INTELLIGENT MONITORING GROUP

ASX: IMB

Notice of Meeting

18 September 2026

Intelligent Monitoring Group Limited
ACN 060 774 227
Notice of Annual General Meeting

Notice is given that the 2026 Annual General Meeting of shareholders of Intelligent Monitoring Group Limited will be held:

TIME: 2:00 pm (AEDT)

DATE: Tuesday 20th October 2026

PLACE: Offices of our lawyers, Jones Day
Level 41, Aurora Place
88 Phillip Street
Sydney NSW 2000

Dear Shareholder,

On behalf of the Directors of Intelligent Monitoring Group Limited (**IMG**), I am pleased to invite you to attend the 2026 Annual General Meeting (**AGM**) of IMG. This year, the meeting will be held centrally, in Sydney, at our lawyers' offices above.

The Notice of AGM and Explanatory Memorandum (including details of all resolutions being put to the AGM) and important voting information can be found at: https://intelligentmonitoringgroup.com/announcements

The Directors have determined that all resolutions to be put to shareholders will be decided by a poll, rather than by a show of hands. Results will be made available as soon as practicable after the meeting.

Yours sincerely
Peter Kennan
Chairman

INTELLIGENT MONITORING GROUP
ABN 36 060 774 227

LODGE YOUR VOTE

ONLINE
https://au.investorcentre.mpms.mufg.com

BY MAIL
Intelligent Monitoring 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

PROXY FORM

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

STEP 1

APPOINT A PROXY

☐ **the Chairman of the Meeting (mark box)**

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

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman 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 **2:00pm (AEDT) on Tuesday, 20 October 2026 at Jones Day, Level 41, Aurora Place, 88 Phillip Street, Sydney NSW 2000** (the **Meeting**) and at any postponement or adjournment of the Meeting.

Important for Resolution 1, 7 & 8: If the Chairman 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 Chairman of the Meeting to exercise the proxy in respect of Resolutions 1, 7 & 8, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

STEP 2

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 ☒

Resolutions	For	Against	Abstain*
1 Adoption of Remuneration Report			
2 Re-election of Director – Mark Brisson			
3 Re-election of Director – Christopher Taylor			
4 Approval of issue of shares in connection with the acquisition of ADT Holdings UK Limited			
5 Approval of 7.1A Mandate			
6 Ratification and approval of prior issue of Shares to certain institutional investors on 16 December 2025 under Listing Rule 7.1			
7 Approval of grant of Options to Dennison Hambling			
8 Approval of IMG Employee Incentive Plan			

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

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
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).

IMB PRX2601C

HOW TO COMPLETE THIS SHAREHOLDER 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.**

APPOINTMENT OF PROXY

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

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions 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 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:

(a) on each of the first Proxy Form and the second 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

(b) 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 PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **2:00pm (AEDT) on Sunday, 18 October 2026,** being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

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

ONLINE
https://au.investorcentre.mpms.mufg.com
Login to the Link website using the holding details as shown on the 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 MAIL
Intelligent Monitoring 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)

COMMUNICATION PREFERENCE

We encourage you to receive all your shareholder communication via email. This communication method allows us to keep you informed without delay, is environmentally friendly and reduces print and mail costs.

ONLINE
https://au.investorcentre.mpms.mufg.com
Login to the Inestor Centre using the holding details as shown on the Proxy Form. Select 'Communications' and click the first button to receive all communications electronically and enter your email address. To use the online facility, securityholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).

IF YOU WOULD LIKE TO PARTICIPATE IN AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU. THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.

INTELLIGENT MONITORING GROUP

ASX: IMB

18 September 2026

Intelligent Monitoring Group Limited

ACN 060 774 227

Notice of Annual General Meeting

Notice is given that the Meeting will be held at:

TIME: 2:00 pm (AEDT)

DATE: Tuesday 20th October 2026

PLACE: Jones Day
Level 41, Aurora Place
88 Phillip Street
Sydney NSW 2000

The business of the Meeting affects your shareholding and your vote is important.

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 2:00 pm (AEDT) on 18 October 2026.

ADT signature SECURITY GROUP Intelligent Monitoring Solutions

INTELLIGENT MONITORING GROUP LIMITED
ABN 36 060 774 227
Suite 2, 1 Tully Road, East Perth, WA 6004

Website: www.theimg.com.au

INTELLIGENT MONITORING GROUP

ASX: IMB

BUSINESS OF THE MEETING

AGENDA

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the Directors, the Director's report, the Remuneration Report and the auditor's report.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

> *"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2026."*

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

Voting Exclusion Statement

A vote on this Resolution 1 must not be cast (in any capacity) by or on behalf of either of the following persons:

(a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or

(b) a Closely Related Party of such a member.

However, a person described above may cast a vote on Resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

(a) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on Resolution 1; or

(b) the person is the Chairman and the appointment of the Chairman as proxy:

(i) does not specify the way the proxy is to vote on this Resolution; and

(ii) expressly authorises the Chairman to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MARK BRISSON

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

"That, for the purpose of clause 14.2 of the Constitution, Listing Rule 14.4 and for all other purposes, Mark Brisson, a Director, retires by rotation, and being eligible, is re-elected as a Director."

4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – CHRISTOPHER TAYLOR

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

"That, for the purpose of clause 14.4 of the Constitution, Listing Rule 14.4 and for all other purposes, Christopher Taylor, a Director, who was appointed as an additional Director on 1 July 2026, retires, and being eligible, is re-elected as a Director."

5. RESOLUTION 4 – APPROVAL OF ISSUE OF SHARES IN CONNECTION WITH THE ACQUISITION OF ADT (UK) HOLDINGS LIMITED

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

> *"For the purposes of ASX Listing Rule 7.1, and for all other purposes, approval is given for the Company to issue up to GBP 25 million worth of Consideration Shares to JCI (or its nominated affiliate) as part consideration for the proposed acquisition by the Company of ADT (UK) Holdings Limited, on the terms and conditions set out in this Notice."*

Voting exclusion statement

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 4 by or on behalf of:

(a) JCI (or its nominated affiliate) or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or

(b) an associate of those persons.

However, this does not apply to a vote cast in favour of Resolution 4 by:

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

(b) the Chairman as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chairman to vote on the Resolution as the Chairman decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

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

6. RESOLUTION 5 – APPROVAL OF 7.1A MANDATE

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

"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement, until the earlier of:

(i) the date that is 12 months from the date of this Meeting;

(ii) the time and date of the Company's next annual general meeting; and

(iii) the time and date of Shareholder approval of a transaction under Listing Rule 11.1.2 or 11.2."

<u>Voting Exclusion Statement</u>

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 5 by or on behalf of:

(a) if at the time the approval is sought, the Company is proposing to make an issue of Equity Securities under Listing Rule 7.1A.2, any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or

(b) an associate of those persons.

However, this does not apply to a vote cast in favour of Resolution 5 by:

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

(b) the Chairman as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chairman to vote on the Resolution as the Chairman decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

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

7. RESOLUTION 6 – RATIFICATION AND APPROVAL OF PRIOR ISSUE OF SHARES TO CERTAIN INSTITUTIONAL INVESTORS ON 16 DECEMBER 2025 UNDER LISTING RULE 7.1

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, approval be given to ratify the prior issue to certain institutional investors of 34,500,000 Shares under Listing Rule 7.1 at $0.58 per Share as detailed in the Explanatory Statement."

