# ADRAD HOLDINGS LTD
# ACN 121 033 396
# NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

**TIME**: 11:00 am (Adelaide time)

**DATE**: 21 October 2026

**PLACE**: 26 Howards Road
Beverley SA

***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 6:30pm (ACDT) on 19 October 2026.***

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## IMPORTANT NOTE

This booklet sets out information to assist Shareholders to assess the resolutions to be considered at the Annual General Meeting.

You should read this information carefully and in its entirety before making a decision as to how to vote at the Annual General Meeting. No responsibility is taken for the contents of this booklet by ASIC, ASX or any of their officers.

If you do not fully understand the contents of this information you should consult your financial or legal adviser for assistance.

A Notice of Annual General Meeting and Proxy Form are included in/with this booklet. Shareholders are urged to complete the online proxy at www.investorvote.com.au or return the enclosed Proxy Form as soon as possible, irrespective of whether or not they intend to attend the Annual General Meeting.

**Questions**

If you have any queries regarding the contents of this booklet or in relation to the Annual General Meeting, please contact the Company Secretary, Ms Kaitlin Smith, on (08) 8232 8800. Questions may also be submitted by emailing cosec@adrad.com.au or by submitting an online question when lodging your proxy vote online at www.investorvote.com.au.

**Voting procedure**

Under the Constitution, any poll will be conducted as directed by the Chair.

Please note that, in accordance with recent changes to ASX guidance, all ASX Listing Rule resolutions must be decided by a poll rather than by a show of hands.

Registration will begin half an hour before the start of the Meeting.

We encourage Shareholders who intend to appoint a proxy to submit their Proxy Forms as early as possible. Lodgement instructions (which include the ability to lodge proxies electronically) are set out in the Notice of Meeting and on the Company's website.

The Company will conduct the Meeting in accordance with prevailing government regulations including the adoption of social distancing measures.

**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 Chair, who must vote the proxies as directed.

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| **Online** | At www.investorvote.com.au |
| **By mail** | Share Registry – Computershare Investor Services Pty Limited, GPO Box 242, Melbourne Victoria 3001, Australia |
| **By fax** | 1800 783 447 (within Australia)<br>+61 3 9473 2555 (outside Australia) |
| **By mobile** | Scan the QR Code on your Proxy Form and follow the prompts |
| **Custodian** | For Intermediary Online subscribers only (custodians) please visit |
| **Voting** | www.intermediaryonline.com to submit your voting intentions |

**Voting in person**

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

**Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 8232 8800.**

## NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Shareholders of **Adrad Holdings Ltd** (Company) will be held at 26 Howards Road Beverley SA at 11am (Adelaide time) on 21 October 2026.

**AGENDA**

The Explanatory Statement that accompanies and forms part of this Notice of Annual General Meeting describes the business to be transacted at the Meeting.

**ORDINARY BUSINESS**

**FINANCIAL STATEMEMENTS AND REPORTS**

To receive and consider the annual financial report and the reports of the Directors and of the Auditor for the financial year ended 30 June 2026.

### 1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

*"That, for the purposes of Section 250R (2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 30 June 2026 be adopted."*

Please note that pursuant to Section 250R(3) of the Corporations Act, the vote on this Resolution is advisory only and does not bind the Directors or the Company.

A voting prohibition statement applies to this Resolution. Please see below.

### 2. RESOLUTION 2 – ELECTION OF DIRECTOR WHO WAS APPOINTED BY OTHER DIRECTORS – HOWARD COOMBS

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

*"That, for the purpose of ASX Listing Rule 14.4 and Rule 20.3 of the Constitution and for all other purposes, Mr. Coombs, who was appointed as a Director by the Board since the last annual general meeting, retires, and being eligible offers himself for election as a Director, be elected as a Director."*

### 3. RESOLUTION 3 – RE-ELECTION OF DIRECTOR WHO RETIRES BY ROTATION – DONALD MCGURK

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

*"That, for the purpose of ASX Listing Rule 14.4 and Rule 20.6 of the Constitution and for all other purposes, Mr. McGurk, who retires by rotation in accordance with Rule 20.6 of the Constitution, and being eligible and offers himself for re-election, be re-elected as a Director."*

### 4. RESOLUTION 4 – APPROVAL OF GRANT OF LTI RIGHTS AWARD TO MR PAUL PROCTOR (LISTING RULE 10.14)

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

*"That, for the purposes of ASX Listing Rule 10.14, Chapter 2E of the Corporations Act 2001 (Cth) and for all other purposes, Shareholders approve the issue of 1,015,000 performance rights to Mr Paul Proctor (or his nominee), Managing Director and Chief Executive Officer of the Company, under the Company's Performance Rights Plan and on the terms set out in the Explanatory Memorandum."*

A voting exclusion statement applies to this Resolution. Please see below.

