# ASX ANNOUNCEMENT

Melbourne, 22 September 2026

**Notice of 2026 Annual General Meeting / Proxy Form**

Helloworld Travel Limited (ASX:HLO) has today dispatched to shareholders the Notice of its 2026 Annual General Meeting (AGM) which will be held at 10:00am (AEDT) on Friday, 23 October 2026. The Notice of Annual General Meeting (including the Explanatory Notes) and Proxy Form are attached.

*-ENDS-*

***About Helloworld Travel Limited***

- *Helloworld Travel Limited (ASX: HLO) is a leading Australian & New Zealand travel distribution company, comprising retail leisure travel and business travel networks, travel broker networks, destination management services (inbound), air ticket consolidation, tourism transport operations, wholesale travel services, including event packaging and online operations, all supported by world class proprietary and non-proprietary distribution systems.*
- *HLO businesses have over 900 personnel located in Australia, New Zealand, Fiji and Greece, and over 2,600 members of its travel agency and broker networks in Australia and New Zealand.*
- *Helloworld Travel is a proud sponsor of the School of St Jude in Tanzania, Ollie's Echo, The Danii Foundation, and My Room Children's Cancer Charity.*


Helloworld Travel Limited ABN 60 091 214 998
179 Normanby Road, Southbank, VIC, 3006
Telephone: 03 9867 9600 Facsimile 03 9867 7244

helloworld TRAVEL LIMITED

# 2026
# NOTICE OF ANNUAL GENERAL MEETING

Helloworld Travel Limited ABN: 60 091 214 998
Friday, 23 October 2026 - 10:00am (AEDT)

# HELLOWORLD TRAVEL LIMITED 2026 ANNUAL GENERAL MEETING

Dear Shareholder,

On behalf of the Board of Helloworld Travel Limited, you are invited to attend the Annual General Meeting (AGM).

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| **FORMAT:** | Hybrid (in person and online) |
| **DATE:** | Friday, 23 October 2026 |
| **ADDRESS:** | Helloworld Travel Limited<br>Level 1<br>179 Normanby Road<br>Southbank VIC 3006 |
| **START TIME:** | 10.00am (AEDT) |

The meeting will be held in person and online. You may participate online, with details on how to register below.

**REGISTRATION: https://meetnow.global/MVXL6XT**

For shareholders who have elected to receive a printed copy of our 2026 Annual Report, this is included with this letter. The Annual Report is also available online on our website under the Annual Reports tab in the Investor Centre (https://www.helloworldlimited.com.au/annual-reports/).

Our Chief Executive Officer and Managing Director, Andrew Burnes AO, and I will both speak at the AGM and our presentations will be available to view prior to the AGM.

An important purpose of the AGM is to allow you to vote on matters put to the meeting. Voting will be available for you to participate online through our Share Registry's investor portal (https://meetnow.global/MVXL6XT).

Those shareholders not able to attend in person or participate online during the AGM, but who wish to vote on matters being put to the meeting, will need to appoint a proxy. A proxy form is also enclosed with this letter.

Further information, including how to register, appointing a proxy and voting online, is detailed in the attached 'Meeting Registration and Voting' form from the Company's registry, Computershare Limited ('Computershare').

The AGM is the Board's opportunity to liaise with you directly. Questions may be submitted on matters related to the AGM and they can be submitted directly to us or through our share registry, via Investor Vote (www.investorvote.com.au).

If you attend online, details on how to appoint a proxy and how to submit a question are included under the Important Information heading following the Notice of Meeting.

The Board and I look forward to your attendance at the AGM and thank you for your continued support.

Yours sincerely

**Garry Hounsell**

Chairman
Helloworld Travel Limited
21 September 2026

# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2026 Annual General Meeting (AGM) of Helloworld Travel Limited (ABN 60 091 214 998) ('HLO' or the 'Company') will be held at 10.00am (AEDT) on Friday, 23 October 2026. The AGM will be held in a hybrid format, both in person as well as online through an online platform (https://meetnow.global/MVXL6XT).

The Notice of Meeting should be read in conjunction with the Important Information on pages 3 to 4 and Explanatory Notes on pages 5 to 6 accompanying this Notice of Meeting.

All items of business at the AGM are ordinary resolutions, which require a simple majority of votes cast by shareholders entitled to vote on the resolution.