Voting Exclusion Statement

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 6 by or on behalf of a person who participated in the issue, or an associate of those persons. However, this does not apply to a vote cast in favour of Resolution 6 by:

(a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way;

(b) the Chairman as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chairman to vote on the resolution as the Chairman decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

(ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

8. RESOLUTION 7 – APPROVAL OF GRANT OF OPTIONS TO DENNISON HAMBLING

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

"That, for the purposes of Listing Rule 10.14 and for all other purposes, approval be given for the grant of 30,000,000 Options (with vesting conditions) to Mr Dennison Hambling, Managing Director of the Company, and the issue of up to 30,000,000 Shares upon the exercise of those Options, under the IMG Employee Incentive Plan, on the terms detailed in the Explanatory Statement."

Voting Exclusion Statement – ASX Listing Rules

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 7 by or on behalf of Mr Dennison Hambling (or his nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the Company), or an associate of those persons. However, this does not apply to a vote cast in favour of Resolution 7 by:

(a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way;

(b) the Chairman as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chairman to vote on the resolution as the Chairman decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

   (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Exclusion Statement – Corporations Act

A vote on this Resolution 7 must not be cast (in any capacity) by or on behalf of either of the following persons:

INTELLIGENT MONITORING GROUP LIMITED
ABN 36 060 774 227
Suite 2, 1 Tully Road, East Perth, WA 6004
Website: www.theimg.com.au

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(a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or

(b) a Closely Related Party of such a member.

However, a person described above may cast a vote on Resolution 7 as a proxy if the vote is not cast on behalf of a person described above and either:

(a) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on Resolution 7; or

(b) the person is the Chairman and the appointment of the Chairman as proxy:

   (i) does not specify the way the proxy is to vote on this Resolution; and

   (ii) expressly authorises the Chairman to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

9. RESOLUTION 8 – APPROVAL OF IMG EMPLOYEE INCENTIVE PLAN

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

"That, for the purposes of Listing Rule 7.2 (Exception 13) and for all other purposes, approval be given for the future issue of Shares, Options and Performance Rights under the IMG Employee Incentive Plan during the three years following the date of the Meeting, as detailed in the Explanatory Statement."

Voting Exclusion Statement – ASX Listing Rules

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 8 by or on behalf of a person who is eligible to participate in the IMG Employee Incentive Plan, or an associate of those persons. However, this does not apply to a vote cast in favour of Resolution 8 by:

(a) a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way;

(b) the Chairman as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chairman to vote on the resolution as the Chairman decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

   (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Exclusion Statement – Corporations Act

A vote on this Resolution 8 must not be cast (in any capacity) by or on behalf of either of the following persons:

(c) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or

(d) a Closely Related Party of such a member.

However, a person described above may cast a vote on Resolution 8 as a proxy if the vote is not cast on behalf of a person described above and either:

(c) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on Resolution 8; or

(d) the person is the Chairman and the appointment of the Chairman as proxy:

   (iii) does not specify the way the proxy is to vote on this Resolution; and

   (iv) expressly authorises the Chairman to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Voting by proxy

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

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (2) proxies and the

appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chairman, who must vote the proxies as directed.

Voting in person

To vote in person, attend the Meeting at the time, date and place set out above.

Please bring your personalised Proxy Form with you as it will help you to register your attendance at the meeting. If you do not bring your Proxy Form with you, you can still attend the meeting but representatives from the Company's share register will need to verify your identity. You can register from 1.30 pm (AEDT) on the day of the meeting.

If a Shareholder is present at any general meeting and any one or more proxy, attorney or representative for such a Shareholder is also present, or if more than one proxy, attorney or representative for a Member is present at any general meeting then no such proxy, attorney or representative is entitled to vote on a show of hands and on a poll the vote of each one is of no effect unless each such person is appointed to represent a specified proportion of the Member's voting rights, not exceeding in the aggregate 100%.

Should you have any queries in relation to the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary at ngreen@theimg.com.au.

Dennison Hambling
Managing Director

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information that the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the annual financial report of the Company and its controlled entities for the financial year ended 30 June 2026 together with the declaration of the Directors, the directors' report, the Remuneration Report and the auditor's report.

The representative of the auditor of the Company will be available to receive questions from Shareholders relevant to:

(a) the conduct of the audit;

(b) the preparation and content of the auditor's report;

(c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and

(d) the independence of the auditor in relation to the conduct of the audit.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at https://intelligentmonitoringgroup.com/company-reports.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the company. The Remuneration Report is part of the directors' report contained in the annual financial report of the company for a financial year.

The Chairman of the Meeting must allow a reasonable opportunity for Shareholders to ask questions about or make comments on the Remuneration Report at the Meeting.

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Voting consequences

In accordance with the Corporations Act, the Company is required to put to Shareholders a resolution proposing the calling of another general meeting of Shareholders to consider the appointment of Directors of the Company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the Company must convene a general meeting of Shareholders (**Spill Meeting**) within 90 days of the second annual general meeting.

All of the Directors of the Company who were in office when the directors' report (as included in the Company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as Directors of the Company is approved will be the Directors of the Company.

Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Meeting.

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3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MARK BRISSON

General

Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting.

Clause 14.2 of the Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Mark Brisson, who has served as a Director since 31 May 2024 retires by rotation and seeks re-election.

Qualifications and other material directorships

Mr Brisson is a skilled and seasoned executive who has been involved in significant organisations and led change and growth strategies. He has hands on experience in both the change and growth stages of a business and his hands on approach will be helpful as we look to build a high performing and significant business in the Company.

Mr Brisson has over 25 years of International experience within the Security, Monitoring, Manpower, Cash Logistics, and Fire Industry. He spent 11 years based in Sydney as the President of Chubb Fire and Security Australasia, managing numerous M&A and growth-related activities. During his time in Australia, he also served as the President of The United Technologies Building and Industrial Services Division, which, in addition to Chubb, included the Otis Elevator, Fire and Security Products, and Carrier Businesses.

Prior to locating to Australia, he spent 20 years based in Hong Kong where he held various Sales and P&L roles, including General Manager Sales and Marketing Asia, as well as the Managing Director of Chubb/Guardforce Fire and Security covering Hong Kong, Macau, Taiwan, and Southern China.

He obtained a BA in Political Science from Simon Fraser University in Canada, holds an HKIOD Diploma of Directorship, and is a Fellow of the Hong Kong Institute of Directors.

Mr Brisson currently is an Independent Non Executive Director of FVS Services Group, a provider of fire safety solutions, and advises a number of overseas startups and security-related companies.

Board recommendation

The Board has reviewed Mr Brisson's performance since his appointment to the Board and considers that Mr Brisson's skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board (with Mr Brisson abstaining) supports his re-election and recommends that Shareholders vote in favour of Resolution 2.

4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – CHRISTOPHER TAYLOR

General

Clause 14.4 of the Constitution allows the Directors to appoint at any time a person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Pursuant to clause 14.4 of the Constitution, any Director so appointed holds office only until the next annual general meeting of the Company and is then eligible for election by Shareholders but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that annual general meeting. As such, Christopher Taylor, having been appointed by the other Directors on 1 July 2026 in accordance with the Constitution, will retire in accordance with clause 14.4 of the Constitution and Listing Rule 14.4, and being eligible, seeks re-election from Shareholders.

