ASX release **24 September 2026**

Notice of Annual General Meeting

The 2026 Annual General Meeting ('AGM') of Pioneer Credit Limited (ASX: PNC) will be held at 10 a.m. (AWST) on Thursday 29 October 2026.

The AGM will be conducted as a live webcast and shareholders can attend the meeting by logging in online (at https://meetings.openbriefing.com/PNC26), as per the instructions set out in the following Notice of AGM.

Authorised by:

Company Secretary, Pioneer Credit Limited

Investor and media enquiries:

Keith John
Managing Director
Pioneer Credit Limited
M: 0438 877 767

About Pioneer

Pioneer Credit is an ASX-listed company (ASX: PNC) providing high quality, flexible, financial services support to help everyday Australians out of financial difficulty. Pioneer Credit has the trust of long-term vendor partners to do the right thing and respectfully support customers to achieve their financial independence.

Pioneer Credit has established a solid foundation to pursue further growth by leveraging its outstanding industry relationships, compliance record and customer-focused culture.

www.pioneercredit.com.au

Notice of Annual General Meeting

Time: 10 a.m. (AWST)

Time:	10 am (AWST)
Date:	29 October 2026
Place:	by live webcast at https://meetings.openbriefing.com/PNC26

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 advisors prior to voting. Should you wish to discuss the matters in this Notice of Meeting please contact the Company Secretary on +61 8 9323 5020.

Notice of Annual General Meeting

Time and Place of Meeting

Notice is given that the 2026 Annual General Meeting ('**AGM**') of Pioneer Credit Limited (ACN 103 003 505) ('**Pioneer**' or the '**Company**') will be held on **Thursday 29 October 2026 at 10 am (AWST)** by live webcast.

The Explanatory Statement accompanying this Notice of Meeting provides additional information on matters to be considered at the AGM. Terms used in this Notice of Meeting will, unless the context otherwise requires, have the same meaning given to them in the glossary contained in the Explanatory Statement. The Explanatory Statement and proxy form are part of this Notice of Meeting.

The AGM will include a facility for Shareholders to ask questions in relation to the business of the AGM. You can participate by logging in online by the online platform link.

It is recommended that Shareholders log in to the online platform at least 15 minutes prior to the scheduled start time for the AGM by navigating to the online platform link (https://meetings.openbriefing.com/PNC26) on a supported web browser on your computer or online device.

To log in to the AGM, you will need your Shareholder Reference Number (SRN), Holder Identification Number (HIN) or Employee Number, as shown on your Proxy Form, and your postcode.

Proxyholders will need a proxy code to log in. This will be provided by the share registry, MUFG, via email within 24 hours prior to the AGM.

Shareholders attending the AGM online will be able to ask questions and vote during the AGM. All Resolutions will be conducted by poll. More information regarding virtual attendance at the AGM (including how to vote, comment and ask questions during the AGM) is available in the Virtual Meeting Online Guide.

Conduct of Meeting

Please be courteous and respectful to all persons attending the AGM. Please keep questions to a reasonable length to allow as many people as possible to participate, contain questions to matters raised at the AGM and don't repeat questions already answered. Please do not photograph or otherwise record the AGM.

ITEMS OF BUSINESS

Financial Report

To receive and consider the Financial Report, the Directors' Report and the Auditor's Report of the Company for the Financial Year ended 30 June 2026.

Resolution 1 - Remuneration Report

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

"That, for the purpose of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report for the Financial Year ended 30 June 2026 as contained in the Directors' Report."

Note – The vote on Resolution 1 is advisory only and does not bind the Directors or the Company.

This resolution is subject to a **voting prohibition statement**, which is set out in the Explanatory Statement.

Resolution 2 – Re-Election of Stephen Targett as a Director

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

"That, for the purposes of clause 6.1(f)(i)(A) of the Company's Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Stephen Targett retires and, having offered himself for re-election and being eligible, is re-elected as a Director."

Resolution 3 – Ratification of the prior issue of Shares

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

"That, for the purposes of ASX Listing Rule 7.4 and all other purposes, the issue of 28,333,334 Shares issued to sophisticated and institutional investors, comprising 24,108,201 Shares issued under ASX Listing Rule 7.1 and 4,225,133 Shares issued under ASX Listing Rule 7.1A, as more fully described in the Explanatory Statement, be approved."

Note – This resolution is subject to a **voting exclusion statement**, which is set out in the Explanatory Statement.

Resolution 4 - Approval of Issue of Equity Securities under the Pioneer Equity Incentive Plan

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

'That, for the purpose of Exception 13 of Listing Rule 7.2 and for all other purposes, Shareholders approve the issue of equity securities under the Pioneer Equity Incentive Plan on the terms and conditions set out in the Explanatory Statement.'

Note – This resolution is subject to a **voting exclusion statement** and **voting prohibition statement**, which are set out in the Explanatory Statement.

Resolution 5 – Constitution - Renewal of Proportional Takeover Provisions

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

‘That for the purposes of sections 648G(4) and 136(2) of the Corporations Act and for all other purposes the Proportional Takeover provisions in clause 14 of the Company's Constitution be renewed for a period of three years from the date this Resolution is approved .’

Resolution 6 - Approval of 10% Placement Facility

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

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

Sue Symmons
Company Secretary

Date: 14 September 2026

IMPORTANT INFORMATION

Live Webcast Meeting

The AGM will be held as a live webcast at 10 am (AWST) on **Thursday 29 October 2026**.

Shareholders are encouraged to participate in the AGM by joining the meeting in real time via our online platform at https://meetings.openbriefing.com/PNC26.

Shareholders will be able to view and listen to the proceedings of the AGM, view the slides presented during the meeting and vote on resolutions. Shareholders will also be able to submit questions in relation to the business of the AGM by:-

- asking questions of the Company in advance of the AGM by emailing questions to the Company Secretary at investor_relations@pioneercredit.com.au. To allow time to collate questions and prepare answers, questions should be received by the Company Secretary by **5 pm (AWST) on Thursday 22 October 2026**; and
- asking questions through the online platform during the AGM.

To vote or ask a question, Shareholders will need their holder identifier (SRN, HIN or employee identification) and postcode. Proxies will need to enter the proxy number that MUFG will send via email 24 hours before the meeting.

Voting will open at the commencement of registration.

More information regarding online participation at the AGM, including how to vote and ask questions through the online platform is available in the Virtual Meeting Online Guide which is available on Pioneer's website (https://pioneercredit.com.au/for-business/shareholders/news-and-announcements/) and on request from the Company Secretary. The Guide has also been lodged with the ASX.

If you cannot be verified by the moderator, you will attend the meeting as a visitor and will not be able to ask a question or make a comment orally.

Voting on the resolutions to be considered at the AGM is either by lodging a Proxy Form before the AGM or, to the extent allowed by the Company, by voting during the virtual meeting in accordance with any process and regulation approved by the Company.

Connectivity and other technical issues may arise during the AGM. The Chair has discretion as to whether and how the meeting should proceed in the event that any such issues arise. In exercising this discretion, the Chair will have regard to the extent to which participation in the meeting is affected.

Where the Chair considers it appropriate, the Chair may continue to conduct the AGM, including conducting polls and voting in accordance with valid proxy instructions. Shareholders are encouraged to lodge a proxy as soon as practicable and **by no later than 10am (AWST) on Tuesday 27 October 2026**, being 48 hours prior to the commencement of the meeting.

