any votes cast on Item 3:

- by or on behalf of a KMP named in the Remuneration Report for the year ended 30 June 2026 or their closely related parties (regardless of the capacity in which the vote is cast); and
- as a proxy by a KMP at the date of the Meeting or their closely related parties,

unless the vote is cast as proxy for a person entitled to vote on Item 3:

- in accordance with a direction as to how to vote on the person's validly lodged proxy form (as applicable); or
- by the Chair of the Meeting where they have been expressly authorised to exercise the proxy as they think fit (even though the resolution is connected directly or indirectly with the remuneration of KMP).

Item 5 – Renewal of proportional takeover provisions

In the event of a proportional takeover bid to which the provisions would apply being made after the date of this Notice of Meeting but before the time the Meeting is held, in accordance with the Corporations Act, the Company will disregard any votes cast on this resolution by or on behalf of the bidder, or an associate of the bidder.

Information for Shareholders

2026 Annual Report

A copy of the 2026 Amotiv Annual Report is available online at the Company's website Annual Reports.

Other Company documents

Please refer to the Amotiv website for the following documents:

- ASX Announcements
- Annual Reports
- Charters, Policies and Corporate Governance Statements
- Financial Presentations
- Home page - copies of news releases

Shareholders should monitor the Company's website and ASX announcements where updates will be provided if it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting.

Shareholder Communications

Shareholders can elect to receive all shareholder information electronically and obtain standard shareholder forms, including a direct dividend advice, a change of address advice and request to consolidate holdings - Shareholder Communications.

Share Registry

Computershare Investor Services Pty Limited
Address: Yarra Falls, 452 Johnston Street, Abbotsford Vic 3067 Australia
Postal: GPO Box 242, Melbourne Vic 3001 Australia
Phone: 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia)
Website: www.investorcentre.com/au

How do I access the Notice of Meeting?

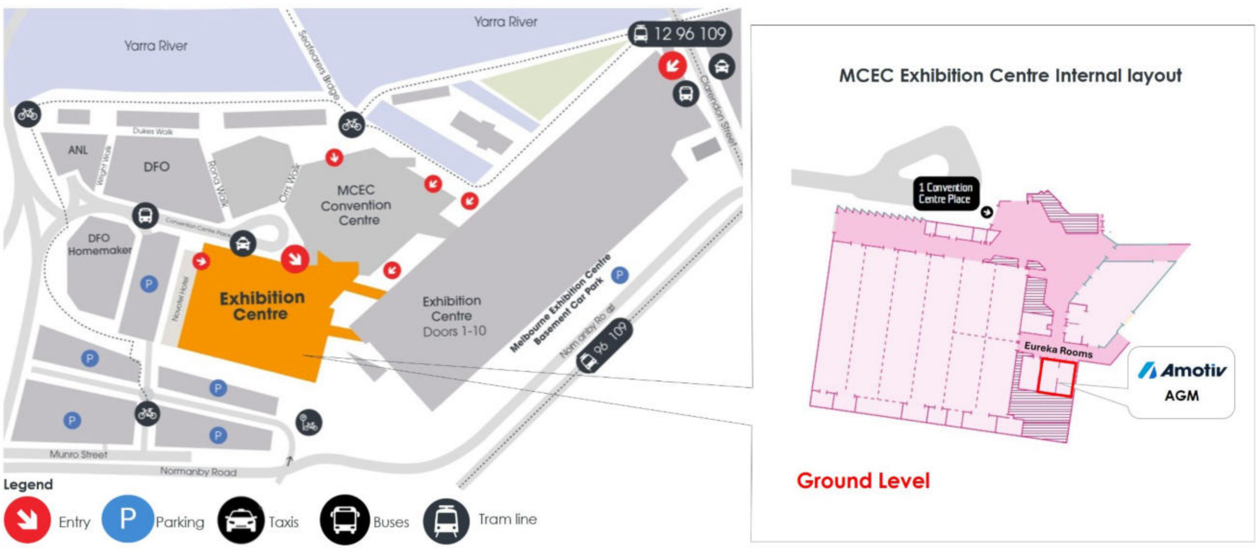
The 2026 Notice of Meeting is available on the Company's website Meeting 2026.

How do I attend the Meeting?

In person

Shareholders are able to attend the Meeting in person at 10am on 27 October 2026 at the Eureka Rooms 1 & 2, Ground Floor, Melbourne Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria 3006.

Please bring your proxy form (either the hard copy or online version) so that your personalised barcode can be scanned on registration. Registration opens at 9:30am (AEDT).