Qualifications and other material directorships

Mr Taylor brings over 20 years' senior leadership experience delivering business transformation and sustained profitable growth across the building, appliance and homewares sectors in Australia, New Zealand and Asia Pacific. He is the former CEO of The Comfort Group, with deep, end-to-end expertise spanning manufacturing, supply chain and distribution through to commercial systems and retail. He has a strong track record in multi-category brand, product and customer experience innovation.

He holds a Graduate Diploma in Business, and is currently Chairman of the Company's Audit Committee.

Board recommendation

The Board has reviewed Mr Taylor's performance since his appointment to the Board and considers that Mr Taylor's skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board (with Mr Taylor abstaining) supports his re-election and recommends that Shareholders vote in favour of Resolution 3.

5. RESOLUTION 4 – APPROVAL OF ISSUE OF SHARES IN CONNECTION WITH THE ACQUISITION OF ADT (UK) HOLDINGS LIMITED

5.1 Background

On 2 July 2026, the Company announced that it had entered into a binding agreement (**Acquisition Agreement**) with a subsidiary of Johnson Controls International plc (**JCI**)to acquire ADT (UK) Holdings Limited, the operator of JCI's ADT residential security business in the United Kingdom (**ADT UK Residential Business**) (**Proposed Transaction**).

For further information and details in relation to the Proposed Transaction, please refer to the Company's ASX announcements dated 2 July 2026.

Material terms of the Acquisition Agreement

A summary of the material terms of the Acquisition Agreement are set out below.

(a) The consideration payable by the Company under the Acquisition Agreement for the acquisition of the ADT UK Residential Business consists of:

(i) total upfront cash consideration of GBP 155 million, subject to customary post-completion adjustments for working capital and net debt; and

(ii) the issuance to JCI of shares in the Company (**Shares**) valued up to GBP 25 million (the **Consideration Shares**).

(b) Subject to paragraph (c) below, the number of Consideration Shares to be issued to JCI will be calculated in accordance with the following formula (rounded up to the nearest whole number of shares:

Consideration Shares = GBP 25 million / Consideration Share Price

Where Consideration Share Price means the price calculated as:

(i) the volume weighted average price of a Share, expressed in Australian Dollars, trading on ASX for the 10-day trading period ending on the fifth business day prior to completion of the Proposed Transaction (**10-Day VWAP**); and

(ii) as converted from Australian Dollars to Sterling at the average exchange rate for the 10-day period ending on the fifth business day prior to completion of the Proposed Transaction.

(c) The maximum number of Consideration Shares to be issued to JCI is capped at 19% of the issued share capital of the Company immediately following the issue of the Consideration Shares (**Consideration Share Cap**). Based on the Company's current Shares on issue, the Consideration Share Cap would equate to a maximum of 96,916,849 Consideration Shares. In the event that this cap is reached, the Company would be required to pay to JCI in cash the value of the unissued Consideration Shares.

(d) The Consideration Shares will be subject to a 6-month voluntary escrow period from the date completion of the Proposed Transaction occurs.

(e) Completion of the Proposed Transaction is subject to the following conditions precedent:

(i) the Company receiving the required regulatory approval from the UK Financial Conduct Authority in connection with the Proposed Transaction;

(ii) the receipt of the approval of the Company's shareholders for the allotment and issue of the Consideration Shares for the purposes of ASX Listing Rule 7.1 – being the shareholder approval requested under this Resolution 4 (**Shareholder Consent Condition**); and

(iii) the completion of a pre-sale reorganisation of the ADT UK Residential Business.

(f) In the event the Shareholder Consent Condition is not satisfied:

(i) if JCI elects to waive the Shareholder Consent Condition – the Company will issue JCI with 24,461,194 Consideration Shares, being the Company's remaining placement capacity as at the date of entry into the Acquisition Agreement, and the Company would be required to pay to JCI in cash the value of the unissued Consideration Shares; or

(ii) if JCI does not elect to waive the Shareholder Consent Condition and the Acquisition Agreement terminates on the long-stop date (being 30 June 2027, UK time) – the Company is required to pay JCI a reverse break fee of USD$ 12 million (**Break Fee**).[1]

(g) In the event either party fails to comply with their relevant obligations at the time for completion of the Proposed Transaction, then the non-defaulting party may elect to:

(i) proceed to completion of the Proposed Transaction;

(ii) postpone the time for completion by not more than 10 business days; or

(iii) provided completion has first been postponed, terminate the Acquisition Agreement.

(h) Completion of the Proposed Transaction will occur on:

(i) if the date all conditions precedent are satisfied or waived and a party exercises its option to proceed to completion at least 10 business days prior to the last business day of a calendar month – the first business day of the subsequent calendar month; or

(ii) if the date all conditions precedent are satisfied or waived and a party exercises its option to proceed to completion is fewer than 10 business days prior to the last business day of a calendar month – the first business day of the second subsequent calendar month.

(i) The Acquisition Agreement is governed by English law.

(j) The Acquisition Agreement otherwise includes other provisions customary for an agreement of its nature, including warranties provided by both the Company and JCI, indemnities, pre-completion obligations and other customary provisions.

[1] The Break Fee is also payable by the Company in the event the Company fails to pay the purchase price at the time for completion of the Proposed Transaction and JCI consequently terminates the Acquisition Agreement.

5.2 Listing Rule 7.1

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The proposed issue of the Consideration Shares falls within Listing Rule 7.2, Exception 17, which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue Equity Securities that is conditional on the holders of the issuer's ordinary securities approving the issue for the purposes of Listing Rule 7.1 before the issue of Equity Securities is made. The proposed issue of the Consideration Shares by the Company therefore requires the approval of Shareholders for the purposes of Listing Rule 7.1.

If this Resolution 4 is passed by Shareholders, the Company will be able to proceed with the Proposed Transaction and the issue of the Consideration Shares to JCI. In addition, the issue of the Consideration Shares would not count towards the Company's 15% placement capacity under Listing Rule 7.1.

If this Resolution 4 is not passed by Shareholders:

(a) if JCI elects to waive the Shareholder Consent Condition:

  (i) the Company will issue JCI with 24,461,194 Consideration Shares, being the Company's remaining placement capacity as at the date of entry into the Acquisition Agreement, and the Company will would be required to pay to JCI in cash the value of the unissued Consideration Shares; and

  (ii) subject to the terms of the Acquisition Agreement, the Company will continue to proceed with the Proposed Transaction; and

(b) if JCI does not elect to waive the Shareholder Consent Condition:

  (i) the Proposed Transaction will not proceed;

  (ii) the Consideration Shares will not be issued to JCI; and

  (iii) the Company will be required to pay the Break Fee to JCI.

5.3 Information required by Listing Rule 7.3

Persons to whom the Equity Securities will be issued

The Consideration Shares are proposed to be issued to JCI, or its nominated affiliate, as part consideration under the Acquisition Agreement.

Number and Class of Equity Securities

The Consideration Shares will be fully-paid ordinary shares in the Company, issued on the same terms as the Company's existing Shares.