## 5. RESOLUTION 5 – APPROVAL OF GRANT OF FY26 STI RIGHTS AWARD TO MR PAUL PROCTOR (LISTING RULE 10.14)

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

*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of 55,308 performance rights to Mr Paul Proctor (or his nominee), Managing Director and Chief Executive Officer of the Company, under the Company's Performance Rights Plan and on the terms set out in the Explanatory Memorandum."*

A voting exclusion statement applies to this Resolution. Please see below.

## 6. RESOLUTION 6 – APPROVAL OF FY27 STI RIGHTS AWARD TO MR PAUL PROCTOR (LISTING RULE 10.14)

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

*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of the FY27 STI Award calculated as outlined in the Explanatory Memorandum to Mr Paul Proctor (or his nominee), Managing Director and Chief Executive Officer of the Company, under the Company's Performance Rights Plan and on the terms set out in the Explanatory Memorandum."*

A voting exclusion statement applies to this Resolution. Please see below.

**OTHER BUSINESS**

In accordance with section 250S(1) of the Corporations Act, Shareholders are invited to ask questions about or make comments on the management of the Company and to raise any other business which may lawfully be brought before the Annual General Meeting.

**By order of the Board**

**Kaitlin Smith**
**Company Secretary**

**Dated: 20 September 2026**

**Voting Prohibition Statement**

A vote on 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 (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

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

(b) the voter is the Chair and the appointment of the Chair as proxy:

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

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

In accordance with section 224 of the Corporations Act, a vote on Resolution 4 must not be cast (in any capacity) by or on behalf of a related party of the Company to whom Resolution 4 would permit a financial benefit to be given, or an associate of such a related party (**Resolution 4 Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on Resolution 4 and it is not cast on behalf of a Resolution 4 Excluded Party.

In addition, because Resolutions 4, 5 and 6 are each connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**), section 250BD of the Corporations Act applies. Under section 250BD, a vote must not be cast on Resolutions 4, 5 and 6 by a person who is a member of the Company's KMP at the date of the Meeting, or a closely related party of such a member, if the vote is cast as proxy, unless:

- the vote is cast by that person as proxy for a person entitled to vote, in accordance with a direction given to the proxy on how to vote on the Resolutions; or
- the vote is cast by the Chair of the Meeting as proxy for a person entitled to vote, where the appointment of the Chair as proxy expressly authorises the Chair to exercise the proxy on Resolutions 4, 5 and 6 even though the Resolutions are connected directly or indirectly with the remuneration of a member of KMP.

**Voting Exclusion Statements**

In accordance with ASX Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolutions 4, 5 and 6 by or on behalf of Mr Paul Proctor and any of his associates, regardless of the capacity in which the vote is cast, except a vote cast:

- by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- by the Chair of the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
- by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met;
  - the beneficiary provided 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
  - The holder votes on the resolution in accordance with director given by the beneficiary to the holder to vote in that way.

Shareholders should be aware that if they appoint the Chair of the Meeting as their proxy (whether by default or by express appointment) and do not direct the Chair how to vote, the Chair will only be able to vote their proxy on Resolutions 4, 5 and 6 if the proxy appointment expressly authorises the Chair to do so notwithstanding that the Resolutions are connected with the remuneration of a member of KMP. The proxy form accompanying this Notice contains provision for Shareholders to give the Chair that express authority.

## EXPLANATORY STATEMENT

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

ASX takes no responsibility for the contents of this Notice.

## 1. GENERAL INFORMATION

This Explanatory Statement and all attachments are important documents. They should be read carefully.

This Explanatory Statement has been prepared for the Shareholders of the Company in connection with the Annual General Meeting of the Company to be held at 11:00 am (Adelaide time) on Wednesday 21 October 2026 at 26 Howards Road Beverley SA.

The purpose of this Explanatory Statement is to provide Shareholders with the information known to the Company that the Board considers material to their decision on whether to approve the Resolutions in the accompanying Notice. This document is important and should be read in conjunction with all of the information contained in this booklet, including the Notice. Capitalised terms in this Explanatory Statement are defined in the Glossary.

### 1.1 Proxies

Please note that:

(a) a Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy;

(b) a proxy need not be a member of the Company;

(c) a Shareholder may appoint a body corporate or an individual as its proxy;

(d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and

(e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the Annual General Meeting.

To vote by proxy, please complete and sign the Proxy Form and return it so that it is received by no later than 11:00 am (Adelaide time) on Monday 19 October 2026 in accordance with the instructions set out on the Proxy Form. Proxy Forms received later than this time will be invalid.

Alternatively, you may appoint a proxy using an electronic facility available at the website www.investorvote.com.au. At the website, shareholders will be able to view an electronic version of the proxy form, which will accept proxy appointments and register them accordingly.

### 1.2 Voting entitlements

In accordance with Regulation 7.11.37 of the Corporations Regulations 2001, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 6:30pm (ACDT) Monday 19 October 2026.

Accordingly, transactions registered after that time will be disregarded in determining Shareholders' entitlements to attend and vote at the Annual General Meeting.