Voting Eligibility

The business of the AGM affects your shareholding and your vote is important. The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to attend and vote at the AGM are those who are registered Shareholders at **4 pm (AWST) on Tuesday 27 October 2026.**

If more than one joint holder of Shares is present at the AGM (whether personally, by proxy or by attorney or representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Voting by Proxy

To appoint proxies, a proxy form must be signed by the shareholder or their duly appointed attorney. If the shareholder is a corporation, the proxy form must be signed in accordance with the Corporations Act or under the hand of its duly appointed attorney or authorised officer.

If you are a shareholder entitled to attend and vote, you may appoint an individual or a body corporate as a proxy. If a body corporate is appointed as a proxy, that body corporate must ensure that it appoints a corporate representative in accordance with section 250D of the Corporations Act to exercise its powers as proxy at the AGM.

A proxy need not be a shareholder of the Company. A shareholder may appoint up to two proxies and specify the proportion or number of votes each proxy may exercise. If the shareholder does not specify the proportion or number of votes to be exercised, each proxy may exercise half of the shareholder's votes.

To be effective, the Proxy Form must be received at the Share Registry of the Company **by no later than 10 am (AWST) on Tuesday 27 October 2026,** being 48 hours before the AGM. Proxy Forms must be received before that time by one of the following methods:

By Post:	Pioneer Credit Limited c/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235 Australia
By Facsimile:	(02) 9287 0309 (within Australia) +61 2 9287 0309 (from outside Australia)
By Hand:	MUFG Corporate Markets (AU) Limited Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150
Online:	By lodging a proxy online by using the online lodgement facility as detailed in the enclosed Proxy Form.

Completed Proxy Forms must be received by the Company in the manner stipulated above. The Company reserves the right to declare invalid any Proxy Form not received in this manner.

Voting by Attorney

If voting by Attorney, including where a Proxy Form is signed by an Attorney, the original power of attorney (if any) (or a certified copy of that power of attorney or other authority) must be received by the Company, in the manner set out above, **by no later than 10 am (AWST) on Tuesday 27 October 2026**.

Corporate Representatives

A body corporate who is a shareholder, or which has been appointed as a proxy, is entitled to appoint any person to act as its representative at the AGM. The appointment of the representative must comply with the requirements of section 250D of the Corporations Act.

The representative should bring to the AGM a properly executed letter or other document confirming its authority to act as the Company's representative. You can download and complete the "Appointment of Corporate Representation" form from Pioneer's share registry's website (https://www.mpms.mufg.com/en/for-individuals/au/shareholders/forms/).

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in relation to the Company's AGM to be held at **10 am (AWST) on Thursday 29 October 2026**.

The purpose of this Explanatory Statement is to provide Shareholders with information that is reasonably required by Shareholders to decide how to vote on the Resolutions. The Directors recommend that Shareholders carefully read this Explanatory Statement before determining whether or not to support the Resolutions.

Resolutions 1-4 are ordinary resolutions requiring a simple majority of votes cast in favour by Shareholders entitled to vote on the resolution. Resolutions 5-6 are special resolutions requiring a 75% majority of votes cast in favour by Shareholders entitled to vote on the resolution. All Resolutions will be put to a poll.

The Chair of the AGM intends to vote all undirected proxies (where he has been appropriately authorised) in favour of all Resolutions.

Financial Report

The Financial Report, Directors' Report and Auditor's Report for the year ended 30 June 2026 will be put before the AGM. No resolution is required for this matter, however, Shareholders will be provided with a reasonable opportunity to ask questions or make comments in relation to these reports.

Together, the Financial Report, Directors' Report and the Auditor's Report constitute the Company's 2026 Annual Report. The Annual Report has been made available to Shareholders and is published on the ASX announcements platform (under code 'PNC') and Pioneer's website (https://pioneercredit.com.au/for-business/shareholders/news-and-announcements/).

The Chair will give Shareholders a reasonable opportunity to ask the Auditor questions relevant to the:

- conduct of the audit;
- preparation and content of the Auditor's Report;
- accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- independence of the Auditor in relation to the conduct of the audit.

The Chair will also give the Auditor a reasonable opportunity to answer written questions submitted by Shareholders that are relevant to the content of the Auditor's Report or the conduct of the audit. A list of questions, if any, submitted by Shareholders will be made available at the start of the AGM and any written answer tabled by the Auditor at the AGM will be made available as soon as practicable after the AGM.

Resolution 1 - Remuneration Report

In accordance with section 250R(2) of the Corporations Act, the Board is presenting the Remuneration Report to Shareholders for their consideration and adoption by an advisory vote. Although it is an advisory vote which does not bind the Company or the Directors, the Board will take the outcome of the vote and shareholder comments into account when determining future remuneration arrangements.

The Remuneration Report is contained in the Annual Report and is available on the ASX announcements platform (under code 'PNC') and Pioneer's website (https://pioneercredit.com.au/for-business/shareholders/news-and-announcements/).

In setting the Company's remuneration strategy, the Board is committed to a framework which:

a. motivates executives to deliver long term sustainable growth within an appropriate control framework;

b. demonstrates a clear and strong correlation between performance and remuneration; and

c. aligns the interests of executives with the Company's Shareholders.

Structuring executive remuneration to align with the life of the Company's assets is consistent with the Company's differentiated customer servicing approach and reflects the Board's commitment to maintaining an executive that is focused on making decisions for the long-term benefit of the Company.

Pioneer's remuneration strategy in relation to Non-Executive Directors is based on attracting experienced and qualified directors with appropriate insight into corporate governance issues.

Shareholders will have the opportunity to ask questions and comment on the Remuneration Report.

Voting Consequences

In accordance with section 300A of the Corporations Act, a company is required to put to its shareholders a resolution proposing the calling of another 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 the 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 shareholder meeting (Spill Meeting) within 90 days of the second annual general 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 AGM the votes cast against the remuneration report considered at that AGM were less than 1%. Accordingly, the Spill Resolution is not relevant for this Meeting.

Voting Prohibition Statement

A vote on Resolution 1 must not be cast (in any capacity) and the Company will disregard any votes cast on Resolution 1 by or on behalf of:

a. a member of the KMP, details of whose remuneration are included in the Remuneration Report; or

b. a closely related party (as defined in the Corporations Act) of the persons referred to above; or

c. as a proxy by a member of the KMP at the date of the AGM, or that KMP's closely related party,

unless a person described above (the **voter**) casts a vote as a proxy if the vote is not cast on behalf of a person described above and either:

d. the voter is appointed as a proxy in writing that specifies the way the proxy is to vote on this Resolution; or

e. the voter is the Chair and the appointment of the Chair as proxy:

- does not specify the way the proxy is to vote on this Resolution; and
- 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 KMP.

Recommendation

The Board abstains, in the interests of good corporate governance, from making a recommendation on the adoption of the Remuneration Report (**Resolution 1**).

Resolution 2 - Re-Election of Stephen Targett

In accordance with clause 6.1(f)(i)(A) of the Company's Constitution, Stephen Targett is required to retire at the AGM. Being eligible, Stephen Targett has offered himself for re-election.

In accordance with the Company's Board Charter, the People, Remuneration and Nomination Committee met and recommended to the Board that Stephen Targett be re-elected.

Qualifications and background

Steve joined Pioneer as a Non-Executive Director in June 2021 and became Chair on 31 December 2022. He retired by rotation and was re-elected as a Director in October 2023.

Steve has extensive financial services experience as both a board member and an executive in Australia and overseas. He was former Chair of CPT Global Limited, of member-owned bank Police & Nurses Limited (P&N) and BCU, a division of P&N and was previously Chief Executive Officer of RACQ Bank.