The formula for determining the number of Consideration Shares to be issued is set out in section 5.1, paragraph (b). The number of Consideration Shares to be issued is dependent upon:

(a) the 10-Day VWAP of the Company's Shares; and

(b) the average AUD to GBP exchange rate for the 10-day period ending on the fifth business day prior to completion of the Proposed Transaction

Accordingly, there is no minimum number of Consideration Shares that may be issued and the maximum number of Consideration Shares to be issued is that amount of Consideration Shares equivalent to the Consideration Share Cap – being 96,916,849 Consideration Shares based on the Company's current number of Shares on issue. The table below shows illustrative examples of scenarios where different amounts of Consideration Shares may be issued (assuming this Resolution 4 is approved by Shareholders) at different 10-Day VWAPs of the Company's Shares.

The table below assumes an Australian Dollar to Sterling Exchange Rate of $1.88.

	10-Day VWAP (AUD)				
	$0.33	**$0.49**	**$0.65**	**$0.81**	**$0.98**
	50% decrease	**25% decrease**	**Current**	**25% increase**	**50% increase**
Number of Consideration Shares Issued	96,599,195	96,599,195	73,461,539	58,950,618	48,724,490

The table above has been prepared based on the following assumptions:

1. The average exchange rate for the 10-day period ending on the fifth business day prior to completion of the Proposed Transaction is assumed to be $1.88.
2. The "current" 10-Day VWAP set out above is assumed to be the 10-Day VWAP of the Company's Shares over the 10 trading days prior to 7 September, being $0.65 . The price of Shares may fluctuate between the date of this Notice and the date of the Meeting.

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3. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of the issue of the Consideration Shares , based on that Shareholder's holding at the date of the Meeting.

Dates on or by which the Equity Securities will be issued

Subject to this Resolution 4 being approved, the Company expects to issue the Consideration Shares on completion of the Proposed Transaction.

While the timing for completion of the Proposed Transaction is dependent upon the timing for satisfaction of the other conditions precedent, as summarised in section 5.1, paragraph (e) of this Notice, the Company will not issue the Consideration Shares later than three months after the date of the Meeting (or such later date to the extent permitted by any waiver granted by ASX or other modification of the Listing Rules).

Price or other consideration the Company will receive for the Equity Securities

The Consideration Shares will be issued at a notional issue price equal to the 10-Day VWAP of the Company's Shares, as summarised in section 5.1, paragraph (b) of this Notice, with the Consideration Shares to have a total value of GBP 25 million. However, as noted above, the Consideration Shares are being issued to JCI as part consideration for the Proposed Transaction and, therefore, no cash proceeds will be received by the Company in connection with the issue of the Consideration Shares.

Purpose of the issue of the Equity Securities and intended use of funds

As noted above, as the Consideration Shares are proposed to be issued to JCI as part consideration for the Proposed Transaction, no cash proceeds will be received by the Company in connection with the issue of the Consideration Shares.

The purpose of the issue of the Consideration Shares is to partly pay the consideration for the Proposed Transaction and to otherwise comply with the Company's obligations under the Acquisition Agreement.

Summary of the material terms of the agreement under which the Equity Securities are to be issued

The Consideration Shares are proposed to be issued pursuant to the Acquisition Agreement. A summary of the material terms of the Acquisition Agreement are set out in section 5.1 of this Notice.

Voting exclusion statement

A voting exclusion statement is included for Resolution 4 in the Notice.

5.2 Directors Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 4.

The Directors note that Black Crane Asia Pacific Opportunities Fund (holding an approximate 29.3% interest in the Company), whose investment manager is Black Crane Management Limited, which is ultimately controlled by Mr Peter Kennan, a director and non-executive chair of the Company, has advised the Company that it intends to vote in favour of this Resolution 4, subject to no superior proposal emerging.

6. RESOLUTION 5 – APPROVAL OF 7.1A MANDATE

General

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of $300,000,000 or less. The Company is an eligible entity for these purposes.

As at the date of this Notice, the Company is an eligible entity as it is not included in the S&P/ASX 300 Index and has a current market capitalisation of $300,000,000 or less based on the current Shares on issue and the closing price of Shares on the ASX on 7 September 2026.

Resolution 5 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

If Resolution 5 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 5 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1A, and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

Listing Rule 7.1A

Shareholder approval

The ability to issue Equity Securities under the 7.1A Mandate is subject to Shareholder approval by way of a special resolution at an annual general meeting.

Equity Securities

Any Equity Securities issued under the 7.1A Mandate must be in the same class as an existing quoted class of Equity Securities of the Company. The Company, as at the date of the Notice, has on issue one class of quoted Equity Securities, being Shares.

Formula for calculating 10% Placement Facility

Listing Rule 7.1A.2 provides that eligible entities which have obtained Shareholder approval at an annual general meeting may issue or agree to issue, during the 7.1A Mandate Period (refer to section titled "7.1A Mandate Period" below), a number of Equity Securities calculated in accordance with the following formula:

(A x D) – E

where:

A is the number of Shares on issue 12 months before the date of the issue or agreement (the **Relevant Period**):

(i) plus the number of Shares issued in the Relevant Period under an exception in Listing Rule 7.2 (other than exceptions 9, 16 or 17);

(ii) plus the number of Shares issued in the Relevant Period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:

(A) the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or

(B) the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under Listing Rules 7.1 or 7.4;

(iii) plus the number of Shares issued in the Relevant Period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:

(A) the agreement was entered into before the commencement of the Relevant Period; or

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(B) the agreement or issue was approved, or taken under the Listing Rules to have been approved, under Listing Rules 7.1 or 7.4;

(iv) plus the number of partly paid shares that became fully paid in the Relevant Period;

(v) plus the number of Shares issued in the Relevant Period with Shareholder approval under Listing Rules 7.1 or 7.4. This does not include an issue of Shares under the entity's 15% placement capacity without Shareholder approval;

(vi) less the number of Shares cancelled in the Relevant Period.

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

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the Relevant Period that are not issued with Shareholder approval under Listing Rule 7.4.

Listing Rule 7.1 and Listing Rule 7.1A

The ability of an entity to issue Equity Securities under Listing Rule 7.1A is in addition to the entity's 15% placement capacity under Listing Rule 7.1.

At the date of the Notice, the Company has on issue 413,167,621 Shares and therefore will have capacity to issue:

(a) 61,975,143 Equity Securities under Listing Rule 7.1; and

(b) 41,316,762 Equity Securities under Listing Rule 7.1A (subject to Shareholder approval being obtained for this Resolution 5).

The actual number of Equity Securities that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to formula provided above). In particular, the Company currently has a buy-back program in place and if Shares are bought back and cancelled under that program, the number of Equity Securities the Company will be able to issue under Listing Rule 7.1 and Listing Rule 7.1A will reduce.

Minimum issue price

Equity Securities issued under Listing Rule 7.1A must be issued for cash consideration not less than 75% of the Volume Weighted Average Market Price of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class of Equity Securities were recorded immediately before:

(a) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the securities; or

(b) if the Equity Securities are not issued within ten Trading Days of the date in (a) above, the date on which the Equity Securities are issued.

7.1A Mandate Period

Shareholder approval of the 7.1A Mandate under Listing Rule 7.1A is valid from the date of the annual general meeting at which the approval is obtained and expires on the earlier of:

(a) the date that is 12 months after the date of the annual general meeting at which the approval is obtained;

(b) the time and date of the Company's next annual general meeting; or

(c) the time and date of Shareholder approval of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(**7.1A Mandate Period**).

Technical information required by Listing Rule 7.1A

Pursuant to and in accordance with Listing Rule 7.3A, the information below is provided in relation to Resolution 4:

Period for which the 7.1A Mandate is valid

The Company will only issue Equity Securities under the 7.1A Mandate during the 7.1A Mandate Period.