## 2. RESOLUTION 1 – ADOPTION OF REMUENRATION REPORT

Section 250R(2) of the Corporations Act requires a listed company to put to its shareholders (at its annual general meeting) a resolution that the remuneration report be adopted. Such a resolution is advisory only and does not bind the Directors or 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 the financial year ending 30 June 2026.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Annual General Meeting. Notwithstanding the advisory effect of Resolution 1, the Board will consider the outcome of the vote made by the Shareholders with regard to the Remuneration Report at the Annual General Meeting when reviewing the Company's remuneration policies.

Although the effect of Resolution 1 is advisory only, under the "two strikes" rule, companies will be required to put a resolution to shareholders to hold fresh elections for directors if, at two consecutive annual general meetings, at least 25% of the votes cast on a resolution (such as Resolution 1) to adopt the remuneration report are cast against that resolution. If required, a 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 shareholder meeting (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.

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 Annual General Meeting.

**Recommendation**

Given the interest in this matter of each Director, the Board does not consider it appropriate to make a recommendation on this resolution. The Chairman intends to vote undirected proxies in favour of Resolution 1.

## 3. RESOLUTION 2 – ELECTION OF DIRECTOR WHO WAS APPOINTED BY OTHER DIRECTORS – MR HOWARD COOMBS

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 the Constitution and Listing Rule 14.4, any Director so appointed holds office only until the next annual general meeting 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 meeting.

Mr Coombs is the Executive Director of Finance at Seeley International having held this position since August 2016. Seeley International is the largest manufacturer of air conditioning units in Australia. He has 36 years of post-professional accountancy qualification experience. 22 years gained in the UK leading finance teams of various sizes in large private and public sector organisations, and 14 years in Australia leading a team of Finance and IT professionals.

The Company conducts appropriate checks on the background and experience of candidates before their appointment to the Board. The Company undertook such checks prior to the appointment of Mr Coombs.

If re-elected the Board considers Mr Coombs will be an independent Director of the Company.

**Recommendation**

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

The Chairman intends to vote undirected proxies in favour of Resolution 2.

## 4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR WHO RETIRES BY ROTATION – MR DONALD MCGURK

ASX Listing Rule 14.5 and Rule 20.6 of the Constitution require that one third of the Directors (or, if their number is not a multiple of 3, then the number nearest to one third) must retire from office at each Annual General Meeting. The Directors retire by rotation, with the Director(s) who have been the longest in office since being appointed or re-appointed being the Director(s) who must retire in any one year.

The Constitution ensures that no Director is able to remain in office for longer than 3 years without standing for re-election. Each Director is entitled to offer himself/herself for re-election as a Director at the Annual General Meeting which coincides with his/her retirement.

The Managing Director (if any) is exempted by his office as managing director from the requirement to retire by rotation.

Mr McGurk is the former Managing Director and Chief Executive Officer of ASX-listed Codan Limited (ASX:CDA), having held that position from 2010 until his retirement in March 2022. Codan Limited is a global electronic solutions company developing technology solutions such as metal detection, tactical and critical communication solutions for government, military, public safety, non-government organisations and consumer markets internationally. Mr McGurk has an extensive background in change management applied to manufacturing operations and has held senior manufacturing management positions in several industries.

If re-elected the Board considers Mr McGurk will be an independent Director of the Company.

**Recommendation**

The Directors (with Mr McGurk abstaining) support the re-election of Mr McGurk and recommend that Shareholders vote in favour of Resolution 3. The Chairman intends to vote undirected proxies in favour of Resolution 3.

## 5. BACKGROUND TO RESOLUTIONS 4, 5 AND 6

On 30 June 2026, the Board announced revised remuneration arrangements for Mr Paul Proctor, the Company's Managing Director and Chief Executive Officer, following consultation with shareholders and other key stakeholders regarding the Executive Incentive Agreement originally announced on 20 February 2026. The revised arrangements restructure Mr Proctor's LTI award from an all-cash arrangement to a part-cash, part-equity arrangement (**LTI Award**), and confirm the terms of his STI award for the year ending 30 June 2026 (**FY26 STI Award**).

If Approved, Mr Proctor's total remuneration for the financial year ending 30 June 2026 will comprise:

- fixed remuneration of $632,500 per annum, comprised of $600,000 in cash and $32,500 statutory superannuation contributions;
- at-risk FY26 STI Award valued at up to a maximum of 50% of his fixed remuneration excluding superannuation ($300,000), with 50% payable in cash and 50% settled via performance rights;
- at-risk LTI cash opportunity of up to $2,000,000 (**LTI Cash Award**); and
- at-risk LTI rights award of 1,015,000 performance rights (**LTI Rights Award**).

Further to the LTI Award and FY26 STI Award, the Board proposes to issue Mr Proctor with STIs for the financial year ending 30 June 2027 (**FY27 STI Award**).

