



ENVIRONMENTAL CLEAN TECHNOLOGIES LIMITED
ACN 009 120 405

Addendum to Notice of Extraordinary General Meeting and accompanying Explanatory Statement

Date of Meeting:
Thursday, 22 October 2026

Time of Meeting:
10.00am (AEDT)

Location:
Suite 1, Level 6, 350 Collins Street, Melbourne VIC 3000

*This document is an addendum to the notice of general meeting (**Notice**) and the accompanying Explanatory Statement (**Explanatory Statement**) dated 14 September 2026 for the extraordinary general meeting of Environmental Clean Technologies Limited to be held on Thursday, 22 October 2026 (**Addendum**). This Addendum varies the Explanatory Statement and should be read together with the Notice and Explanatory Statement. There have been no changes to the Proxy Form despatched to Shareholders on 14 September 2026.*

ENVIRONMENTAL CLEAN TECHNOLOGIES LIMITED

ACN 009 120 405

Registered office: Level 21, 459 Collins Street, Melbourne Victoria 3000

ADDENDUM TO NOTICE AND EXPLANATORY STATEMENT

Environmental Clean Technologies Limited ACN 009 120 405 (**Company**) provides holders of fully paid ordinary shares in the Company (**Shareholders**) this addendum (**Addendum**) to the notice of meeting dated 14 September 2026 (**Notice**) and accompanying explanatory statement (**Explanatory Statement**) for the extraordinary general meeting of the Company to be held at Suite 1, Level 6, 350 Collins Street, Melbourne VIC 3000 on Thursday, 22 October 2026 at 10:00am (AEDT) (**Meeting**).

Shareholders should note that there is no change to the date, time and venue of the Meeting. Definitions in the Notice have the same meaning in this Addendum, unless otherwise specified in this Addendum.

This Addendum is supplemental to the original Notice and Explanatory Statement and should be read together with the Notice and Explanatory Statement. To the extent of any inconsistency, this Addendum will prevail over the original Notice and Explanatory Memorandum.

AGENDA

Pursuant to this Addendum, the following additional resolutions, Resolution 8 and Resolution 9 (**Additional Resolutions**), are added to the Notice of Extraordinary General Meeting:

8. Resolution 8: Election of Lewis Utting as a Director of the Company

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

"That, Lewis Utting, a non-executive Director appointed as an additional Director and holding office until the next general meeting of the Company after his appointment in accordance with the Company's Constitution and ASX Listing Rule 14.4, be elected as a Director of the Company, effective immediately on the terms and conditions in the Explanatory Statement which accompanied and formed part of this Notice."

9. Resolution 9: Election of Jon Gourlay as a Director of the Company

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

"That, Jon Gourlay, a non-executive Director appointed as an additional Director and holding office until the next general meeting of the Company after his appointment in accordance with the Company's Constitution and ASX Listing Rule 14.4, be elected as a Director of the Company, effective immediately on the terms and conditions in the Explanatory Statement which accompanied and formed part of this Notice."

By order of the Board



Jonathan Lee
Company Secretary

Dated: 7 October 2026

EXPLANATORY STATEMENT

1. Background

Following the despatch of the Notice of Meeting to Shareholders on 14 September 2026, the Company engaged with, and subsequently determined to, appoint Mr Lewis Utting and Mr Jon Gourlay as non-executive Directors. Refer to the Company's ASX Announcement on 6 October 2026 for further information. Mr Utting is a minority shareholder of Xenica and holds 5% of the issued share capital in Xenica.

The Explanatory Statement in the Notice is amended by:

- (a) deleting Section 9.4 of the of the Explanatory Statement and replacing it with Section 2 below; and
- (b) adding new Sections 14 and 15 in respect of the Additional Resolutions, as detailed in Section 3 below.

2. Amendments to the Explanatory Statement

Section 9.4 of the Explanatory Statement is deleted in its entirety and replaced with the following:

9.4 Specific information required by Listing Rule 7.3

The following information in relation to Resolution 1 is provided to Shareholders for the purposes of Listing Rule 7.3:

- (a) *the Consideration Shares will be issued to the Xenica Shareholders (and/or their respective nominee(s)). One of the Xenica Shareholders is Mr Lewis Utting, who was appointed as a non-executive Director on 6 October 2026. Mr Utting is a minority shareholder of Xenica and holds 5% of the issued share capital in Xenica. The Consideration Shares will be issued to Mr Utting without Shareholder approval under Listing Rule 10.11 in reliance on exception 12 of Listing Rule 10.12. Exception 12 provides that Listing Rule 10.11 does not apply to an issue of securities under an agreement which was entered into before the person became a related party of the entity. The Share Purchase Agreement was executed prior to the Company engaging with Mr Utting and Mr Utting's appointment as a Director and, accordingly, the Company considers the exception 12 of Listing Rule 10.12 to apply such that it is not required to obtain Shareholder approval under Listing Rule 10.11 for the issue of Consideration Shares to Mr Utting;*
- (b) *the maximum number of Shares that the Company may issue to the Xenica Shareholders (and/or their respective nominee(s)) is 60,000,000 Shares pursuant to Resolution 1;*
- (c) *the Consideration Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue;*
- (d) *the Consideration Shares will be issued no later than three months following the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules);*
- (e) *no funds will be raised from the issue of the Consideration Shares;*
- (f) *the Consideration Shares will be issued as consideration for the Acquisition, pursuant to the Share Purchase Agreement. The material terms of the Share Purchase Agreement are detailed in Schedule 2;*
- (g) *the Consideration Shares have a deemed issue price of \$0.12 per Share; and*
- (h) *a voting exclusion statement is included in the Notice for Resolution 1.*

3. Inclusion of new Sections 14 and 15 in the Explanatory Statement

The following new Sections 14 and 15 are added to the Explanatory Statement immediately following the current Section 13.5:

14. Resolution 8: Election of Lewis Utting as a Director of the Company

14.1 Background

The Company's Constitution provides that any Director appointed in addition to the existing Directors will hold office until the next following general meeting and is then eligible for re-election.