The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:

(a) the date that is 12 months after the date of this Meeting;

(b) the time and date of the Company's next annual general meeting; and

(c) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of main undertaking).

Minimum price

Any Equity Securities issued under the 7.1A Mandate will be issued for cash consideration not less than 75% of the Volume Weighted Average Market Price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

(a) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or

(b) if the Equity Securities are not issued within 10 trading days of the date in (a) above, the date on which the Equity Securities are issued.

Use of funds raised under the 7.1A Mandate

The Company may seek to issue the Equity Securities under the 7.1A Mandate for the following purposes:

(a) as cash consideration;

(b) to provide for further growth focused operating and capital expenditure (e.g. customer conversions or systems improvements); and

(c) general working capital purposes.

Risk of Economic and Voting Dilution

If Resolution 5 is approved by Shareholders, and the Company issues Equity Securities under the 7.1A Mandate, the voting power of existing Shareholders will be diluted as shown in the table below. There is a risk that:

(a) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and

(b) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date or the Equity Securities are issued as part of consideration for the acquisition of a new asset,

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

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue or proposed to be issued as at 7 September 2026.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.

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Number of Shares on Issue (Variable A in Listing Rule 7.1A.2)		Shares issued – 10% voting dilution	Dilution		
			Issue Price		
			$0.30	$0.60	$0.90
			50% decrease	Issue Price	50% increase
			Funds Raised		
Current	413,167,621 Shares	41,316,762 Shares	$12,395,029	$24,790,057	$37,185,086
50% increase	619,751,431 Shares	61,975,143 Shares	$18,592,543	$37,185,086	$55,777,629
100% increase	826,335,242 Shares	82,633,524 Shares	$24,790,057	$49,580,114	$74,370,172

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above has been prepared based on the following assumptions:

4. There are currently 413,167,621 Shares on issue as at the date of this Notice of Meeting;
5. The issue price set out above is the closing market price of the Shares on the ASX on 7 September 2026 being $0.60, rounded to two decimal places. The price of Shares may fluctuate between the date of this Notice and the date of the Meeting.
6. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.
7. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
8. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of the issue of Equity Securities under the 7.1A Mandate, based on that Shareholder's holding at the date of the Meeting.
9. The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the Company's 15% placement capacity under Listing Rule 7.1.
10. The issue of Equity Securities under the 7.1A Mandate consists only of Shares.

Issues of Equity Securities under Listing Rule 7.1A in the previous 12 months

In the 12 months preceding the date of the Meeting, the Company did not issue any Equity Securities under Listing Rule 7.1A.2.

Allocation policy under the 7.1A Mandate

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to, amongst other things, the following factors:

(i) the purpose of the issue;

(ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;

(iii) the effect of the issue of the Equity Securities on the control of the Company;

(iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;

(v) prevailing market conditions; and

(vi) advice from corporate, financial and broking advisers (if applicable).

Disclosure Obligations

The Company will comply with the disclosure obligations under Listing Rule 7.1A(4) upon the issue of any Equity Securities.

Voting Exclusion Statement

A voting exclusion statement is set out in the Notice. However, as at the date of the Notice, the Company has not approached any particular existing Shareholder or security holder or an identifiable class of existing securityholders to participate in the issue of Equity Securities. Therefore, no existing Shareholder's votes will be excluded under the voting exclusion in the Notice.

Directors' recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 5.

7. RESOLUTION 6 – RATIFICATION AND APPROVAL OF PRIOR ISSUE OF SHARES TO CERTAIN INSTITUTIONAL INVESTORS ON 16 DECEMBER 2025 UNDER LISTING RULE 7.1

Background

As announced to ASX on 16 December 2025, the Company completed a placement of 34,500,000 Shares (**Placement Shares**) to certain new and existing institutional investors, raising approximately $20.0 million (before costs) (**Placement**).

As announced to ASX on 16 December 2025, the Placement was conducted by the Company to top up the Company's working capital following the acquisition by the Company of BlueSky Holding Limited, being the operator of the Tyco NZ fire protection business and the Red Wolf security business in New Zealand, as announced by the Company to ASX on 11 December 2025, as well as associated transaction costs.

All of the Placement Shares were issued using the Company's placement capacity under Listing Rule 7.1.

Resolution 6 seeks approval for the issue of the 34,500,000 Placement Shares issued under Listing Rule 7.1 (pursuant to Listing Rule 7.4).

Listing Rule 7.1 provides that, subject to certain exceptions, the Company may only issue up to 15% of the number of Shares on issue as at the date 12 months prior to the issue of the new Shares without the prior approval of Shareholders.

Listing Rule 7.4 provides that, where a company in general meeting ratifies a previous issue of securities made pursuant to Listing Rule 7.1 (and did not breach Listing Rule 7.1 when issuing the securities) those securities will be deemed to have been made with Shareholder approval for the purpose of Listing Rule 7.1.

The Company wishes to retain flexibility to Issue additional securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, this Resolution 6 seeks Shareholder approval to subsequently approve the issue of the Placement Shares for the purposes of Listing Rule 7.4.

If Resolution 6 is approved, it will have the effect of refreshing the Company's ability to issue further securities without the need to obtain further Shareholder approval (subject to the Listing Rules and the Corporations Act), to the extent of the number of securities the subject of that Resolution.

Specifically, if Resolution 6 is approved, the 34,500,000 Shares issued under Listing Rule 7.1 will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of securities the Company can issue without Shareholder approval over the 12 month period following the issue date.

If Resolution 6 is not approved, the 34,500,000 Shares issued under Listing Rule 7.1 will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of securities the Company can issue without Shareholder approval over the 12 month period following the issue date.

Information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to Resolution 5:

(a) the Placement Shares were issued to various professional and sophisticated investors identified by the joint lead managers of the Placement, being Canaccord Genuity (Australia) Limited and Morgans Corporate Limited, through a bookbuild process;

(b) for the purposes of ASX Guidance Note 21, paragraphs 7.2 and 7.4, the Company confirms that no investor in the Placement that was issued more than 1% of the Company's current issued capital (as at the date of this Notice) was any of the following:

   (i) a related party of the Company;

   (ii) a member of the Key Management Personnel;

   (iii) a substantial holder in the Company;

   (iv) an adviser of the Company; or

   (v) an associate of any of the above;

(c) 34,500,000 Shares (being fully-paid ordinary shares in the capital of the Company) were issued under the Placement;

(d) the Placement Shares were issued on 22 December 2025;

(e) the issue price of the Placement Shares was $0.58 per Share;

(f) the purpose of the Placement was to raise approximately $20 million (before costs) which was to be used by the Company to top up the Company's working capital following the acquisition by the Company of BlueSky Holdings Limited, (as the operator of the Tyco NZ fire protection business and the Red Wolf security business in New Zealand), as announced by the Company to ASX on 11 December 2025, as well as associated transaction costs; and

(g) the investors in the Placement were issued the Placement Shares via a bookbuild process conducted by the joint lead managers of the Placement, being Canaccord Genuity (Australia) Limited and Morgans Corporate Limited, with the relevant investors providing confirmations to the joint lead managers in relation to their agreement to take up the Placement Shares.

(h) a voting exclusion statement is included with Resolution 6.