If approved, Mr Proctor's total remuneration package for the financial year ending 30 June 2027 (**FY27**) will comprise:

- fixed remuneration of $650,500 per annum, comprised of $618,000 in cash and $32,500 statutory superannuation contributions; and
- at-risk FY27 STI Award valued at up to a maximum of 50% of his fixed remuneration excluding superannuation ($309,000), with 50% payable in cash and 50% settled via performance rights.

The terms and conditions of the LTI Award, FY26 STI Award and FY27 STI Award are set out below in this Explanatory Memorandum.

## 6. RESOLUTION 4 – APPROVAL OF GRANT OF LTI RIGHTS AWARD TO MR PAUL PROCTOR (LISTING RULE 10.14)

### 6.1 Grant of LTI Rights Award

The LTI Award seeks to properly incentivise Mr Proctor to lead the Company in the achievement of its ambitious growth objectives.

Mr Proctor's entitlement to the LTI Award will be calculated based on absolute Total Shareholder Return (**TSR**) at the end of the performance period (being 1 September 2025 to 31 August 2027):

- Below 15% TSR: No entitlement to the LTI Award;
- 15% or greater but less than 175% TSR: Entitlement to the LTI Award is calculated on a straight line basis up to the maximum award; and
- 175% and above TSR: Full entitlement to LTI Award.

It is intended that:

- the maximum number of performance rights the subject of the LTI Rights Award (being 1,015,000) will, if approved, be issued to Mr Proctor within 30 days of the date of the Annual General Meeting;
- the number of performance rights issued to Mr Proctor following the Annual General Meeting which will ultimately vest (subject to a deferral period) under the LTI Rights Award will be determined by the Board after the end of the performance period, having regard to an assessment of the performance conditions set out above during the performance period; and

any entitlement to the LTI Cash Award will be paid within 30 days of the end of the performance period. Further details regarding the LTI Rights Award are set out in paragraph 6.3 below.

### 6.2 ASX Listing Rule 10.14

ASX Listing Rule 10.14 provides that a listed entity must not permit a director of the entity to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities.

As Mr Proctor is a director of the Company, the proposed grant of performance rights under the LTI Rights Award constitutes the issue of equity securities to a related party and requires Shareholder approval under ASX Listing Rule 10.14.

### 6.3 Information required by Listing Rule 10.15

a) Recipient: Mr Paul Proctor, Managing Director and Chief Executive Officer.

b) Category of Listing Rule 10.14 approval sought: Listing Rule 10.14.1 (issue of securities to a related party who is a director).

c) Number of securities to be issued: **1,015,000 performance rights**, issued for nil cash consideration.

d) Class of securities: Performance rights issued under the Company's Performance Rights Plan, each converting to one fully paid ordinary share on vesting, subject to the terms of the Plan (Annexure A).

e) Performance period: 1 September 2025 to 31 August 2027.

f) Performance condition: Vesting is subject to absolute Total Shareholder Return (**TSR**) over the performance period, measured against a base share price of $0.742, with entitlement calculated as follows: nil below 15% TSR; straight-line vesting between 15% and 175% TSR; full vesting at 175% TSR and above.

g) Eligibility condition: Mr Proctor must remain continuously employed by the Company throughout the performance period.

h) Deferral and vesting date: Rights to which Mr Proctor becomes entitled will be subject to a deferral period and will vest and become convertible into fully paid ordinary shares on 30 September 2028, subject to Mr Proctor remaining employed by the Company at that date.

i) Issue date: It is intended that the performance rights will be issued within 30 days after the Annual General Meeting, and in any event within 3 years, following Shareholder approval, in accordance with Listing Rule 10.14.

j) Current total remuneration package: Refer to paragraph 5 above.

k) Mr Proctor has not previously been issued with securities under the Plan.

l) the Company confirms that no loan will be made to Mr Proctor in connection with the proposed of the securities the subject of Resolution 4, as those securities are being acquired by Mr Proctor for nil consideration.

### 6.4 Statement required by ASX Listing Rule 10.15.11

If Resolution 4 is approved, the details of any rights issued to Mr Proctor will be published in the Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Performance Rights Plan after Resolution 4 is approved and who were not named in the Notice will not participate until approval is obtained under ASX Listing Rule 10.14.

### 6.5 Effect of Resolution 4

If Resolution 4, is passed, the Company will be able to proceed with the issue of the securities to Mr Proctor on the terms set out in this Notice. In addition, those securities will not be counted towards the Company's 15% annual placement capacity under Listing Rule 7.1, preserving that capacity for future issues of equity securities without further security holder approval.

If Resolution 4 is not passed, the Company will not be able to proceed with the relevant issue of securities to Mr Proctor on the terms described in this Notice. In that event, the Board may need to consider alternative remuneration arrangements for Mr Proctor (which may include cash-based remuneration in lieu of securities).

### 6.6 Chapter 2E of the Corporations Act

As Mr Proctor is a related party of the Company, the giving of a financial benefit to him in the form of the LTI Rights Award requires Shareholder approval under Chapter 2E of the Corporations Act, unless an exception applies. The Board has determined to seek Shareholder approval for the LTI Rights Award to ensure compliance with Chapter 2E, in addition to Listing Rule 10.14.