In successive executive positions, he effectively led National Australia Bank's European services, Lloyds Banking Group's wholesale and international division, and ANZ's institutional bank.

The Board has considered Stephen Targett's independence and considers that he is an Independent Director.

Recommendation

The Board (with Stephen Targett abstaining) unanimously recommends that Shareholders vote in favour of the re-election of Stephen Targett (**Resolution 2**).

Resolution 3 – Ratification of the prior issue of Shares under ASX Listing Rules 7.1 and 7.1A

On 28 July 2026, the Company issued a total of 28,333,334 Shares pursuant to the recent institutional and sophisticated investor placement.

Of those Shares:-

(a) 24,108,201 Shares were issued using the Company's placement capacity under ASX Listing Rule 7.1; and

(b) 4,225,133 Shares were issued using the Company's placement capacity under ASX Listing Rule 7.1A.

Resolution 3 seeks Shareholder ratification under ASX Listing Rule 7.4 of the Shares issued under ASX Listing Rule 7.1 and 7.1A.

ASX Listing Rule 7.1 imposes limits on the number of equity securities (including ordinary shares) that a company can issue or agree to issue without shareholder approval. Under ASX Listing Rules, generally a company must not, without prior shareholder approval, issue in any 12 month period, a number of equity securities which is more than 15% of the number of fully paid ordinary shares on issue 12 months before the issue.

ASX Listing Rule 7.4 states that an issue by a company of securities made without shareholder approval under ASX Listing Rules 7.1 or 7.1A is treated as having been made with approval for the purpose of ASX Listing Rule 7.1 or 7.1A, if the issue did not breach the relevant Listing Rule when made and the Company's shareholders subsequently approve it.

Under Resolution 3, the Company seeks shareholder approval under ASX Listing Rule 7.4 of the issue of 28,333,334 Shares on 28 July 2026 to sophisticated and institutional investors (**Placement Shares**). Of those Placement Shares, 24,108,201 were issued under ASX Listing Rule 7.1 and 4,225,133 were issued under ASX Listing Rule 7.1A.

The Company was in compliance with Listing Rules 7.1 and 7.1A when the Placement Shares were issued.

The Company is seeking this approval in order to provide the Company with the maximum flexibility to undertake equity raisings without the need for further shareholder approval. The requirement to obtain shareholder approval for an issue, at the time of issue, could limit the Company's ability to take advantage of the opportunities that may arise.

Notwithstanding an approval by shareholders of Resolution 3, any future equity raising will remain subject to the 15% limit under ASX Listing Rule 7.1 and, to the extent relevant, its additional 10% Listing Rule 7.1A capacity.

No decision has been made by the Board of Directors to undertake any further issue of equity securities in the event that approval is received from shareholders in respect of Resolution 3. The Board of Directors will only decide to issue further equity securities if it considers it is in the best interests of the Company to do so.

Technical information required by ASX Listing Rule 14.1A

If Resolution 3 is passed, the Placement Shares will not be included in calculating the Company's 15% placement capacity under Listing Rule 7.1, and, the extent relevant, its additional 10% Listing Rule 7.1A capacity effectively increasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of issue of those securities.

If Resolution 3 is not passed, the Placement Shares remain counted against the Company's Listing Rule 7.1 and 7.1A capacities, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of issue of those securities.

Information required by ASX Listing Rule 7.5

ASX Listing Rule 7.5 requires that the following information be provided to shareholders when seeking an approval for the purposes of ASX Listing Rule 7.4:

a. the total number of fully paid ordinary shares allotted and issued was 28,333,334 on 28 July 2026 ('Placement Shares').

b. The issue price for the Placement Shares was $0.60 per Share.

c. The Placement Shares rank equally in all respects with existing ordinary shares in the Company.

d. The Placement Shares were issued to new and existing sophisticated and institutional investors. The investors were identified by the Company with assistance from Canaccord Genuity (Au) Limited and Wallabi Group Pty Ltd. Substantial holders issued with more than 1% of the Company's then issued capital are:-

Registered Holder	No. of Shares	% Received	Current Holding %
Samuel Terry Asset Management Pty Ltd	8,583,334	5.3%	18.7
Jamplat Pty Ltd	1,939,175	1.21%	5.9

e. The funds will be used to accelerate investment in Purchased Debt Portfolios and support continued earnings growth.

f. The Placement Shares were issued under broker confirmation letters containing customary terms including the issue price, timetable and confirmation that each investor is a sophisticated or institutional investor.

g. A voting exclusion statement is included below in this Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 3 by or on behalf of:

a. persons who have participated in the issue the subject of this Resolution 3; or

b. an associate of that person (or those persons)

However, this does not apply to a vote cast in favour of Resolution 3 by:

c. a person as 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; or

d. the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

e. 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 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
   - the holder votes on the Resolution in accordance with the directions given by the beneficiary to the holder to vote that way.

Recommendation

The Board unanimously recommends that shareholders vote in favour of the ratification of the issue of 28,333,334 fully paid ordinary shares **(Resolution 3)**.

Resolution 4 - Approval of issue of equity securities under the Pioneer Equity Incentive Plan

Objectives of Pioneer Equity Incentive Plan

The Board believes that an appropriately designed equity incentive plan is an important component of the Company's remuneration arrangements. Equity incentive plans are a key tool to allow the Company to attract and retain directors and employees and ensure the interests of those directors and employees are aligned with those of Shareholders in creating long-term Shareholder value.

The Board has carefully considered the Pioneer Equity Incentive Plan ('**Plan**') to ensure it achieves these outcomes.

Listing Rule 7.2, Exception 13

In general terms, under ASX Listing Rule 7.1, the Company must not issue or agree to issue equity securities in excess of its 15% placement capacity within a 12 month period without the approval of its Shareholders, subject to certain exceptions. One of the exceptions to Listing Rule 7.1 (Exception 13 of Listing Rule 7.2) is for the issue of Equity Securities under an equity incentive plan that has been approved by Shareholders in the last 3 years.

Given that the issue of Equity Securities under the Plan was last approved by Shareholders on 31 October 2023, the 3 year approval period ends on 31 October 2026. Shareholder approval will be required to ensure that Equity Securities issued by Pioneer under the Pioneer Equity Incentive Plan are not counted towards its 15% placement capacity under Listing Rule 7.1.

The Board has also taken the opportunity to review and amend the Plan. The amendments retain the structure and operation of the Existing Plan and ensure the Plan accords with current laws and market practice.

It is the Company's intention that any Shares vesting under the Plan, will continue to be acquired on-market and held in trust, rather than issuing Shares and diluting existing Shareholders.

The key terms of the Plan are set out in Annexure 1 to this Explanatory Statement.

Resolution 4 seeks Shareholder approval so that the Company can continue to issue Equity Securities under the Plan to eligible participants without affecting its ability to issue securities using the Company's 15% placement capacity under Listing Rule 7.1.

However, any future issues of Equity Securities under the Plan to a Director of the Company, an Associate of a Director or to a person whose relationship with the Company, a Director or an Associate of a Director is, in ASX's opinion, such that approval should be obtained under Listing Rule 10.14 at the relevant time.

The Board believes this will provide the Company with the flexibility necessary to raise additional capital under its 15% placement capacity as and when appropriate and provide long term incentives to its current and future staff. If Resolution 4 is not passed, the Company's ability to adequately incentivise its employees and attract and retain talent will be prejudiced as any securities proposed to be issued to current or future employees would need to be issued under the Company's Listing Rule 7.1 placement capacity or with Shareholder approval.