Directors' recommendation

Each of the Directors recommend that Shareholders vote in favour of Resolution 6.

8. RESOLUTION 7 – APPROVAL OF GRANT OF OPTIONS TO DENNISON HAMBLING

Background

Resolution 7 seeks Shareholder approval in accordance with, and for the purposes of, Listing Rule 10.14, and for all other purposes for the Company to grant 30,000,000 Options to Mr Dennison Hambling and for the subsequent issue, transfer or allocation of Shares to Mr Dennison Hambling in respect of those Options under the IMG Employee Incentive Plan.

A summary of the IMG Employee Incentive Plan is provided in Schedule 1 of this Notice.

The Options are proposed to be issued to Mr Hambling:

(a) in recognition of Mr Hambling's past and likely future contributions to the development and performance of the Company; and

(b) to align the interests of Mr Hambling with those of Shareholders, by linking rewards to the creation of Shareholder value, while also minimising the cash expenses of the Company.

The Board considers that the number of Options proposed to be granted to Mr Hambling, in combination with the other aspects of Mr Hambling's remuneration package, adequately reflect the significantly increased scale and complexity of the Company's business, including following completion of the Proposed Transaction. In addition, the Options are intended to represent the long-term incentive grant to Mr Dennison Hambling for the period of three years after the date of the Meeting, with the Company not currently intending to undertake the grant of any other short-term incentive or long-term incentive rights or securities to Mr Hambling during this period.

The Board considers that this proposed remuneration structure, including the simplified one-time grant of the Options to Mr Hambling that are subject to him remaining employed with the Group for 36 months, most directly align the interests of Mr Hambling with those of Shareholders by ensuring that the financial rewards of Mr Hambling are directly linked to the creation of long term Shareholder value.

Chapter 2E of the Corporations Act

In accordance with section 208 of the Corporations Act, for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

(a) obtain the approval of the public company's shareholders in the manner set out in sections 217 to 227 of the Corporations Act; and

(b) give the benefit within 15 months following such approval,

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

Under section 211 of the Corporations Act, shareholder approval is not needed to give a financial benefit to a related party if the financial benefit is remuneration and the remuneration is reasonable given the circumstances of the company giving the remuneration and the circumstances of the related party.

The issue of the Options contemplated by Resolution 7 constitutes the giving of a financial benefit to a related party.

The Directors (other than Mr Hambling) consider that Shareholder approval pursuant to Chapter 2E is not required in respect of the issue of the Options to Mr Hambling, on the basis that the giving of such financial benefit is reasonable given the Company's circumstances and the circumstances of Mr Hambling. For the avoidance of doubt, Mr Hambling did not participate in the decision-making process in relation to Resolution 7.

Listing Rules 10.14 and Listing Rule 7.2, Exception 14

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

(a) a director of the company;

(b) an associate of a director of the company; or

(c) a person whose relationship with the company or a per referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders, unless it obtains the approval of its shareholders.

The proposed issue of Options to Mr Hambling under Resolution 7 falls within Listing Rule 10.14.1, as Mr Hambling is a Director, and does not fall within any of the exceptions in Listing Rule 10.16. It therefore requires the approval of Shareholders under Listing Rule 10.14.

Resolution 7 seeks the required Shareholder approval to issue 30,000,000 Options to Mr Hambling under and for the purposes of Listing Rule 10.14. If Resolution 7 is passed, the Company will be able to proceed with the issue of the Options to Mr Hambling. If Resolution 7 is not passed, the Company will not be able to proceed with the issue of the Options to Mr Hambling, and may consider alternative forms of remuneration for Mr Hambling, such as cash.

In addition, Listing Rule 7.2, Exception 14 provides that Shareholder approval is not required under Listing Rule 7.1 for the issue of Equity Securities that have received Shareholder approval under Listing Rule 10.14, and such Equity Securities are not counted for the purposes of calculating the Company's 15% placement capacity under Listing Rule 7.1. Therefore, if Resolution 7 is approved by Shareholders, the relevant grant of the Options to Mr Hambling, and any subsequent issue, transfer or allocation of Shares in respect of those Options, will not be included in the calculation of the Company's 15% placement capacity under Listing Rule 7.1.

Information required by Listing Rule 10.15

In accordance with the disclosure requirements of Listing Rule 10.15, the following information is provided for Resolution 7:

(a) the Options are proposed to be issued to Mr Dennison Hambling, the Managing Director of the Company;

(b) Mr Hambling falls within Listing Rule 10.14.1, as he is a Director of the Company;

(c) it is proposed that 30,000,000 Options will be issued to Mr Hambling, with the Options being able to be exercised, subject to satisfaction of the relevant vesting conditions, for the issue of Shares;

(d) the details of the current remuneration package for Mr Hambling is as follows:

Item	**Particulars**
Base Salary	$410,000
Other	$30,000 motor vehicle allowance and $30,000 Superannuation

(e) 2,650,000 securities have previously been issued under the IMG Employee Incentive Plan to Mr Hambling;

(f) the table below sets out a summary of the key terms of the Options. The Options are subject to the rules of the IMG Employee Incentive Plan, a summary of which is provided in Schedule 1:

Information	Particulars
Entitlement	Subject to the terms of the IMG Employee Incentive Plan, the satisfaction of service vesting conditions and any other conditions attached to the Options, each Option entitles the holder to be issued one Share.
Grant date	Within 5 Business Days following the Company receiving Shareholder approval to issue the Options under Resolution 7 of this Notice (**Grant Date**).
Expiry date	The Options will be exercisable into Shares following the vesting of the relevant Options in accordance with the vesting dates set out below for a period of 24 months from the Vesting Date after which they will expire. The relevant Options will automatically expire and be forfeited if Mr Hambling ceases to be employed by the Company, and therefore no longer be an eligible participant under the Plan, at any time prior to the vesting date of the relevant Options, provided the Board has discretion to determine the participant is not required to forfeit some or all unvested Options where the cessation in the employment of Mr Hambling is due to (i) retirement or redundancy, (ii) no longer being able to perform his duties due to poor health, injury or disability, or (iii) death, or the Board otherwise determines the Options are not required to be forfeited.
Issue price	Nil
Exercise price	$0.65
Payment of exercise price	The exercise price must be paid within 30 days of exercise of the Options, provided that no Shares will be issued on exercise of the Options unless and until the relevant exercise price has been received by the Company.
Vesting dates	The Options will vest following the Board determining the vesting conditions to have

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	been satisfied or otherwise waived and the Company issuing a vesting notice in respect of the Options (**Vesting Date**).
Vesting conditions	The Options will vest subject to Mr Hambling remaining employed by the Group for a period of at least 36 months from the Grant Date.
Sell to cover	Subject to the Options vesting and being validly exercised, Mr Hambling (as the "**Participant**" may elect by notice to the Company to utilise the Sell-to-Cover Mechanism, as set out below. (a) The Participant authorises and directs the Company (or its nominee) to sell, or procure the sale of, such number of Shares otherwise to be issued to the Participant following exercise of the Options that is sufficient to satisfy any expected Tax Liability arising in connection with the exercise of the Options and/or the consequential issue of Shares to the Participant (the **Sell-to-Cover Mechanism**). (b) The Participant irrevocably appoints the Company (or its nominee) as the Participant's agent for the purposes of effecting any sale of Shares under the Sell-to-Cover Mechanism , including to: (i) sell, or arrange for the sale of, such number of Shares on behalf of the Participant as is necessary to generate proceeds sufficient to satisfy the expected Tax Liability (together with any brokerage, fees or other transaction costs); (ii) apply the proceeds of sale in satisfaction of the Tax Liability (including by remitting amounts to the Australian Taxation Office on behalf of the Participant); and (iii) account to the Participant for any surplus proceeds remaining after satisfaction of the Tax Liability and all associated costs. (c) The amount of the expected Tax Liability and the number of Shares to be sold under the Sell-to-Cover Mechanism are

