NOVIQTECH

Morphotech IP Acquisition and Licence

Sydney, 16 September 2026 – NoviqTech Limited (ASX: NVQ) (the **Company**) announces that NoviqTech Services Pty Ltd (**NVQ Services**) has entered into an agreement (the **Agreement**) with Morphotech Pte. Ltd. (**Morphotech**), a Singapore company associated with former NVQ director Freddy El Turk to acquire certain software, source code and related intellectual property and materials (**Post-Termination IP**) developed by Morphotech for NVQ Services after the termination of the Master Services Agreement between NVQ Services and Morphotech Limited (UK) (**Morphotech UK**) on 7 April 2026 (**MSA**).

The Post-Termination IP is used by NVQ Services in connection with the Company's Carbon Central and Fuel Central platforms and related customer implementations.

As Mr El Turk is considered to be a related party of the Company for 6 months after his cessation as a director, the acquisition of the Post-Termination IP from Morphotech is subject to approval by the Company's shareholders under Listing Rule 10.1 (**Shareholder Approval**). Under the Agreement, NVQ Services is granted an interim licence to access and use the Post-Termination IP in the period prior to Shareholder Approval being obtained (**Interim Licence**).

Key Terms of the Agreement

- **Interim licence:** effective immediately until the earlier of (a) transfer of the Post-Termination IP; and (b) termination of the Agreement, Morphotech grants NVQ Services a non-exclusive, royalty-free licence to access and use the Post-Termination IP. The Interim Licence does not transfer ownership of the Post-Termination IP, and no consideration or other benefit is payable to Morphotech for this licence.
- **Conditional acquisition of Post-Termination IP:** subject to Shareholder Approval, Morphotech will transfer ownership and control of the Post-Termination IP to NVQ. The consideration payable by NVQ to Morphotech for the Post-Termination IP is AUD $67,000 plus GST (if applicable).
- **Approval deadline and termination:** NVQ must use reasonable endeavours to obtain Shareholder Approval for the acquisition of the Post-Termination IP and related payment to Morphotech by 31 December 2026, unless extended in writing (**Long-Stop Date**). If shareholders reject the resolution or Shareholder Approval is not obtained by the Long-Stop Date, the Interim Licence automatically terminates (unless otherwise agreed), NVQ must cease use of the Post-Termination IP, Morphotech retains ownership and no consideration is payable by NVQ.

Shareholder Approval and Next Steps

The Company intends to seek shareholder approval for the acquisition of the Post-Termination IP and related payment to Morphotech under ASX Listing Rule 10.1 as soon as reasonably practicable. A notice of meeting, including an independent expert's report, will be provided to shareholders.

This announcement has been authorised for release by the Board of NoviqTech Limited.

Disclaimer

The material contained in this document is of general information about the activities of the Company as at the date of this update. All monetary figures quoted within this document (and any attached investor presentation) are in Australian dollars ($AUD) unless otherwise specified and are provided on an unaudited basis.

This announcement contains "forward-looking statements." These can be identified by words such as "may", "should", "anticipate", "believe", "intend", "estimate", and "expect". Statements which are not based on historic or current facts may by forward-looking statements. Forward-looking statements are based on:

- *assumptions regarding the Company's financial position, business strategies, plans and objectives of management for future operations and development and the environment in which the Company will operate; and*
- *current views, expectations and beliefs as at the date they are expressed and which are subject to various risks and uncertainties.*

Actual results, performance or achievements of the Company could be materially different from those expressed in, or implied by, these forward-looking statements. The forward-looking statements contained within the presentations are not guarantees or assurances of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company, which may cause the actual results, performance or achievements of the Company to differ materially from those expressed or implied by forward-looking statements. For example, the factors that are likely to affect the results of the Company include general economic conditions in Australia and globally; exchange rates; competition in the markets in which the Company does and will operate; weather and climate conditions; and the inherent regulatory risks in the businesses of the Company. The forward-looking statements contained in this announcement should not be taken as implying that the assumptions on which the projections have been prepared are correct or exhaustive. The Company disclaims any responsibility for the accuracy or completeness of any forward-looking statement. The Company disclaims any responsibility to update or revise any forward-looking statements to reflect any change in the Company's financial condition, status or affairs or any change in the events, conditions or circumstances on which a statement is based, except as required by law. The projections or forecasts included in this presentation have not been audited, examined or otherwise reviewed by the independent auditors of the Company.

You must not place undue reliance on these forward-looking statements.