For the purpose of Listing Rule 14.1A, the following is noted:

i. if Resolution 4 is passed, the Company will be able to rely on Exception 13 of Listing Rule 7.2 when issuing equity securities to eligible participants under the Plan; and

ii. if Resolution 4 is not passed, the Company will not be able to rely on Exception 13 of Listing Rule 7.2 when issuing securities to eligible participants under the Plan. While the Company will be able to proceed with the issue of securities to eligible participants, any issues of securities will reduce, to the extent of such issue, the Company's capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the issue of those securities.

Information Required by Exception 13(b) of Listing Rule 7.2

The following information is provided to Shareholders for the purposes of Exception 13(b) of Listing Rule 7.2:

i. A summary of the Plan is set out in Annexure 1 of this Notice.

ii. Since the issue of Equity Securities under the Plan was last approved by Shareholders at the Company's 2023 Annual General Meeting the following Equity Securities were issued:

Date	Rights issued
20 November 2023	9,269,841
18 February 2026	2,056,025

In accordance with the Plan, the Rights are subject to various Performance Conditions, Vesting Conditions and Disposal Restrictions and may not all vest into Shares. The Shares may be issued to the eligible person or acquired on-market. While the Company seeks to acquire Shares on market from cash reserves to avoid equity dilution, it has issued Shares to satisfy the vesting of Rights as follows:-

Date	Rights issued
18 July 2024	280,000
23 September 2024	3,100,000
27 August 2026	2,948,315

iii. The maximum number of Equity Securities that may be issued under the New Plan within the three year period from the date of the AGM is 19,200,299 (which as at the date of this Notice represents 10% of the Company's issued ordinary share capital). This is not intended to be a prediction of the actual number of Equity Securities to be issued by the Company and is merely a ceiling for the purposes of Exception 13 of Listing Rule 7.2.

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of:

a. any persons who are eligible to participate in the Plan; or

b. any associates of those persons.

However, this does not apply to a vote cast by:

c. a person as 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; or

d. the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the resolutions as the Chair decides; or

e. 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 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
   - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

A vote on Resolution 4 must not be cast (in any capacity) and the Company will disregard any votes cast on Resolution 4 by or on behalf of:

a. a member of the KMP details of whose remuneration is included in the Remuneration Report or their Closely Related Parties (as defined in the Corporations Act) of the persons referred to in a. above; or

b. as a proxy by a member of the KMP at the date of the AGM, or that KMP's closely related party,

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

- in accordance with their directions on how to vote as set out in the proxy appointment; or
- by the Chair pursuant to an express authorisation in the proxy appointment.

Recommendation

The Board (with Mr John abstaining) unanimously recommend that Shareholders vote in favour of the approval of the issue of Equity Securities under the Pioneer Equity Incentive Plan **(Resolution 4).**

Resolution 5 – Constitution - Renewal of Proportional Takeover Bids Provisions

Background

The Company's Constitution contains proportional takeover bid approval provisions ('**Proportional Takeover Provisions'**) which enable the Company to refuse to register securities acquired under a proportional takeover bid unless a resolution is passed by Shareholders in general meeting approving the offer. Under the Corporations Act, Proportional Takeover Provisions expire after three years from adoption or renewal and may then be renewed. On 31 October 2026, the Proportional Takeover Provisions will expire and cease to apply. Resolution 5 seeks the approval of Shareholders to retain the Proportional Takeover Provisions for a further three years under sections 648G(4) and 136(2) of the Corporations Act. The Corporations Act requires the Company to provide Shareholders with an explanation of the Proportional Takeover Provisions as set out below.

Information required by section 648G of the Corporations Act

A. Effect of Proportional Takeover Provisions to be renewed

A proportional off-market takeover bid (**'PT Bid'**) is a takeover offer sent to all Shareholders but only for a specified portion of each Shareholder's Securities. Pursuant to section 648G of the Corporations Act where a company has included Proportional Takeovers Provisions in its constitution, if offers have been made under a PT Bid in respect of a class of securities in the company, the registration of a transfer giving effect to a contract resulting from the acceptance of an offer made under such a PT Bid is prohibited unless and until a resolution to approve the PT Bid is passed.

B. Reasons for renewing Proportional Takeover Provisions

If clause 14 of the Constitution is renewed, if a PT Bid is made to Shareholders of Pioneer, the Board is required to convene a meeting of Shareholders to vote on a resolution to approve the proportional takeover. That meeting must be held at least 14 days before the last day of PT Bid period.

The resolution the subject of that meeting is taken to have been passed if a majority of Shares voted at the meeting, excluding the Shares of the bidder and its associates, vote in favour of the resolution. If no resolution is voted on at least 14 days before the last day of the PT Bid period, the resolution is deemed to have been passed. Where the resolution approving the PT Bid is passed or deemed to have been passed, transfers of Shares resulting from accepting the PT Bid are registered provided they otherwise comply with the Corporations Act, the ASX Listing Rules, the ASX Operating Rules and the Company's Constitution. If the resolution is rejected, then under the Corporations Act the PT Bid is deemed to be withdrawn.

The Directors consider that Shareholders should have the opportunity to renew the Proportional Takeover Provisions. Without the Proportional Takeover Provisions applying, a PT Bid for the Company may enable effective control of the Company to be acquired without Shareholders having the opportunity to dispose of all their Securities to the bidder. Shareholders could be at risk of passing control to the bidder without payment of an adequate control premium for all their Securities whilst leaving themselves as part of a minority interest in the Company. Without the Proportional Takeover Provisions, if there was a PT Bid and Shareholders considered that control of the Company was likely to pass, Shareholders would be placed under pressure to accept the PT Bid even if they did not want control of the Company to pass to the bidder. Renewing the Proportional Takeover Provisions will make this situation less likely by permitting Shareholders to decide whether a PT Bid should be allowed to proceed.

C. Knowledge of any acquisition proposals.

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

D. Advantages and disadvantages of the Proportional Takeover Provisions since last renewed

As there have been no takeover bids made for any of the Shares in the Company since the Proportional Takeover Provisions were adopted, there has been no application of the provisions. It may be argued that the potential advantages and disadvantages described below have also applied for the period since adoption of Proportional Takeover Provisions.

E. Potential advantages and disadvantages of Proportional Takeover Provisions

The renewal of the Proportional Takeover Provisions will enable the Directors to formally ascertain the views of Shareholders about a PT Bid. Without these provisions, the Directors are dependent upon their perception of the interests and views of Shareholders. Other than this advantage, the Directors consider that renewal of the Proportional Takeover Provisions has no potential advantages or potential disadvantages for them as Directors, as they remain free to make a recommendation on whether a PT Bid should be accepted. The Directors consider that renewing the Proportional Takeover Provisions benefits all Shareholders in that they will have an opportunity to consider a PT Bid and then attend or be represented by proxy at a meeting of Shareholders called specifically to vote on the proposal. Accordingly, Shareholders are able to prevent a PT Bid proceeding if there is sufficient support for the proposition that control of the Company should not be permitted to pass under the PT Bid. Furthermore, knowing the view of Shareholders assists each individual Shareholder to assess the likely outcome of the PT Bid and whether to accept or reject that bid.

As to the possible disadvantages to Shareholders renewing the Proportional Takeover Provisions, potentially, the proposal makes a PT Bid more difficult and PT Bids will therefore be discouraged. This may reduce the opportunities which Shareholders may have to sell all or some of their Shares at a premium to persons seeking control of the Company and may reduce any takeover speculation element in the Company's Share price. The Proportional Takeover Provisions may also be considered an additional restriction on the ability of individual Shareholders to deal freely on their Shares. The Directors consider that there are no other advantages or disadvantages for Directors or Shareholders which arose during the period in which the Proportional Takeover Provisions were in effect, other than those discussed in this Section.