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	to be determined by the Board in its absolute discretion. (d) The Company will deliver to the Participant such number of Shares as is remaining after subtracting the Shares to be sold under the Sell-to-Cover Mechanism.
Cashless exercise	Subject to the Options vesting and being validly exercised, Mr Hambling may elect by notice to the Company to exercise the Options by way of the cashless exercise facility, permitting Mr Hambling to set-off the exercise price against the number of Shares Mr Hambling is entitled to receive upon exercise of the Options. If the cashless exercise facility is utilised, the number of Shares that will be issued upon exercise of the Options is as determined under the following formula: Shares received on cashless exercise = A x (Number of Options exercised) Where: • $A = \frac{\text{B - exercise price per Option}}{\text{B}}$ • B = the volume weighted average price of Shares on the ASX over the five trading days ending on the trading day prior to the date of exercise (unless the Board determines a different date or period)

(g) the proposed grant of the Options is intended to align the interests of Mr Hambling with those of Shareholders, by linking rewards to the creation of Shareholder value, while also minimising the cash expenses of the Company;

(h) the Company considers that the fair value of the Options is $8,014,931, being $0.267 per Option. This valuation is based on the Black-Scholes option pricing model utilising the assumptions below. This value represents the theoretical value of the Options only:

Assumptions[1]	
Underlying price per Share[2]	$0.64
Valuation date	27 August 2026
Exercise price	$0.65

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Grant date	20 October 2026
Vesting date	20 October 2029
Expiry date	20 October 2031
Risk free rate	4.63%
Dividend yield (estimate)	0%
Volatility	40%
Options value[3]	$8,014,931

Note 1: Any change in the variables applied in the Black-Scholes option pricing model between the date of the valuation (being 28 August 2026) and the date that the Options are granted would have an impact on their value.
Note 2: Share price represents the closing price as at 27 August 2026.
Note 3: The valuation of the Options does not take into account the dilutionary effect of the exercise of the Options into Shares.

(i) the Company intends to issue the Options within 5 Business Days after the Meeting, but in any event no later than one month following the Meeting;

(j) the Options will be issued as part of the remuneration package of Mr Hambling. As such, there is no issue price for the Options and the Company will not receive any cash consideration in connection with the issue of the Options to Mr Hambling. Subject to the application of the cashless exercise mechanism as described above, the Company will receive $0.65 per Option as payment of the exercise price of each Option;

(k) a summary of the rules of the IMG Employee Incentive Plan is provided in Schedule 1 of this Notice;

(l) no loans will be made to Mr Hambling in relation to the granting of the Options;

(m) details of any securities issued under the IMG Employee Incentive Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14;

(n) any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the IMG Employee Incentive Plan after Resolution 7 is approved and who were not named in this Notice will not participate until approval is obtained under that rule; and

(o) a voting exclusion statement for Resolution 7 is set out in this Notice.

Directors' recommendation

Each of the Directors, with the exception of Mr Hambling, recommend that Shareholders vote in favour of Resolution 7.

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9. RESOLUTION 8 – APPROVAL OF IMG EMPLOYEE INCENTIVE PLAN

Background

At the Company's previous annual general meeting, the Shareholders approved an employee incentive plan (**IMG Employee Incentive Plan** or **Plan**) where the maximum number of Equity Securities available to be issued under that plan without Shareholder approval was 9,500,000. Since the approval of that resolution, the Company has not issued any Equity Securities under the Plan, however, to provide maximum flexibility to the Board to appropriately incentivise, retain and attract Directors, senior management and other employees, the Company is seeking a refreshed approval of the Plan to permit the issue of an increased number of Equity Securities which would not count towards the Company's 15% placement capacity under Listing Rule 7.1.

The IMG Employee Incentive Plan is on the same terms as employee incentive plan approved at the Company's last annual general meeting. The Plan is designed to further align the interests of eligible participants, including Directors, senior management and other employees of the Company, and Shareholders by providing an opportunity for eligible participants to receive an equity interest in the Company. Under the IMG Employee Incentive Plan, eligible participants may be issued Performance Rights, Options or Shares. The Plan will also help preserve the Company's cash funds by remunerating eligible participants via the issue of Performance Rights, Options or Shares, rather than through cash remuneration.

Resolution 8 seeks approval from Shareholders to adopt the IMG Employee Incentive Plan for the purposes of Listing Rule 7.2, Exception 13 and for the issue of Equity Securities under the Plan in the three years following the date of the Meeting.

The Plan is intended to assist the Company to attract and retain key employees. The Directors believe the Plan to be an important part of the Company's comprehensive remuneration strategy moving forward, and that the Plan will assist with:

(a) attracting, retaining and motivating key employees;

(b) enhancing the focus on the Company's long-term performance and strategy; and

(c) aligning the interests of employees with those of Shareholders by linking rewards to the creation of Shareholder value.

A summary of the IMG Employee Incentive Plan rules is set out in Schedule 1 of this Notice, which is on the same terms as the equity incentive plan considered by Shareholders at the Company's previous annual general meeting. A copy of the Plan rules may be obtained by contacting the

Company on 1300 847 328 during business hours or by email to the Company Secretary to: ngreen@theimg.com.au.

If Resolution 8 is passed, the Company will be able to issue a maximum number of 12,500,000 Equity Securities under the Plan that would not count towards the Company's 15% placement capacity under Listing Rule 7.1 for a period of three years from the date of the Meeting, this being an increase of 3,000,000 Equity Securities compared to the equivalent approval obtained at the last annual general meeting of the Company.

If Resolution 8 is not passed, the Company may still issue Performance Rights, Options and Shares to Directors, senior management and other employees of the Company on the terms of the Plan, however, to the extent those issues exceed the approval obtained at the Company's previous annual general meeting, those issues would count towards the Company's 15% placement capacity under Listing Rule 7.1.

Listing Rule 7.1 and Listing Rule 7.2, Exception 13

Listing Rule 7.1 provides that, subject to specified exceptions, the Company must not, without the approval of Shareholders, issue or agree to issue during any 12 month period any Equity Securities if the number of those securities exceeds 15% of the number of Shares on issue at the commencement of that 12 month period.

Listing Rule 7.2, Exception 13 provides an exception to the restriction in Listing Rule 7.1. The effect of Shareholder approval under Listing Rule 7.2, Exception 13 is that any issue of Performance Rights, Options or Shares under the IMG Employee Incentive Plan are treated as having been made with the approval of Shareholders for the purposes of Listing Rule 7.1. Shareholder approval under Listing Rule 7.2, Exception 13 lasts for a period of three years.