ASX Listing Rule 14.4 also provides that each additional director appointed during the year must not hold office without re-election past the next annual general meeting of the Company. If shareholders approve the election of Mr Lewis Utting pursuant to this resolution Mr Utting will not be required to seek election pursuant to ASX Listing Rule 14.4 at the Company's Annual General Meeting, however Mr Utting may still retire by rotation at the Company's Annual General Meeting pursuant to listing rule ASX Listing Rule 14.5.

Mr Utting was appointed as an additional Director of the Company on 6 October 2026 and has since served as a non-executive Director of the Company.

Under this Resolution, Mr Utting seeks election as a Director of the Company at this Meeting.

14.2 Qualification

Mr Utting is an experienced commercial and strategy executive with a track record of building emerging technology businesses and driving shareholder value. He was previously Managing Director and CEO of SciDev Ltd (ASX:SDV), where the company delivered significant commercial growth and share price appreciation during his tenure. He joined Iondrive Ltd (ASX:ION) in October 2024 and has since held senior commercial, strategy and CEO roles, helping drive its US expansion, strategic partnerships and market re-rating.

Resolution 8 is an ordinary resolution.

The Chair intends to exercise all available undirected proxies in favour of Resolution 8.

14.3 Board Recommendation

The Board (with Mr Utting abstaining) recommends that shareholders vote in favour of the election of Mr Utting. The Chairman of the meeting intends to vote undirected proxies in favour of Mr Utting's election.

15. Resolution 9: Election of Jon Gourlay as a Director of the Company

15.1 Background

The Company's Constitution provides that any Director appointed in addition to the existing Directors will hold office until the next following general meeting and is then eligible for re-election.

ASX Listing Rule 14.4 also provides that each additional director appointed during the year must not hold office without re-election past the next annual general meeting of the Company. If shareholders approve the election of Mr Jon Gourlay pursuant to this resolution Mr Gourlay will not be required to seek election pursuant to ASX Listing Rule 14.4 at the Company's Annual General Meeting, however Mr Gourlay may still retire by rotation at the Company's Annual General Meeting pursuant to listing rule ASX Listing Rule 14.5.

Mr Gourlay was appointed as an additional Director of the Company on 6 October 2026 and has since served as a non-executive Director of the Company.

Under this Resolution, Mr Gourlay seeks election as a Director of the Company at this Meeting.

15.2 Qualification

Mr Gourlay is a chartered accountant with extensive experience in financial management, operational excellence, risk management and investor relations. Mr Gourlay has previously served in senior roles at

Newcrest Mining Limited and Glencore plc, including as Technology and Innovation Commercial Manager at Newcrest. He is also a Director and Chair of the Audit and Risk Committee for SciDev Ltd (ASX:SDV).

Resolution 9 is an ordinary resolution.

The Chair intends to exercise all available undirected proxies in favour of Resolution 9.

15.3 Board Recommendation

The Board (with Mr Gourlay abstaining) recommends that shareholders vote in favour of the election of Mr Gourlay. The Chairman of the meeting intends to vote undirected proxies in favour of Mr Gourlay's election.

4. Important Notice

This Addendum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional advisor without delay.

5. Voting by Proxy

The Company advises that there has been a change to the Proxy Form previously despatched to Shareholders and the replacement Proxy Form is annexed to this Addendum (**Replacement Proxy Form**). Shareholders are advised that:

- (a) if you have already completed and returned the Proxy Form annexed with the original Notice (**Previous Proxy Form**) and you wish to change your proxy vote for the unchanged Resolutions (being Resolutions 1 to 7) or submit a proxy vote for the Additional Resolutions, **you must complete and return the attached Replacement Proxy Form** in accordance with the instructions thereon.
- (b) if you have already completed and returned the Previous Proxy Form and **you do not wish to vote on the Additional Resolutions or change your proxy vote for the unchanged Resolutions**, you do not need to take any action, as the Previous Proxy Form remains valid. For completeness, if you do not complete and return the Replacement Proxy Form, **you will not have cast a vote on the Additional Resolutions.**
- (c) If you have not yet completed and returned a Proxy Form and you wish to vote on the Resolutions in the Notice as supplemented by the Addendum, **please complete and return the attached Replacement Proxy Form** in accordance with the instructions thereon.

In the event that a Shareholder provides a Replacement Proxy Form, any Previous Proxy Form which has been completed by that Shareholder will be disregarded. The Company reserves the right to accept Previous Proxy Forms received from Shareholders in the event that a properly completed Replacement Proxy Form is not provided by the relevant Shareholder.

The Replacement Proxy Form must be received by the Company no later than 10:00am (AEDT) on Tuesday, 20 October 2026 being at least 48 hours before the Meeting.

Further details regarding the appointment of a proxy are provided in the Notice.

Should you wish to discuss the matters in this Addendum please do not hesitate to contact the Company Secretary, Jonathan Lee on (03) 8360 3321.



Environmental Clean Technologies Limited | ABN 28 009 120
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Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **10:00am (AEDT) on Tuesday, 20 October 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

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

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://portal.automic.com.au/investor/home> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



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