Additional information

Resolution 5 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

Recommendation

The Board does not believe the potential disadvantages outweigh the potential advantages of renewing the Proportional Takeover Provisions and as a result considers that the Proportional Takeover Provisions in the Constitution are in the interests of Shareholders and unanimously recommends that Shareholders vote in favour of the renewal of Proportional Takeover Bids Provisions **(Resolution 5)**.

Resolution 6 – Approval of 10% Placement Facility

General

Broadly speaking and subject to a number of exceptions, ASX 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.

ASX Listing Rule 7.1A enables eligible entities to seek approval from Shareholders by way of a special resolution passed at an annual general meeting to increase this 15% limit by an extra 10% (‘**10% Placement Facility**’).

An 'eligible entity' for the purposes of ASX Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of $300 million or less. The Company is an 'eligible entity' for these purposes.

The Company is now seeking Shareholder approval by way of a special resolution to have the ability to issue Securities under the 10% Placement Facility.

Description of ASX Listing Rule 7.1A

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Securities of the Company.

As at the date of this Notice, the Company has one quoted class of Equity Security on issue, being fully paid ordinary shares (‘**Shares**’).

Resolution 6 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

The exact number of Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (refer below).

Technical information required by ASX Listing Rule 14.1A

If Resolution 6 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 6 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in ASX Listing Rule 7.1.

Technical information required by ASX Listing Rule 7.3A

In accordance with ASX Listing Rule 7.3A the following information is provided to Shareholders in relation to the 10% Placement Facility.

(i) <u>Minimum Issue Price</u>

Any Equity Securities issued under ASX Listing Rule 7.1A must be in an existing quoted class of Equity Securities and be issued at a minimum of 75% of the VWAP of Equity Securities in the same class, calculated over the 15 Trading Days 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 Equity Securities; or

B. if the Equity Securities are not issued within 10 Trading Days of the date in sub-clause A. above, the date on which the Equity Securities are issued.

(ii) Risk of economic and voting dilution

If Resolution 6 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the economic and voting power in the Company held by existing Shareholders will be diluted as shown in the below table ('**Table**').

The Table shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for Variable A calculated in accordance with the formula in ASX Listing Rule 7.1A.2 as at the date of this Notice.

The Table also shows:-

A. Two examples where the number of Shares on issue has increased by 50% and 100%. The number of Shares on issue may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under ASX Listing Rule 7.1 that are approved at future meetings of Shareholders; and

B. Two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

No. of issued Shares ('A')		**Dilution**		
		$0.338 50% decrease in Current Market Price	**$0.675 Current Market Price**	**$1.35 100% increase in Current Market Price**
Current number of issued shares **192,002,993**	10% Voting Dilution Funds Raised	19,200,299 $6,489,701	19,200,299 $12,960,202	19,200,299 $25,920,404
50% increase to current number of issued shares **288,004,490**	10% Voting Dilution Funds Raised	28,800,449 $9,734,552	28,800,449 $19,440,303	28,800,449 $38,880,606
100% increase to current number of issued shares **384,005,986**	10% Voting Dilution Funds Raised	38,400,599 $12,979,402	38,400,599 $25,920,404	38,400,599 $51,840,809

The Table has been prepared on the following assumptions:-

A. The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.

B. 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%.

C. The Table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of this meeting.

D. The Table shows only the effect of issues of Equity Securities under ASX Listing Rule 7.1A not under the 15% placement capacity under ASX Listing Rule 7.1

E. The issue of Equity Securities under the 10% Placement Facility consists only of Shares. It assumes that no Rights are exercised or vest into Shares before the date of issue of the Shares.

F. The issue price of $0.675 being the closing price of Shares on ASX at the date of this Notice.

Shareholders should note that there is a risk that:-

A. The market price for the Company's Shares may be significantly lower on the issue date than on the date of the Annual General Meeting; and

B. The Shares may be issued at a price that is at a discount to the market price for those Shares on the issue date,

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

(iii) Period for which the 10% Placement is valid

Shareholder approval of the 10% Placement Facility under ASX Listing Rule 7.1A is valid from the date of the AGM at which the approval is obtained and expires on the earlier of:-

A. The date that is 12 months after the date of this AGM;

B. The time and date of the Company's next AGM; and

C. The time and date of the approval by Shareholders of a transaction under ASX Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or ASX Listing Rule 11.2 (disposal of the Company's main undertaking).

(iv) Use of Funds

The Company may issue Equity Securities for cash consideration under the 10% Placement Facility to raise funds for working capital or for the acquisition of new assets or investments. If the Company issues Equity Securities for cash consideration, the Company will release a valuation of the cash consideration that demonstrates that the issue price of the Equity Securities complies with ASX Listing Rule 7.1A.3.

The Company will comply with the disclosure obligations under ASX Listing Rules 7.1A.4 and 3.10.3 (and any applicable amendments to the ASX Listing Rules) upon any issue of Equity Securities under the 10% Placement Facility.

(v) Allocation Policy

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

A. the purpose of the issue;

B. the methods of raising funds that are available to the Company at the time including, but not limited to, rights issue or other issues in which existing security holders can participate;

C. the effect of the issue of the Equity Securities on the control of the Company;

D. the financial situation and solvency of the Company;

E. prevailing market conditions; and

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

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but are likely to be investors which are sophisticated and/or professional investors, who are not related parties of the Company, for the purposes of section 708 of the Corporations Act.

(vi) Previous Approval Under ASX Listing Rule 7.1A

The Company sought and was granted Shareholder approval for the 10% placement facility under ASX Listing Rule 7.1A at the last AGM, held on 30 October 2025.

(vii) Shares issued under Listing Rule 7.1

24,108,201 Shares have been issued in the 12 month period preceding this meeting under Listing Rule 7.1. and ratification of this issue is being sought at this AGM.

(viii) Shares issued under Listing Rule 7.1A

4,225,133 Shares have been issued in the 12 month period preceding this meeting under Listing Rule 7.1A. which represents approximately 2.6% of the total number of Equity Securities on issue at the commencement of the 12 month period. The Shares were issued to institutional and sophisticated investors at $0.60 per Share, which represented a discount of 11.2% to the previous 15 trading day VWAP. The total cash consideration received was $2,535,079.80. The funds will be applied to accelerate investment in Purchased Debt Portfolios and support continued earnings growth. Ratification of this issue is also being sought at this AGM.

(ix) No intention to Issue

As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under ASX Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in respect of this Resolution 6.

Recommendation

The Board unanimously recommends that Shareholders vote in favour of the 10% Placement Facility **(Resolution 6).**

Glossary

$** or **A$ means Australian dollars;

Annual General Meeting or **AGM** means the meeting of Shareholders convened by the Company to be held as a live webcast via https://meetings.openbriefing.com/PNC26 on Thursday 29 October 2026 at 10 am (AWST) for the purpose of considering and voting on the Resolutions;

ASX means the Australian Securities Exchange;

ASX Listing Rules means the ASX Listing Rules;

AWST means Australian Western Standard Time;

Board means the Board of Directors of the Company;

Chair means the Chairman of the Board and, where the context requires, Chairman of the AGM;

Corporations Act means Corporations Act 2001 (Cth);

Director means a director of the Company;

Equity Securities or **Securities** means:

i. a share;
ii. a unit;
iii. an option over an issued or unissued share or unit;
iv. a right to an issued or unissued share or unit;
v. an option over, or right to, a security referred to in (c) or (d) above;
vi. a convertible security; or
vii. any security that ASX decides to classify as an equity security; but not
viii. a security ASX decides to classify as a debt security;

Explanatory Statement means the explanatory statement accompanying the Notice of Meeting;

Financial Year or **FY** means the financial year of the Company;

Independent Director means a non-executive Director who does not have material relationships with the Company or KMP and is not involved in the day-to-day operations of the Company;

KMP means Key Management Personnel;

Notice or **Notice of Meeting** means the notice of meeting provided to Shareholders for the purpose of convening the AGM;

Plan means the Pioneer Equity Incentive Plan;

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 of Meeting to be considered at the AGM;

Shareholders means the registered holders of Shares in the Company;

Shares means the fully paid ordinary shares of the Company;

Trading Days has the meaning given to that in the ASX Listing Rules; and

VWAP means the volume weighted average price of the Company's ASX listed Shares.