### 6.7 Directors' recommendation

Each director, other than Mr Proctor (who has an interest in the outcome of Resolution 4 and accordingly makes no recommendation), recommends that Shareholders vote in favour of Resolution 4.

## 7. RESOLUTION 5 – APPROVAL OF GRANT OF PERFORMANCE RIGHTS TO MR PAUL PROCTOR UNDER THE SHORT TERM INCENTIVE AWARD (LISTING RULE 10.14)

### 7.1 General

Under his employment contract as the Company's Managing Director and Chief Executive Officer, Mr Proctor is entitled to salary, statutory superannuation contributions and to participate in the Performance Rights Plan.

The Performance Rights Plan is designed to align the potential remuneration of the Company's employees with the returns delivered to Shareholders, while recognising and rewarding those who meet defined performance conditions.

Mr Proctor's entitlement under the FY26 STI Award will comprise:

- a cash component of up to 50% of the FY26 STI Award (**FY26 STI Cash Award**); and
- an equity component of up to 50% of the FY26 STI Award, to be settled through the issue of performance rights (**FY26 STI Rights Award**).

Mr Proctor's entitlement to the FY26 STI Award was subject to meeting the following performance conditions for the performance period that commenced on 1 July 2025 and ended on 30 June 2026:

- achievement of a Board-approved net profit after tax target (weighted 90%); and
- a Board-approved Work Health & Safety (WH&S) metric (weighted 10%).

Following the end of the performance period, the Board determined that based on his achievement of the performance conditions, Mr Proctor was entitled to receive 50% of the maximum FY26 STI Award, comprising:

- $75,000 under the FY26 STI Cash Award, which has been paid in accordance with the terms of the FY26 STI Award; and
- 55,308 performance rights under the FY26 STI Rights Award, subject to Shareholder approval under Resolution 5.

It is intended that the performance rights will, if approved, be issued to Mr Proctor within 30 days of the Annual General Meeting.

Further details regarding the FY26 STI Rights Award are set out in paragraph 7.3 below.

### 7.2 ASX Listing Rule 10.14

ASX Listing Rule 10.14 provides that a listed entity must not permit a director of the entity to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities.

As Mr Proctor is a director of the Company, the proposed grant of performance rights under the FY26 STI Rights Award constitutes the issue of equity securities to a related party and requires Shareholder approval under ASX Listing Rule 10.14.

### 7.3 Information required by Listing Rule 10.15

a) Recipient: Mr Paul Proctor, Managing Director and Chief Executive Officer.

b) Category of Listing Rule 10.14 approval sought: Listing Rule 10.14.1 (issue of securities to a related party who is a director).

c) Number of securities to be issued: 55,308 performance rights, which was calculated by dividing the achieved dollar value of the FY26 STI Rights Award, being $75,000, by the 30-day VWAP of the Company's Shares for the period ending 30 June 2026 (being $1.356 per share).

d) Class of securities: Performance rights issued under the Company's Performance Rights Plan, each converting to one fully paid ordinary share on vesting, subject to the terms of the Performance Rights Plan.

e) Performance period: 1 July 2025 to 30 June 2026.

f) Performance conditions: Achievement of a Board-approved net profit after tax (NPAT) target (weighted 90%) and a Board-approved Work Health & Safety (WH&S) metric (weighted 10%).

g) Deferral and vesting date: Performance rights issued under the FY26 STI Rights Award will be subject to a deferral period of six months following the date of issue, after which they will vest and become convertible into fully paid ordinary shares, subject to Mr Proctor remaining employed by the Company at that date.

h) Issue date: It is intended that the performance rights will be issued within 30 days after the Annual General meeting, and in any event within 3 years, following Shareholder approval, in accordance with Listing Rule 10.14.

i) Current total remuneration package: Refer to paragraph 5 above.

j) Mr Proctor has not previously been issued with securities under the Plan.

k) the Company confirms that no loan will be made to Mr Proctor in connection with the proposed of the securities the subject of Resolution 5 as those securities are being acquired by Mr Proctor for nil consideration.

### 7.4 Statement required by ASX Listing Rule 10.15.11

If Resolution 5 is approved, the details of any rights issued to Mr Proctor will be published in the Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Performance Rights Plan after Resolution 5 is approved and who were not named in the Notice will not participate until approval is obtained under ASX Listing Rule 10.14.

### 7.5 Effect of Resolution 5

If Resolution 5, is passed, the Company will be able to proceed with the issue of the securities to Mr Proctor on the terms set out in this Notice. In addition, those securities will not be counted towards the Company's 15% annual placement capacity under Listing Rule 7.1, preserving that capacity for future issues of equity securities without further security holder approval.

If Resolution 5 is not passed, the Company will not be able to proceed with the relevant issue of securities to Mr Proctor on the terms described in this Notice. In that event, the Board may need to consider alternative remuneration arrangements for Mr Proctor (which may include cash-based remuneration in lieu of securities).