## ITEMS OF BUSINESS

### 1. FINANCIAL STATEMENTS AND REPORTS

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

***Note: There is no requirement for shareholders to approve the financial statements and reports.***

### 2. ADOPTION OF THE REMUNERATION REPORT

To consider and, if thought fit, approve the Remuneration Report for the year ended 30 June 2026, as set out in the 2026 Annual Report.

***Note: This resolution is advisory only and does not bind Helloworld Travel Limited or the Directors.***

***Voting exclusion statement***

Helloworld Travel Limited will disregard any votes cast on Item 2:

- by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or their closely related parties; and
- by a person who is a member of the Key Management Personnel as at the date of the AGM or their closely related parties as a proxy, unless the vote is cast on behalf of a person entitled to vote on this resolution and that vote has been cast as specified on the voting form; or where there is no specified voting direction, the vote is cast by the Chairman of the AGM as proxy and who has been expressly authorised to vote on this resolution, even though it is connected with the remuneration of Key Management Personnel.

### 3. RE-ELECTION OF DIRECTOR

To consider and, if thought fit, approve the re-election of Director: Martin Pakula, who retires by rotation in accordance with Helloworld Travel Limited's Constitution and the ASX Listing Rules, and being eligible, offers himself for re-election.

### 4. ELECTION OF DIRECTOR

To consider and, if thought fit, approve the election of Peter Costello AC, as a director of Helloworld Travel Limited who, having been appointed to the Board of Helloworld Travel Limited since the 2025 AGM, stands for election at the 2026 AGM.

It is important that you specify your voting directions on the proxy form.

By order of the Board

**Sylvie Moser**

Company Secretary
21 September 2026

# IMPORTANT INFORMATION

## RIGHT TO ATTEND, SPEAK AND VOTE AT THE ANNUAL GENERAL MEETING

Shareholders have the right to attend, speak and vote at the AGM. The right to vote is subject to the voting exclusions detailed in the Notice of Meeting.

As determined by the Board, for the purposes of the AGM, shareholders will be those persons who are registered as shareholders at 7:00pm (AEDT) on Wednesday, 21 October 2026. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the AGM.

## PARTICIPATING IN THE MEETING – VOTING IN PERSON

To vote in person, attend the meeting on the date and place as set out above.

## HOW TO PARTICIPATE IN THE MEETING ONLINE

To participate online in the meeting, you can log in by entering https://meetnow.global/MVXL6XT on your computer, tablet or smartphone.

If you are participating online, the online registration will be open one (1) hour before the meeting.

To make the registration process easier, please have your SRN/HIN and registered postcode or country code on hand. Proxy holders will need to contact Computershare prior to the meeting to obtain their login details.

To participate in the meeting online follow the instructions below:

1. Enter https://meetnow.global/MVXL6XT.
2. Click on 'Join Meeting Now'.
3. Enter your SRN/HIN. Proxy holders will need to contact Computershare on +61 3 9415 4024 one (1) hour prior to the meeting to obtain their login details.
4. Enter your postcode that is registered to your holding if you are an Australian security holder. If you are an overseas security holder select the country of your registered holding from the drop-down list.
5. Accept the Terms and Conditions and click 'Continue'.

You can view the meeting presentations, ask questions verbally or via a live text facility and cast votes at the appropriate times while the meeting is in progress.

For instructions refer to the online user guide at www.computershare.com.au/virtualmeetingguide.

## VOTING ON RESOLUTIONS

As required under the *Corporations Act 2001* (Cth), all voting on the resolutions proposed and stated in the Notice of Meeting will be by way of a poll and not a show of hands.

## APPOINTING A PROXY

All shareholders who are entitled to attend and vote at the AGM have the right to appoint up to two proxies to attend the AGM on their behalf, and to vote in accordance with their instruction on the proxy form.

A proxy need not be a shareholder of Helloworld Travel Limited and may be an individual or body corporate.

You can direct your proxy how to vote (i.e. to vote 'for' or 'against' or to 'abstain' from voting on each resolution) by following the instructions on the voting form. If you appoint a proxy, the Company encourages you to consider directing your proxy how to vote.

Where two proxies are appointed, each proxy can be appointed to represent a specified proportion or number of shareholder votes. If no number or proportion of votes is specified, each proxy may exercise half of the shareholder's votes.