Annexure 1 – Summary of Terms and Conditions – Pioneer Equity Incentive Plan

The material terms of the Plan are as follows:

1. Terms

   The Board is empowered under the Plan to determine the key terms of any Plan Share (being an ordinary share in the Company), Option or Right (**'Plan Interests'**) allocated under the Plan. It may adopt particular types of sub-plans (including Deferred Tax Plans, Salary Sacrifice Plans or Exempt Share Plans) which may have particular conditions. Options or Rights may be exercised into Conversion Shares (being ordinary shares in the Company).

2. Eligibility

   The Plan is open to employees, contractors, consultants and directors of the Company (or a subsidiary of the Company) (Eligible Persons).

3. Participation

   Each Eligible Person who acquires a legal or beneficial interest in a Plan Interest (including the legal personal representative of the person) becomes a 'Participant' in the Plan.

4. Invitation

   An invitation by the Board to acquire a Plan Interest and become a Participant in the Plan will be in such form and subject to such conditions as the Board determines, and may be subject to Vesting Conditions and Disposal Restrictions, as well as being forfeited if any Forfeiture Conditions are specified. Invitations are intended to satisfy the requirements for disclosure relief under Division 1A of Part 7.12 of the Corporations Act.

   The Board may (but is not required to) determine to provide a loan or financial assistance to the Eligible Person to acquire a Plan Interest on such terms as it determines.

5. Rights of Participants

   Unless Forfeited (see below) or in the event of a change of control or a court sanctioned scheme of arrangement under Part 5.1 of the Corporations Act, Plan Interests and any Conversion Shares remain subject to the terms and conditions of the Plan until all applicable Vesting Conditions are satisfied and any Disposal Restrictions are lifted.

   Where Options or Rights have been granted, upon vesting and exercise (as applicable), Participants will receive Conversion Shares (which may be subject to Disposal Restrictions).

   Plan Shares and Conversion Shares will rank equally with Shares in respect of dividends and voting entitlements.

   Where Rights are granted, depending on the invitation terms specified, the Board may determine in its absolute discretion that a vested Right will be satisfied by the Company making a cash payment to the Participant in lieu of allocating Shares.

   A holder of Options or Rights is not entitled to participate in, or have their Options or Rights adjusted to take into account, a new issue of Shares or other securities made by the Company to Shareholders. There may be adjustments to the Options or Rights to the extent there are bonus issues or pro-rata issues.

The Company will apply for quotation of the official list of the ASX of the Plan Shares or upon the exercise of an Option issued or a Right that vests under the Plan, the Conversion Shares.

In the event of a change of control or if a court sanctions a scheme of arrangement under Part 5.1 of the Corporations Act for the reconstruction of the Company or its amalgamation with another entity:

- Participants' Rights will automatically be converted to Conversion Shares whether or not all conditions have been met;
- all Options may be exercised whether or not Vesting Conditions have been met; and/or
- any Disposal Restrictions attaching to the Plan Shares or Conversion Shares will automatically be removed.

The Company may, but is not required to, buy back any Plan Shares or Conversion Shares (subject to the Corporations Act and Listing Rules).

6. Forfeiture

A Plan Interest or Conversion Share will be forfeited on the earliest to occur of:

- for Options and Rights, the Expiry Date;
- for Plan Interests generally, failure to meet the Vesting Conditions applicable to the Plan Interest within the applicable time determined by the Board;
- the occurrence of a Forfeiture Condition;
- in respect of unvested Plan Interests, if the Eligible Person becomes a Leaver; or
- for any breach, or attempted breach, of any Disposal Restrictions or Holding Lock.

In that case, any Option or Right will be cancelled, and Plan Shares or Conversion Shares may be bought back or be required to be Disposed of to person determined by the Company, for no consideration.

7. Reconstruction

If, at any time, the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder of Plan Interest are to be changed in a manner consistent with the ASX Listing Rules at the time of the reorganization and in a manner that does not result in any additional benefits being conferred on Participants that are not conferred on Shareholders.

8. Trust

The Company may appoint a trustee on terms and conditions which it considers appropriate to acquire and hold Shares either on behalf of Participants or for the purpose of a Plan (and to use such Shares to instead satisfy the issue of Plan Shares or Conversion Shares to Participants).

9. Disposal

Options and Rights issued under the Plan may not be Disposed of (other than in limited circumstances). Disposal Restrictions may be imposed on any Plan Shares or Conversion Shares, and any Disposal must be in accordance with any security trading policy of the Company. The Company may implement a Holding Lock to enforce Disposal Restrictions.

10. Administration

The Plan will be administered by the Board which has an absolute discretion to determine appropriate procedures for its administration and resolve questions of fact or interpretation and formulate special terms and conditions (subject to any applicable ASX Listing Rules) in addition to those set out in the Plan.