By Car

Wilson Parking offers flexible rates and secure underground parking at the Exhibition Centre. Car Parking

Additional parking is available at South Wharf Retail car park, Siddeley St car park, Freeway car park or Montague Street car park.

By Train

Southern Cross Station is the closest train station. Take tram routes 96, 109, or 12 to stop 124A Casino/MCEC/Clarendon Street outside the Clarendon Street entrance or walk 10 mins to reach the venue.

By Tram

Tram routes 96, 109, and 12 will take you to stop 124A Casino/MCEC/Clarendon Street which is outside the Clarendon Street entrance.

Routes 70, 75, and the City Circle will take you to Stop 1 Spencer St/Flinders St, then you will need to make your way down Clarendon Street, a 5 minute walk.

Online

Shareholders are able to join the Meeting online via a computer, tablet or smartphone. Shareholders wishing to participate online must use the Computershare Meeting Platform to attend and participate in the Meeting.

To participate in the meeting, you can log in on your computer, tablet or smartphone.

Online registration will open at 9:30am (AEDT), 30 minutes before the Meeting.

To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready.

To participate in the Meeting online log in to https://meetnow.global/AmotivMeeting2026 and follow the instructions below:

1. Click on 'Join Meeting Now'.

2. Enter your SRN/HIN.

3. Enter your postcode registered to your holding if you are an Australian securityholder. If you are an overseas securityholder select the country of your registered holding from the drop down list.

4. Accept the Terms and Conditions and Click 'Continue'.

Proxyholders will need to contact Computershare on +61 3 9415 4024 one hour prior to the Meeting to obtain their login details.

You can view the Meeting live, ask questions verbally or via a live text facility and cast votes at the appropriate times while the Meeting is in progress. Further information on how to participate in the Meeting is provided in the Notice of Meeting and in the Online Meeting Guide, which can be accessed on the Company's website Meeting 2026.

Am I eligible to vote at the Meeting?

For the purposes of voting at the Meeting, the Directors have determined that persons holding shares in Amotiv Limited registered as at 10:00am (AEDT) on Sunday, 25 October 2026 will be treated as shareholders of the Company.

How do I vote during the Meeting?

Voting on all items of business will be conducted on a poll. Shareholders may vote:

- live and in person at the Meeting;
- live and online during the Meeting using the online platform;
- in advance of the Meeting, by appointing a proxy and directing your proxy how to vote; or
- by appointing a proxy, attorney or shareholder representative before the Meeting to vote at the Meeting on your behalf.

The Chair of the Meeting will open the poll at the beginning of the Meeting and the poll will remain open until the Chair of the Meeting announces that the poll is closed.

How do I appoint a proxy?

A shareholder entitled to attend and vote is entitled to appoint up to two proxies. A proxy need not be a shareholder and may be either an individual or a body corporate.

If a shareholder is a corporation, it can vote at the Meeting by appointing an individual person to act as its corporate representative or by appointing a proxy to vote on its behalf. A shareholder that is a body corporate, or a proxy who is a body corporate, will need to ensure that it appoints an individual as its corporate representative to exercise its powers at the Meeting and provide satisfactory evidence of the appointment of its corporate representative prior to commencement of the Meeting.

Where a shareholder wishes to appoint two proxies, they can do so online at www.investorvote.com.au or by copying their hard copy proxy form and submitting both together. A shareholder appointing two proxies may specify the proportion or number of votes each proxy is appointed to exercise. If a shareholder appoints two proxies but fails to specify the proportion or number of votes that each may exercise, each proxy appointed may exercise half the shareholder's votes. Fractions of votes are to be disregarded. If your proxy chooses to vote, they must vote in accordance with your directions.

Subject to the voting restrictions set out in the Voting Exclusions on page 8, if you do not direct your proxy to vote by marking the relevant box on the proxy form, your proxy may vote as they choose on that item of business.

If your proxy does not attend the Meeting or does not vote as directed, the Chair of the Meeting will become your proxy by default and must vote in accordance with any directions given (subject to applicable voting restrictions).

Appointing the Chair as proxy

If you intend to appoint the Chair of the Meeting as your proxy, you can direct him how to vote on Items 2, 3, 4 and/or 5 by marking the relevant boxes on the proxy form. However, if the Chair of the Meeting is your proxy (or becomes your proxy by default) and you do not mark the box opposite Item 3, by completing and submitting the proxy form you will be deemed to have expressly authorised the Chair of the Meeting to vote as he decides even though Item 3 is in connection with KMP remuneration.