In accordance with the disclosure requirements of Listing Rule 7.2, Exception 13, the following information is provided:

(a) a summary of the IMG Employee Incentive Plan is provided in Schedule 1 of this Notice;

(b) no securities, including Performance Rights, Options and Shares, have been issued under the Plan since the last approval of the Plan under Listing Rule 7.2, Exception 13;

(c) the maximum number of Equity Securities available to be issued under the IMG Employee Incentive Plan without Shareholder approval is 12,500,000 (being approximately 3.03% of the current issued capital of the Company), This being an increase of 3,000,000 Equity Securities compared to the equivalent approval obtained at the last annual general meeting of the Company. This is the maximum number of Equity Securities that may be issued by the Company under the Plan and it is possible that not all of these Equity

Securities will be issued, or the Company may not issue any Equity Securities at all under the IMG Employee Incentive Plan; and

(d) a voting exclusion statement is included with Resolution 8.

Directors' recommendation

Given the potential interest of the Directors in the outcome of Resolution 8, the Directors will not be making any recommendation as to voting on Resolution 8.

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SCHEDULE 1

Summary of IMG Employee Incentive Plan

Eligibility and Offers	The Board may designate employees, directors, contractors of the Group, and other persons determined to be eligible by the Board as an eligible participant for the purposes of the Plan (**Eligible Participant**). The Board may offer Options, Performance Rights or Shares (**Awards**) on the terms the Board decides by giving the Eligible Participant a written offer to participant in the Plan (**Offer**), subject to the terms of the Plan and any applicable law or the Listing Rules.
Limit on Offers	Where the Group intends to rely on Division 1A of Part 7.12 of the Corporations Act to make an Offer which involves consideration, the Group must have reasonable grounds to believe that the number of Shares the subject of an Offer, when aggregated with the number of Shares that have been issued or may be issued under offers made by the Group that were both received in Australia and made in connection with an employee share scheme (including the Plan) in the three year period ending on the day the Offer is made, does not exceed 5% of the number of Shares on issue on the day the Offer is made.
Issue price of Awards	Awards will be issued under the Plan for no monetary consideration.
Exercise price of Options and Performance Rights	An Eligible Participant who receives an Offer and elects to participate in the Plan may be required to pay an exercise price to exercise their Options and/or Performance Rights. The exercise price will be set by the Board at the time of the Offer and notified to the Eligible Participant (**Exercise Price**).
Rights attaching to Options and Performance Rights	An Eligible Participant who receives Options or Performance Rights is not entitled to: (a) notice of, or to vote or attend at, a meeting of the Shareholders of the Company; nor (b) receive any dividends declared by the Company, by virtue of holding an Option or Performance Right.

Vesting	The Board has sole discretion in determining the vesting conditions which apply in respect of each grant of Awards under the Plan. Once Options and Performance Rights vest, they become exercisable by the Eligible Participant prior to expiry or forfeiture.
Termination of employment	Where an Eligible Participant holding unvested Awards ceases to be an Eligible Participant, all unvested Awards will be forfeited, unless the Eligible Participant (i) retires or is made redundant, (ii) is no longer able to perform their duties due to poor health, injury or disability, (iii) dies, or (iv) the Board otherwise determines those Awards are not required to be forfeited.
Disposal Restriction	The Board may implement any procedure it deems appropriate to ensure the compliance by an Eligible Participant with a disposal restriction, including but not limited to imposing or procuring the share registry to impose an ASX holding lock (where applicable) on the Shares or using an employee share trust to hold the Shares during the relevant restriction period.
Adjustment for reconstruction of issued capital of the Company	If there is a reconstruction of the issued capital of the Company, the number of Shares over which an Option or Performance Right exists will be adjusted (as appropriate) to the extent necessary to comply with the Listing Rules.
Participation in further issues	An Eligible Participant cannot participate in a pro rata or bonus issue of Shares by virtue of holding Options or Performance Rights.
Change of Control	If a change of control event occurs, or the Board determines such an event is likely to occur, the Board may determine the manner in which Awards are dealt with, including, without limitation, in a manner that allows the Eligible Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control, or to replace the Awards with securities (or other incentive rights) issued by the acquiring entity.
Restrictions on the Plan	Notwithstanding the Plan rules or any terms of an Award, no Award may be offered, granted, issued or exercised, and no Shares may be issued, if to do so

	would contravene any applicable laws or regulations.
Amending the IMG Employee Incentive Plan	The Board may at any time amend any provisions of the Plan, including (without limitation) the terms and conditions upon which any Awards have been granted or issued under the Plan and determine that any amendments to the Plan rules be given retrospective effect. However no amendment to the terms of an Award may be made without the consent of the Eligible Participant who holds the relevant Award if the amendment would have a materially prejudicial effect upon the Eligible Participant, other than an amendment introduced primarily: (a) for the purposes of complying with or conforming to present or future legislation governing or regulating the Plan or like plans; (b) to correct any manifest error or mistake; (c) to enable the Plan or any member of the Group to comply with any applicable laws and regulations; (d) to take into consideration possible adverse taxation implications in respect of the Plan including changes to applicable taxation legislation or the interpretation of that legislation by a court of competent jurisdiction or any rulings from taxation authorities administering such legislation. As soon as reasonably practicable after making any amendment to any provision of the Plan rules, the Board will give notice of the amendment to each Eligible Participant affected by the amendment.

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GLOSSARY

$ means Australian dollars.

7.1A Mandate has the meaning given in section 6 of the Explanatory Statement.

7.1A Mandate Period has the meaning given in section 6 of the Explanatory Statement.

ADT UK Residential Business has the meaning given in section 5.1 of the Explanatory Statement.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

Acquisition Agreement has the meaning given in section 5.1 of the Explanatory Statement.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chairman means the person appointed to chair the Meeting, or any part of the Meeting, convened by this Notice.

Closely Related Party has the meaning given in section 9 of the Corporations Act.

Company means Intelligent Monitoring Group Limited (ACN 060 774 227).

Consideration Shares has the meaning given in section 5.1 of the Explanatory Statement.

Consideration Share Cap has the meaning given in section 5.1 of the Explanatory Statement.

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Equity Securities has the meaning given in the Listing Rules.

Explanatory Statement means the explanatory statement accompanying the Notice.

Group means the Company and its Related Bodies Corporate (as defined in the Corporations Act).

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IMG Employee Incentive Plan or **Plan** means the employee incentive plan of the Group, a summary of which is set out in Schedule 1 of this Notice of Meeting.

JCI has the meaning given in section 5.1 of the Explanatory Statement.

Key Management Personnel means persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly and indirectly, including any Director (whether executive or otherwise) of the Company.

Listing Rules means the listing rules of ASX.

Meeting means the annual general meeting of the Company convened by the Notice.

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an unlisted option issued by the Company under the IMG Employee Incentive Plan that is convertible into a Share.

Performance Right means an unlisted performance right issued by the Company under the IMG Employee Incentive Plan that is convertible into a Share.

Proposed Transaction has the meaning given in section 5.1 of the Explanatory Statement.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2026.

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

Section means a section of the Explanatory Statement.

Sell-to-Cover Mechanism has the meaning given in section 8 of the Explanatory Statement.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

Shareholder Consent Condition has the meaning given in section 5.1 of the Explanatory Statement.

Subsidiaries or **Subsidiary** means a subsidiary within the meaning of Part 1.2 Division 6 of the Corporations Act.

Tax Liability means any liability for or on account of tax (including, but not limited to, income tax, PAYG withholding and any other taxes or charges, including any associated interest or penalties arising in connection with the exercise of the Options, whether payable by the Company (including as agent) or the Participant.