If a body corporate is appointed as a proxy, it must appoint a corporate representative in accordance with section 250D of the *Corporations Act 2001* (Cth) to exercise its powers as proxy at the meeting (see Corporate Representative on page 4).

If you wish to appoint a second proxy, an additional proxy form may be obtained by telephoning the Company's share registry (1300 850 505 within Australia or +61 3 9415 4000 outside Australia) or you may copy the enclosed proxy form.

## CHAIRMAN AS PROXY

If you appoint the Chairman of the AGM as your proxy (or the Chairman of the AGM becomes your proxy by default) and you do not direct your proxy how to vote on a resolution, you will be authorising the Chairman to vote as he decides on the relevant resolution (even though the resolution may be connected with the remuneration of one or more members of the Key Management Personnel).

If you do not want the Chairman of the AGM to vote, as your proxy, in favour of any resolution, you need to direct your proxy to vote against, or to abstain from voting, on the relevant resolution by marking the appropriate box on the proxy form.

# IMPORTANT INFORMATION

## OTHER MEMBERS OF THE KEY MANAGEMENT PERSONNEL AS PROXY

If you appoint a Director (other than the Chairman of the AGM) or another member of the Key Management Personnel (or a closely related party of any member of the Key Management Personnel) as your proxy, you should direct them how to vote on the relevant resolution by marking the appropriate box on the proxy form. If you do not do so, they will not be able to vote as your proxy on that resolution.

## ATTORNEY AS PROXY

A shareholder may appoint an attorney to attend and vote on their behalf. For an appointment to be effective for the meeting, the instrument effecting the appointment (or a certified copy of the instrument) must be received by the Company at its registered office, or one of the addresses listed below for the receipt of proxy appointments, at least 48 hours prior to the commencement of the AGM.

## CORPORATE REPRESENTATIVE

A body corporate, which is a shareholder, or which has been appointed as a proxy, may appoint an individual to act as its corporate representative at the meeting in accordance with section 250D of the *Corporations Act 2001* (Cth). The appropriate appointment document must be produced prior to admission. A form of appointment may be obtained by telephoning the Company's share registry (1300 850 505 within Australia or +61 3 9415 4000 outside Australia) or by downloading the form 'Appointment of Corporate Representative' at www.investorcentre.com.au and selecting 'Printable Forms'.

## TIMING AND COMMUNICATION OF PROXY APPOINTMENT

To be effective for the scheduled meeting, a proxy appointment (and any power of attorney or other authority under which it is signed or otherwise authenticated, or a certified copy of that authority) must be received at an address or fax number set out below no later than 10.00am (AEDT) on Wednesday, 21 October 2026 (being 48 hours before the commencement of the meeting). Any proxy appointment received after that time will not be valid for the scheduled meeting.

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|---|---|
| ONLINE | www.investorvote.com.au |
| FOR INTERMEDIARY ONLINE SUBSCRIBERS (CUSTODIANS) | www.intermediaryonline.com |
| BY MAIL | Share Registry – Computershare<br>GPO Box 242<br>Melbourne VIC 3001<br>Australia |
| FAX | Share Registry – Computershare<br>1800 783 447 (within Australia)<br>+61 3 9473 2555 (outside Australia) |

Enquiries to Computershare can also be made by:

| | |
|---|---|
| WEBCHAT | www.investorcentre.com/contact |
| PHONE | 1300 850 505 (within Australia)<br>+ 61 3 9415 4000 (outside Australia) |

For more information concerning the appointment of proxies and the ways in which proxy appointments may be submitted, please refer to the enclosed proxy form.

## UNDIRECTED PROXIES

On a poll, the Chairman of the AGM intends to vote, as your proxy, in favour of each of the proposed resolutions (where permissible).

## QUESTIONS FROM SHAREHOLDERS

The Chairman of the AGM will allow a reasonable opportunity for shareholders to ask questions about, and make comments on, the management of the Company and on the Financial Report, the Directors' Report (including the Remuneration Report) and the Auditor's Report ('Reports'), as well as each of the resolutions to be considered at the meeting.