The Chair of the Meeting intends to vote all available proxies in accordance with the Board recommendations set out in the Explanatory Notes accompanying this Notice of Meeting.

Appointing an attorney

A shareholder entitled to attend and vote may appoint an attorney to act on his or her behalf at the Meeting. An attorney may, but need not, be a shareholder of the Company.

An attorney may not vote at the Meeting unless the instrument appointing the attorney, and the authority under which the instrument is signed or a certified copy of the authority, are received by the Company in the same manner, and by the same time, as outlined above for proxy forms (unless it has previously been given to the Company).

Lodgment of proxy forms

To be valid, the proxy form, and any authority under which the form is signed, must be received by the Company or the Company's Share Registry by 10:00am (AEDT) on Sunday, 25 October 2026. You can submit your proxy form online or by completing and returning the form included in your mail pack.

Computershare Investor Services Pty Limited
Online: www.investorvote.com.au
Facsimile: 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia)
Mail: GPO Box 242 Melbourne, Victoria 3001, Australia
For Intermediary Online Subscribers (custodians): www.intermediaryonline.com
Phone enquiries: 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia)

How do I ask questions before the Meeting?

Shareholders are invited to submit written questions ahead of the Meeting relating to the items of business of the Meeting, including questions for the Company's Auditor. Written questions for the Company's Auditor must relate to the content of the Auditor's report or the conduct of the audit of the Financial Report. The Auditor is not obliged to provide written answers.

Written questions must be received by the Company no later than 5:00pm (AEDT) on Tuesday, 20 October 2026. Please note that individual responses will not be sent to shareholders.

Shareholders can submit written questions by completing an online shareholder question form at www.investorvote.com.au.

Alternatively, you can send any written questions to:

Amotiv Limited
Address: 144 Moray Street, South Melbourne Victoria 3205
Email: amotiv@amotiv.com

How do I ask questions at the Meeting?

Amotiv welcomes your feedback. Shareholders as a whole will have a reasonable opportunity to ask questions and make comments on the items of business during the Meeting, including an opportunity to ask questions of the Company's Auditor.

Shareholders participating in the Meeting online will have the opportunity to ask questions in writing and verbally. If you attend the Meeting online and wish to ask a question verbally, the platform will provide you with a phone number to dial on the day. Please note this phone line is accessible for questions and comments by shareholders only. You will not be able to cast your votes via phone. The Online Meeting Guide provides further details on asking questions.

The Chair of the Meeting will endeavour to address as many of the more frequently raised relevant questions as possible during the Meeting. However, there may not be sufficient time available at the Meeting to address all the questions raised.

What if there are technical difficulties?

Technical difficulties may arise during 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 of the Meeting will have regard to the number of shareholders impacted and the extent to which participation in the business of the Meeting is affected.

Where considered appropriate, the Chair of the Meeting 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 vote in advance of the Meeting by lodging a directed proxy by 10:00am (AEDT) on Sunday, 25 October 2026, even if they plan to attend the Meeting in person or online.

Amotiv Limited
ABN 99 004 400 891

Registered Office
144 Moray St,
SOUTH MELBOURNE VIC 3205 AUSTRALIA
Email: amotiv@amotiv.com
Web: www.amotiv.com

Amotiv Limited
ABN 99 004 400 891

Need assistance?

Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AEDT) on Sunday, 25 October 2026.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate “Appointment of Corporate Representative”. A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 189028

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Amotiv Limited hereby appoint

☐ **the Chair of the Meeting** **OR** ________________

PLEASE NOTE: Leave this box blank if you have selected the Chair of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the 2026 Annual General Meeting of Amotiv Limited to be held at the Eureka Rooms 1 & 2, Ground Floor, Melbourne Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria 3006 and as a virtual meeting on Tuesday, 27 October 2026 at 10:00am (AEDT) and at any adjournment or postponement of that meeting.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Item 3 (except where I/we have indicated a different voting intention in step 2) even though Item 3 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chair.

Important Note: If the Chair of the Meeting is (or becomes) your proxy you can direct the Chair to vote for or against or abstain from voting on Item 3 marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Item 2	Re-election of Jennifer Douglas	☐	☐	☐
Item 3	Remuneration Report	☐	☐	☐
Item 4	Appointment of Auditor	☐	☐	☐
Item 5	Renewal of proportional takeover provisions	☐	☐	☐

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

Mobile Number	Email Address