### 7.6 Directors' recommendation

Each director, other than Mr Proctor (who has an interest in the outcome of Resolution 5 and accordingly makes no recommendation), recommends that Shareholders vote in favour of Resolution 5.

## 8. RESOLUTION 6 – APPROVAL OF FY27 STI AWARD (LISTING RULE 10.14)

### 8.1 General

Mr Proctor's entitlement to participate in, and the purpose of, the Performance Rights Plan, have been described above in relation to the LTI Award and the FY26 STI Award.

If approved, Mr Proctor's entitlement under the FY27 STI Award will comprise:

- a cash payment of up to 50% of the FY27 STI Award (**FY27 STI Cash Award**); and
- the issue of performance rights of up to 50% of the FY27 STI Award (**FY27 STI Rights Award**).

Mr Proctor's entitlement to the FY27 STI Award is subject to meeting the following performance requirements for the performance period commencing on 1 July 2026 and ending on 30 June 2027:

- achievement of a Board-approved net profit after tax target (weighted 90%); and
- a Board-approved Work Health & Safety (WH&S) metric (weighted 10%).

It is intended that:

- the number of performance rights to be issued to Mr Proctor under the FY27 STI Award will be determined by the Board after the end of the performance period, having regard to an assessment of the performance conditions set out above for the performance period;
- the performance rights will be issued within 30 days of the Board determining the number of performance rights that Mr Proctor is entitled to (if any); and
- any entitlement to the FY27 STI Cash Award will be paid within 30 days of the end of the performance period.

Further details regarding the FY27 STI Rights Award are set out in paragraph 7.3 below.

### 8.2 ASX Listing Rule 10.14

ASX Listing Rule 10.14 provides that a listed entity must not permit a director of the entity to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities.

As Mr Proctor is a director of the Company, the proposed grant of performance rights under the FY27 STI Award constitutes the issue of equity securities to a related party and requires Shareholder approval under ASX Listing Rule 10.14.

### 8.3 Information required by Listing Rule 10.15

a) Recipient: Mr Paul Proctor, Managing Director and Chief Executive Officer.

b) Category of Listing Rule 10.14 approval sought: Listing Rule 10.14.1 (issue of securities to a related party who is a director).

c) Maximum number of securities to be issued: The number of performance rights will be calculated by dividing the achieved dollar value of the FY27 STI Rights Award by the 30-day VWAP of the Company's Shares for the period ending 30 June 2027.

d) Class of securities: Performance rights issued under the Company's Performance Rights Plan, each converting to one fully paid ordinary share on vesting, subject to the terms of the Performance Rights Plan.

e) Performance period: 1 July 2026 to 30 June 2027.

f) Performance conditions: Achievement of a Board-approved net profit after tax (NPAT) target (weighted 90%) and a Board-approved Work Health & Safety (WH&S) metric (weighted 10%).

g) Deferral and vesting date: The performance rights issued under the FY27 STI Rights Award will be subject to a deferral period of six months following the date of issue, after which they will vest and become convertible into fully paid ordinary shares, subject to Mr Proctor remaining employed by the Company at that date.

h) Issue date: It is intended that the performance rights will be issued within 30 days of the Board determining the number of performance rights that Mr Proctor is entitled to (if any), and in any event within 3 years, following Shareholder approval, in accordance with Listing Rule 10.14.

i) Current total remuneration package: Refer to paragraph 5 above.

j) Mr Proctor has not previously been issued with securities under the Plan.

k) the Company confirms that no loan will be made to Mr Proctor in connection with the proposed of the securities the subject of Resolution 6 as those securities are being acquired by Mr Proctor for nil consideration.

### 8.4 Statement required by ASX Listing Rule 10.15.11

If Resolution 6 is approved, the details of any rights issued to Mr Proctor will be published in the Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Performance Rights Plan after Resolution 6 is approved and who were not named in the Notice will not participate until approval is obtained under ASX Listing Rule 10.14.

### 8.5 Effect of Resolution 6

If Resolution 6, is passed, the Company will be able to proceed with the issue of the securities to Mr Proctor on the terms set out in this Notice. In addition, those securities will not be counted towards the Company's 15% annual placement capacity under Listing Rule 7.1, preserving that capacity for future issues of equity securities without further security holder approval.

If Resolution 6 is not passed, the Company will not be able to proceed with the relevant issue of securities to Mr Proctor on the terms described in this Notice. In that event, the Board may need to consider alternative remuneration arrangements for Mr Proctor (which may include cash-based remuneration in lieu of securities).

### 8.6 Directors' recommendation

Each director, other than Mr Proctor (who has an interest in the outcome of Resolution 6 and accordingly makes no recommendation), recommends that Shareholders vote in favour of Resolution 6.