Mr Chris Sargent (or another representative) of the Company's Auditor, KPMG, will attend the meeting. During the meeting's consideration of the Reports, the Chairman of the AGM will allow a reasonable opportunity for shareholders at the meeting to ask the Auditor's representative questions relevant to the:

- conduct of the audit;
- preparation and content of the Auditor's Report for the financial year ended 30 June 2026;
- accounting policies adopted by the Company in relation to the preparation of the financial statements contained in the Financial Report for that year; and
- independence of the Auditor in relation to the conduct of the audit.

Shareholders may also submit a written question to the Company's Auditor if the question is relevant to the content of the Auditor's Report or the conduct of the audit.

If you wish to submit a question in advance of the meeting, you may do so by sending your question to one of the places below by no later than Wednesday, 21 October 2026.

| | |
|---|---|
| BY MAIL | Share Registry – Computershare<br>GPO Box 242<br>Melbourne VIC 3001<br>Australia |
| BY E-MAIL | investorrelations@helloworld.com.au |
| ONLINE | www.investorvote.com.au |

The Company and the Auditor will attempt to respond to as many of the more frequently asked questions as possible. Due to the large number of questions that may be received, the Company and the Auditor will not be replying on an individual basis.

# EXPLANATORY NOTES

## ITEM 1 – RECEIPT AND CONSIDERATION OF THE FINANCIAL REPORT, DIRECTORS' REPORT AND AUDITOR'S REPORT (REPORTS)

The *Corporations Act 2001* (Cth) requires the Helloworld Travel Limited financial statements and reports for the financial year ended 30 June 2026 to be presented to the 2026 AGM.

The 2026 Annual Report of the Company contains the Financial Report, the Directors' Report (including the Remuneration Report) and the Auditor's Report for the year ended 30 June 2026 and may be accessed from the Annual Reports tab in the Company's Investor Centre (https://www.helloworldlimited.com.au/annual-reports/). A printed copy of the 2026 Annual Report has been sent to those shareholders who have elected to receive one.

During this item of business, shareholders will be provided with a reasonable opportunity to ask questions, and to make comments, in relation to these reports and the management of the Company. No formal resolution to adopt the reports will be put to shareholders at the meeting (except for Resolution 1 - Adoption of the Remuneration Report).

Shareholders will also be given a reasonable opportunity during this item of business to ask a representative of the Company's Auditor, KPMG, questions relevant to the matters outlined under the heading 'Questions from Shareholders' on page 4.

## ITEM 2 – ADOPTION OF THE REMUNERATION REPORT (RESOLUTION 1)

Section 250R(2) of the *Corporations Act 2001* (Cth) requires a listed company to put a resolution to its members at its AGM that its Remuneration Report be adopted. The *Corporations Act 2001* (Cth) expressly provides that the vote on any such resolution is advisory only. This means that the vote provides guidance to the Directors, and it does not bind the Directors or the Company.

However, the Directors recognise the vote as an indication of shareholder sentiment and will have regard to the outcome of the vote and any discussion when setting the Company's remuneration policies.

However, the *Corporations Act 2001* (Cth) provides for a 'two strikes rule' in relation to voting on the Remuneration Report. This rule would apply if, at two consecutive AGMs, the resolution for adoption of the Remuneration Report were to receive a 'no' vote of 25% or more of the votes cast on the resolution. In that case, a further resolution (a 'spill resolution') would be required to be put to shareholders at the second of those AGMs. If passed, the spill resolution would require an extraordinary general meeting of the Company (a 'spill meeting') to be held within 90 days of the second AGM, for the purpose of considering the election of Directors.

At the spill meeting, the Directors (other than the Managing Director) who were in office at the date of approval by the Board of the most recent Directors' Report would cease to hold office, unless re-elected at the meeting. For any spill resolution to be passed, more than 50% of the votes cast on the resolution must be in favour of it.

In addition, if comments are made on the Remuneration Report at the AGM and 25% or more of the votes cast on Resolution 1 are against the adoption of the Remuneration Report, the Company's Remuneration Report for the current financial year will be required to include an explanation of the Board's proposed action in response to those comments or, if no action is proposed, the Board's reasons for this.

Details in relation to the Company's Key Management Personnel are set out in the Remuneration Report on pages 35 to 40 of the 2026 Annual Report, which may be accessed by visiting the Company's Investor Centre (https://www.helloworldlimited.com.au/annual-reports/).