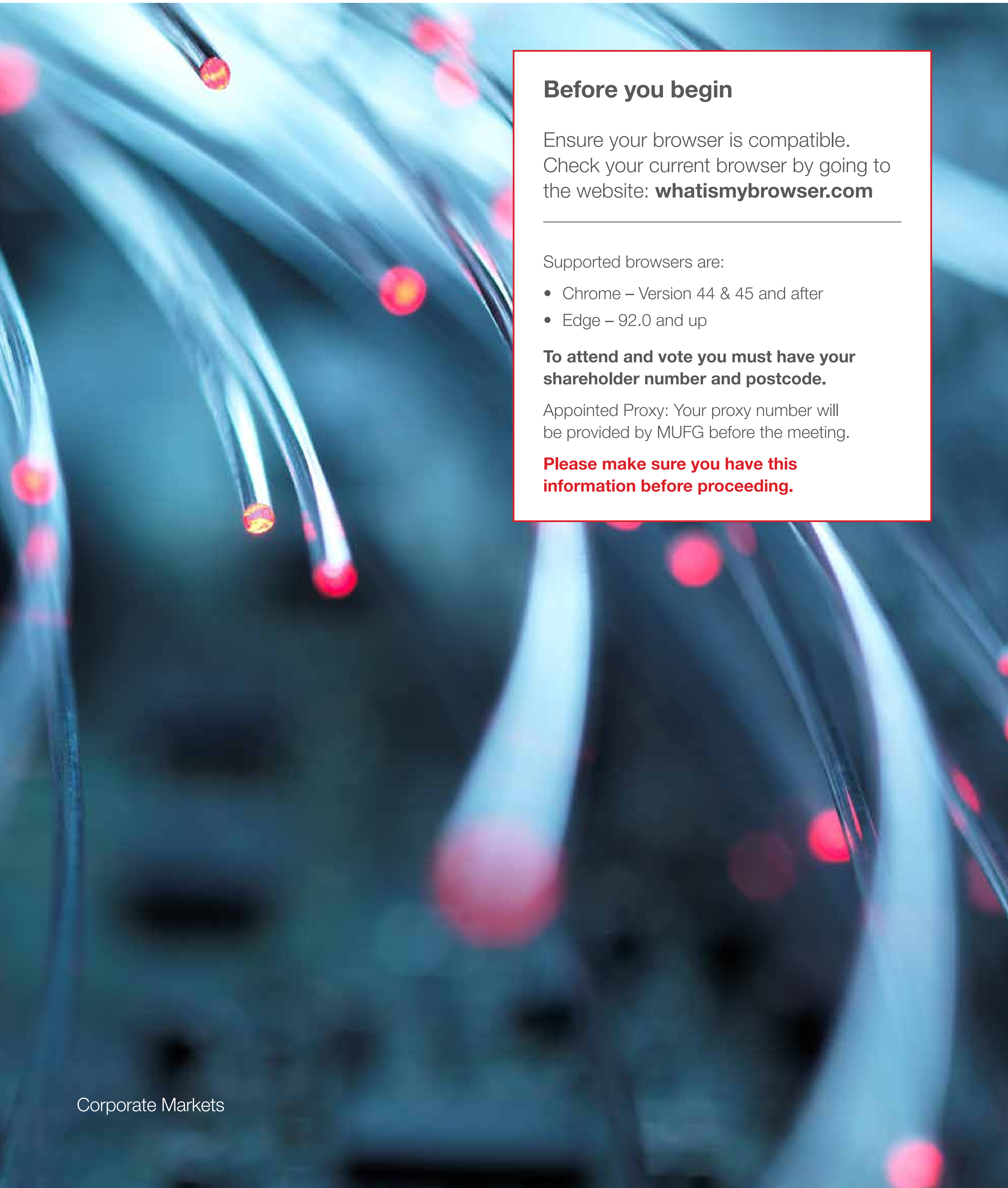
11. Termination and Amendment

The Plan may be terminated or suspended at any time by the Board but any such suspension or termination will not affect nor prejudice rights of any Participant holding Plan Interests at that time. The Plan may be amended at any time by the Board subject to the Constitution, any Law, the ASX Listing Rules and the ASX Settlement Operating Rules.

MUFG

MUFG Corporate Markets
A division of MUFG Pension & Market Services

Online Meeting Guide



Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Edge – 92.0 and up

To attend and vote you must have your shareholder number and postcode.

Appointed Proxy: Your proxy number will be provided by MUFG before the meeting.

Please make sure you have this information before proceeding.

Corporate Markets

Online Meeting Guide

Step 1

Open your web browser and go to https://meetings.openbriefing.com/PNC26

Step 2

Log in to the portal using your full name, mobile number and email address, and participant type

Please read and accept the terms and conditions before clicking on the **'Register and Watch Meeting'** button.

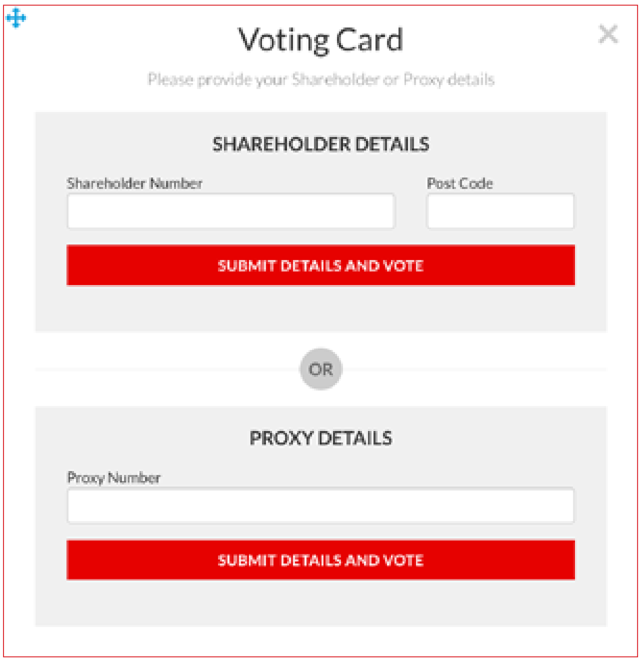
- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.