## GLOSSARY

**A$** means Australian dollars.

**ACDT** means Central Daylight Time as observed in Adelaide, South Australia.

**ASIC** means the Australian Securities & Investments Commission.

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

**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.

**Chair** means the chair of the Meeting.

**Company** means Adrad Holdings Ltd (ACN 121 033 396).

**Constitution** means the Company's constitution.

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

**Directors** means the current directors of the Company.

**Explanatory Statement** means the explanatory statement accompanying the Notice.

**General Meeting** or **Meeting** means the meeting convened by the Notice.

**Listing Rules** means the Listing Rules of ASX.

**LTI** means long-term incentive.

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

**Proxy Form** means the proxy form accompanying the Notice.

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

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

**Shareholder** means a registered holder of a Share.

**STI** means short-term incentive.

**VWAP** means volume weighted average price.

**Annexure A – Performance Rights Plan Terms**

| Term | Description |
|---|---|
| Eligible participants | An eligible participant includes a person:<br>• who is a senior executive of the Company or an associated company (together, an **Employing Company**); or<br>• who receives an invitation under the Performance Rights Plan, but who can only make an application if an arrangement has been entered into that will result in the person becoming a senior executive of an Employing Company<br>(**Eligible Participant**).<br>A Director who is also a senior executive would be eligible to participate in the Performance Rights Plan. No non-executive Director would be eligible. |
| Plan interests | Eligible Participants will be provided with an opportunity to acquire a financial interest in the Company, which will align their interests more closely with shareholders and provide greater incentive for them to focus on the Company's goals. |
| Quantum | The number of Performance Rights offered to an Eligible Participant (or their nominee) will be specified in the invitation made to that Eligible Participant.<br>Each Performance Right carries a right to receive a Share (subject to satisfaction of any performance criteria within any performance period). |
| Terms and conditions | The Board may from time to time invite an Eligible Participant to participate in the Performance Rights Plan (**Invitation**).<br>The Board may, in relation to an Invitation made to an Eligible Participant, prescribe:<br>• the performance criteria that must be satisfied as a condition for a Share to be allocated in respect of a Performance Right; and<br>• the performance period over which the performance criteria must be satisfied.<br>Invitations will specify, amongst other things:<br>• the number of Performance Rights available;<br>• the performance criteria applicable to some or all of the Performance Rights (if any);<br>• the performance period applicable to some or all of the Performance Rights (if applicable);<br>• the time period in which an Eligible Participant has to make an offer to the Company; and<br>• the circumstances in which the Performance Rights will, or are deemed to, lapse.<br>Following receipt by an Eligible Participant of an Invitation, the Eligible Participant may make an application to participate in the Performance Rights Plan by delivering to the Company a duly completed and executed application form within the closing time specified in the Invitation (**Offer**).<br>The Board may then decide to accept or reject the Offer made by the Eligible Participant. The Offer is accepted by the Company granting the Performance Rights referred to in the Offer to the Eligible Participant (or its nominee). An Eligible Participant is not required to make any payment on acceptance of the Offer by the Company.<br>A Performance Right will only vest if the Board determines that the performance criteria (if any) have been satisfied within the performance period.<br>However, even where the relevant performance criteria has been satisfied within the performance period, the Board may in its absolute discretion determine that a Performance Right will not vest, and will instead lapse.<br>Further, if at any time prior to the last date of the performance period:<br>• an Eligible Participant ceases to be an employee of an Employing Company as a result of special circumstances (including retirement, |

| | |
|---|---|
| | redundancy, death or permanent disablement of an Eligible Participant, or other circumstances that the Board determines from time to time) (**Special Circumstances**), the Board may at its discretion waive some or all of the performance criteria and determine the number of Performance Rights that may vest; and<br>• a specified event occurs (including a takeover bid being made in respect of the Company or an insolvency event occurring with respect to the Company) (**Event**), the Board may at its discretion waive some or all of the performance criteria and determine that any unvested Performance Rights vest within 5 business days of an Event occurring (or such longer period determined by the Board) by giving written notice.<br>The Board may determine that instead of allocating Shares to a participant, the Company will pay a cash amount equivalent to the market value of the Shares (as determined by the Board) reduced by the amount and any superannuation contribution or taxes paid or withheld by the Employing Company. |
| Lapse of Performance Rights | A Performance Right will lapse on the earliest date that:<br>• is the last date of the performance period and the performance criteria have not been satisfied in respect of that right;<br>• if the relevant person ceases to be an employee at any time before the end of the performance period (and there are no Special Circumstances), the date that the relevant person ceases to be an employee (or such longer period determined by the Board);<br>• if there are Special Circumstances but the Board has not waived the performance criteria, is 30 days from the date of cessation (or such longer period determined by the Board);<br>• if an Event occurs but the Board has not waived the performance criteria, is 5 business days of an Event occurring (or such longer period determined by the Board);<br>• the Board determines that the relevant person has, in the Board's opinion:<br>- been dismissed with cause;<br>- committed any act of fraud, theft or gross misconduct in relation to the affairs of an Employing Company (whether or not charged with an offence); or<br>- brought an Employing Company into disrepute; and<br>• the Board determines that a breach or occurrence of any condition or event contained in the Invitation requires the lapse of the Performance Right. |
| Restrictions | A participant must not assign, transfer, sell or grant a security interest or otherwise deal with a Performance Right. No Performance Rights will be quoted on ASX. |
| Amendments | The Board may at any time amend the Performance Rights Plan or waive or amend the application of any of the rules of the Performance Rights Plan in relation to a participant with retrospective effect.<br>However, where any amendments will reduce any of the participant's rights in respect of their Performance Rights or Shares, the Board must obtain the prior written consent of at least 75% of the participants affected by the change unless the amendment is to correct a manifest error or for the purpose of complying with applicable laws or to take into consideration possible adverse tax implications in respect of the Performance Rights Plan arising from changes to relevant tax guidance.<br>The Board may also waive, amend or replace any performance measure in a performance criteria attaching to a Performance Right if the Board determines that the original performance criteria is no longer appropriate or applicable, provided that the interests of the relevant participant are not, in the opinion of the Board, materially prejudiced or advantaged relative to the position reasonably anticipated at the time of the grant. |