Key Management Personnel means those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or the Group, whether directly or indirectly.

The *Corporations Act 2001* (Cth) restricts Key Management Personnel and their closely related parties from voting in certain circumstances on such resolutions.

A closely related party, in relation to a member of the Key Management Personnel, means the member's spouse, child or dependant (or a child or dependant of the member's spouse), anyone else in the member's family who may be expected to influence, or be influenced by, the member in the member's dealings with the Company and/or the Group, and any company that the member controls.

At the Company's 2025 AGM, 98.88% of the votes cast on the resolution for the adoption of the Remuneration Report were in favour of the resolution and no comments were made on the Remuneration Report at that meeting.

During this item, shareholders will be provided with a reasonable opportunity to ask questions about, and make comment on, the Remuneration Report.

Please read the information under the heading 'Chairman as Proxy' on page 3, which deals with the Chairman's voting of undirected proxies on the resolution for adoption of the Remuneration Report (Resolution 1).

The Remuneration Report forms part of the Directors' Report which was made in accordance with a unanimous resolution of the Directors. Each of the Directors recommends the Remuneration Report to shareholders for adoption.

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

## ITEM 3 – RE-ELECTION OF DIRECTOR (RESOLUTION 2)

BACKGROUND

As required by Helloworld Travel Limited's Constitution and the ASX Listing Rules, the Director who has been longest in office since their last re-election, Martin Pakula, retires by rotation and being eligible, stands for re-election. The Board, with the assistance of the Nominations and Governance Committee, have reviewed the performance of the Director standing for re-election and have endorsed the nomination of the candidate for re-election.

### *RESOLUTION 2 – RE-ELECTION OF MARTIN PAKULA*

TERM: Non-Executive Director since 30 November 2022.

INDEPENDENT: Yes

SKILLS AND EXPERIENCE: Martin served as a Member of the Victorian Parliament for 16 years, from 2006 to 2022. In that time, he held a range of ministerial portfolios including Attorney General, Minister for Racing, and Minister for Tourism, Sport and Major Events.

Prior to entering Parliament, Martin worked as a solicitor and as a senior trade union official.

In addition to his role as a Director of Helloworld Travel Limited, Martin serves as a Director of Sport Australia Hall of Fame and as Chairman of Crown Melbourne, the Australian Grand Prix Corporation and Tourism North East.

HELLOWORLD TRAVEL LIMITED COMMITTEE MEMBERSHIPS:

- Member of the Audit & Risk Committee;
- Member of Nominations and Governance Committee; and
- Member of Remuneration Committee.

INTERESTS IN SHARES:

A legal and beneficial interest in 12,500 fully paid ordinary shares.

The Board (other than Martin Pakula because of his personal interest in the resolution) recommends that shareholders vote in favour of Martin Pakula's re-election as a Director.

## ITEM 4 – ELECTION OF DIRECTOR (RESOLUTION 3)

BACKGROUND

Peter Costello AC is a Director appointed by the Board who will retire and stand for election at the AGM. In accordance with clause 65 of the Helloworld Travel Limited Constitution, the Board may appoint a person to be a Director at any time except during a general meeting. Any Director so appointed automatically retires at the next AGM and is eligible for election by the general meeting.

Peter Costello AC intends to stand for election at the 2026 AGM.

### *RESOLUTION 3 – ELECTION OF PETER COSTELLO AC*

TERM: Non-Executive Director since 1 June 2026.

INDEPENDENT: Yes

SKILLS AND EXPERIENCE: Peter has an extraordinary amount of experience at government, financial and commercial levels, including over 11 years as Treasurer of the Commonwealth of Australia. Peter has also held the position of Member then Chair of the Independent Advisory Board to the World Bank from 2008 to 2014, Chair of Australia's Future Fund from 2014 to 2024 and Chair of the Nine Entertainment Company from 2016 to 2024.

HELLOWORLD TRAVEL LIMITED COMMITTEE MEMBERSHIPS:

- Member of the Audit & Risk Committee;
- Member of Nominations and Governance Committee; and
- Member of Remuneration Committee.

INTERESTS IN SHARES:

No legal or beneficial interest in fully paid ordinary shares.

The Board (other than Peter Costello AC because of his personal interest in the resolution) recommends that shareholders vote in favour of Peter Costello's election as a Director.

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