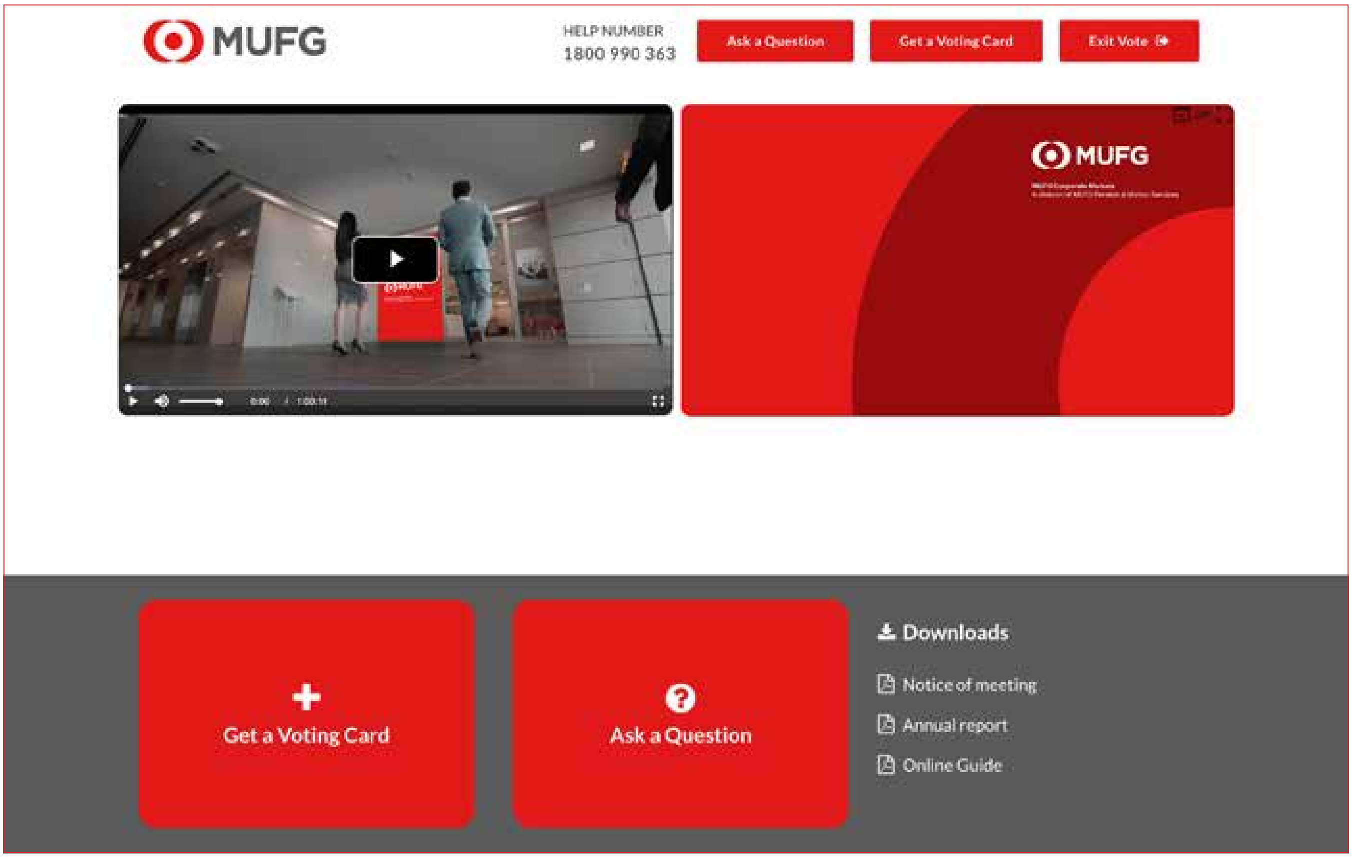


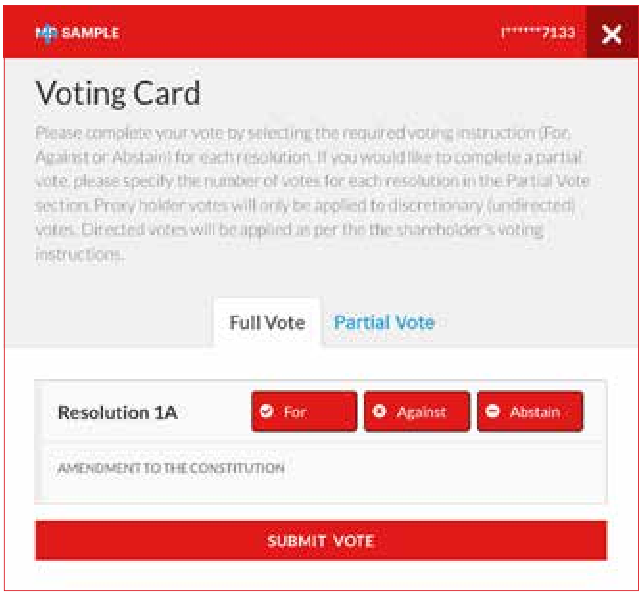
If you are an individual or joint shareholder you will need to register and provide validation by entering your shareholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by MUFG in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by shareholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Shareholders and proxies can submit a either Full Vote or Partial Vote.





Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

Online Meeting Guide *continued*

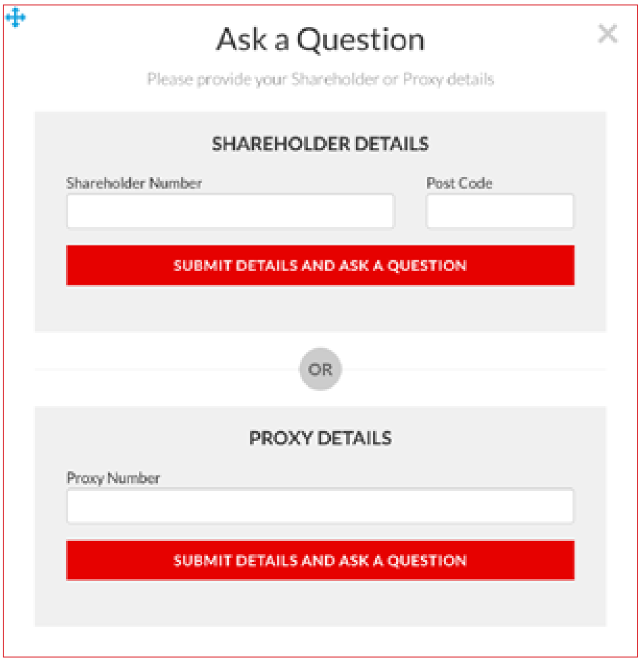
2. How to ask a question

Note: Only verified Shareholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your shareholder number and postcode or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

2a. How to ask a written question

The **'Ask a Question'** box will pop up and you have the option to type in a written question of ask an audio question over the phone line.



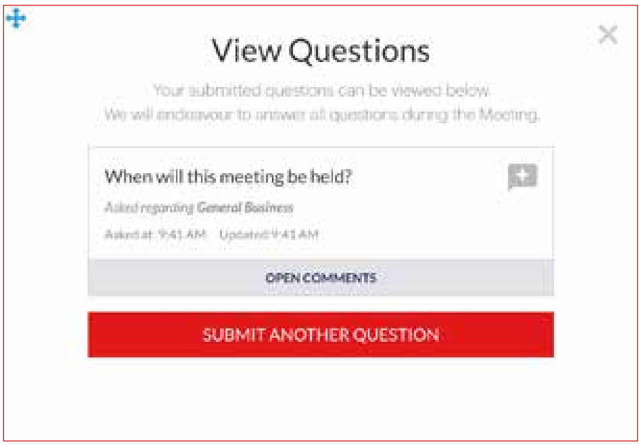
In the **'Regarding'** section click on the drop down arrow and select the category/resolution for your question.

Click in the **'Question'** section and type your question and click on 'Submit'.

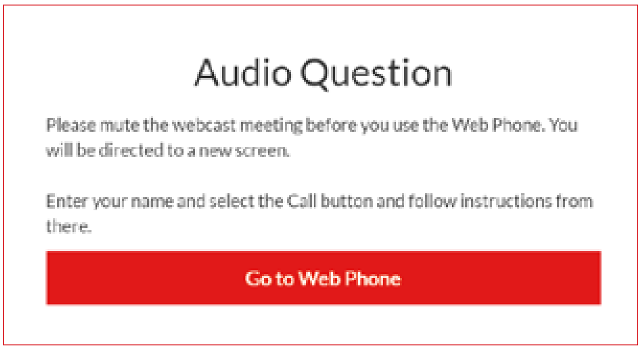
A **'View Questions'** box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note, the company will do their best to address all questions.

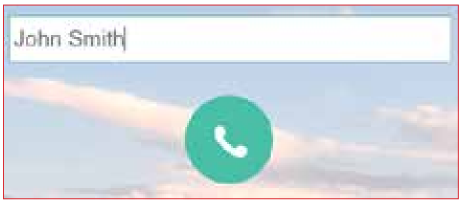


2b. How to ask an audio question



Step 1

Click on **'Go to Web Phone'**



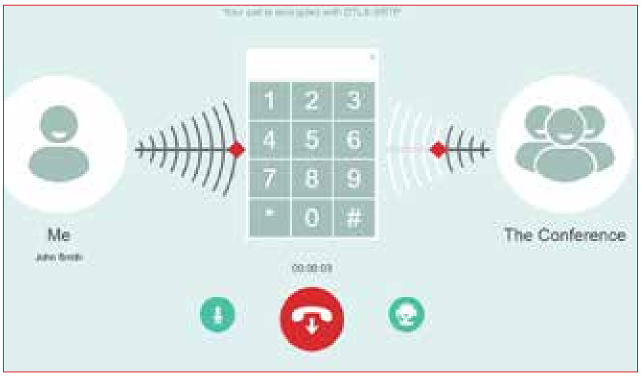
Step 2

Type in your name and hit the green call button. You will then be in the meeting and able to listen to proceedings.

Step 3

A box will pop up with a microphone test. Select **'Start Call'**

Step 4



You are now in the meeting (on mute) and will be able to listen to proceedings.

When the Chair calls for questions or comments on each item of business, press *1 on the keypad on your screen for the item of business that your questions or comments relates to. if at any time you no longer wish to ask a question or make a comment, you can lower your hand by pressing *2 on the keypad.

Step 5

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

Step 6

Your line will be muted once your question or comment has been asked / responded to

Step 7

You can hang up and resume watching the meeting via the online platform. If you would like to ask a question on another item of business, you can repeat the process above.

Please ensure you have muted the webcast audio.

3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

Once voting has been closed all submitted voting cards cannot be changed.

Contact us

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