| | |
|---|---|
| Rights to capital on a winding up | The Performance Rights do not entitle the holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.<br>The Performance Rights do not entitle the holder to participate in the surplus profits or assets of the Company upon the winding up of the Company. |
| Dividends and voting | The Performance Rights do not confer on the holder an entitlement to vote at general meetings of the Company or to receive dividends. |
| Reorganisation of capital | In the event of any reorganisation (including consolidation, sub-division, reduction, capital return, buy back or cancellation) of the issued share capital of the Company, the rights attaching to Performance Rights shall be proportionately adjusted for any increase or decrease in the number of issued Shares. |
| Maximum number | For the purposes of ASX Listing Rule 7.2, Exception 13, the maximum number of Performance Rights which the Company anticipates issuing under the Performance Rights Plan in the 3-year period following shareholder approval is 4,065,155 (some of which may vest during that time, with Shares allocated to the holder on vesting). This maximum is not intended to be a prediction of the actual number of Performance Rights to be issued under the Performance Rights Plan, but is specified for the purposes of setting a ceiling on the number of Performance Rights that can be issued under and for the purposes of ASX Listing Rule 7.2, Exception 13. If that number is reached, fresh Shareholder approval under ASX Listing Rule 7.2, Exception 13 would be required, otherwise any additional issues of Performance Rights under the Performance Rights Plan over the maximum will count towards the calculation of the Company's placement capacity under ASX Listing Rule 7.1. |

Adrad Holdings Ltd
ACN 121 033 396

## Need assistance?

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

**Online:**
www.investorcentre.com/contact

AHL

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

### YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **11:00am (ACDT) on Monday, 19 October 2026.**

# Proxy Form

## How to Vote on Items of Business

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

### APPOINTMENT OF PROXY

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

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

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

**A proxy need not be a securityholder of the Company.**

### SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

### PARTICIPATING IN THE MEETING

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

## Lodge your Proxy Form:

XX

### Online:

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

Your secure access information is

**Control Number: 999999**
**SRN/HIN: I9999999999**
**PIN: 99999**

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

### By Mail:

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

### By Fax:

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

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

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

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

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

I 9999999999 IND

# Proxy Form

**Please mark ☒ to indicate your directions**

## Step 1 Appoint a Proxy to Vote on Your Behalf

**XX**

**I/We being a member/s of Adrad Holdings Ltd hereby appoint**

☐ **the Chairman of the Meeting** **OR** ____________________

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Adrad Holdings Ltd to be held at 26 Howards Road, Beverley, SA 5009 on Wednesday, 21 October 2026 at 11:00am (ACDT) and at any adjournment or postponement of that meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1, 4, 5 and 6 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1, 4, 5 and 6 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1, 4, 5 and 6 by marking the appropriate box in step 2.

## Step 2 Items of Business

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

| | | For | Against | Abstain |
|---|---|---|---|---|
| Resolution 1 | Adoption of Remuneration Report | ☐ | ☐ | ☐ |
| Resolution 2 | Election of Director who was Appointed by Other Directors - Howard Coombs | ☐ | ☐ | ☐ |
| Resolution 3 | Re-election of Director who Retires by Rotation - Donald McGurk | ☐ | ☐ | ☐ |
| Resolution 4 | Approval of Grant of LTI Rights Award to Mr Paul Proctor (Listing Rule 10.14) | ☐ | ☐ | ☐ |
| Resolution 5 | Approval of Grant of FY26 STI Rights Award to Mr Paul Proctor (Listing Rule 10.14) | ☐ | ☐ | ☐ |
| Resolution 6 | Approval of FY27 STI Rights Award to Mr Paul Proctor (Listing Rule 10.14) | ☐ | ☐ | ☐ |



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

## Step 3 Signature of Securityholder(s)

*This section must be completed.*

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

**Update your communication details** *(Optional)*

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

| Mobile Number | Email Address |
|---|---|
| | |