

Camplify Holdings Ltd

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ASX Announcement

9 October 2026

2026 Notice of Annual General Meeting

Camplify Holdings Limited (Camplify) (ASX: CHL) has today released its 2026 Notice of Annual General Meeting (AGM).

Camplify's 2026 AGM will be held at 11:30am AEDT on Wednesday, 11 November 2026 at the offices of Morgans Financial Limited, Level 21 Aurora Place, 88 Phillip Street, Sydney NSW 2000 and as a virtual meeting.

More information is available on the Camplify Website.

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For further information please contact:

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About CHL

Camplify Holdings Limited (ASX:CHL) is in the business of elevating outdoor experiences through innovative and scalable tech solutions. Composed of Camplify, MyWay and PaulCamper, the CHL Group operates one of the world's leading peer-to-peer digital marketplace platforms connecting recreational vehicle (RV) Owners to Hirers. With operations in Australia, New Zealand, Spain, the UK, Germany, Austria and Netherlands, Camplify and PaulCamper deliver a seamless and transparent experience for consumers looking to travel and connect with local RV owners.

This announcement was approved by the Company Secretary of Camplify Holdings Limited.

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Notice of 2026 Annual General Meeting

9 October 2026

Camplify Holdings Limited (Camplify) (ASX: CHL) gives notice that its 2026 Annual General Meeting (AGM) will be held at:

Date: Wednesday, 11 November 2026

Time: 11.30am Australia Eastern Daylight Time (AEDT).

Online shareholder registration will be available from 10.30am AEDT

Format: The 2026 AGM will be held as both an in person meeting and as a virtual meeting.

Venue: Morgans Financial Limited, Level 21 Aurora Place, 88 Phillip Street, Sydney NSW 2000

Message from the Chairman

Dear Shareholder

I am pleased to invite you to the 2026 Annual General Meeting (**AGM**) of Camplify Holdings Limited which will be held at 11:30am (AEDT) on Wednesday, 11 November 2026. The meeting will be held as a hybrid meeting which means shareholders will be able to participate in person at the offices of Morgans Financial Limited, Level 21 Aurora Place, 88 Phillip Street, Sydney NSW 2000 or via an online meeting platform powered by Automic. Shareholders that have an existing account with Automic will be able to watch, listen, ask questions, and vote online.

Shareholders who do not have an account with Automic are encouraged to register for an account in advance of the meeting to avoid any delays on the day of the meeting. An account can be created via the following link <https://portal.automic.com.au/investor/home> and then clicking on "register" and following the prompts. Shareholders will require their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) to create an account with Automic.

At the meeting, Justin Hales, Chief Executive Officer, will provide an overview of Camplify's performance during the financial year.

The AGM will include the following items of business:

- consideration of the Financial Report, Directors Report and Auditors Report for FY26;
- advisory resolution on the adoption of the Remuneration Report for FY26;
- election of Mike Rosenbaum as a Non-Executive Director;
- election of Ping Xue Li as a Non-Executive Director;
- election of Karl Trouchet as a Non-Executive Director;
- approval of the grant of Rights under Camplify's Equity Incentive Plan to Mr Justin Hales;
- approval of the grant of Rights under Camplify's Equity Incentive Plan to Mr Andrew McEvoy; and
- approval of additional placement capacity under Listing Rule 7.1A.

The Notice of Meeting is available at <https://chl.global/investors/>. It contains explanatory information regarding these items of business along with further details on how you can participate in the AGM.

On behalf of the Board, thank you to our shareholders for your ongoing support.



Yours faithfully
Andrew McEvoy
Chairman

Notice of 2026 Annual General Meeting

Business

Financial Reports

To receive and consider the Financial Report, Directors Report and Auditor's Report for the Company and Its controlled entities for the financial year ended 30 June 2026 (FY26).

Note: There is no requirement for shareholders to approve these reports.

Resolution 1 Adoption of the Remuneration Report

To consider and, if in favour, pass the following resolution in accordance with section 250R(2) of the Corporations Act:

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

In the interests of corporate governance, the Directors have abstained from making a recommendation in relation to this resolution.

Note: Under section 250R(2) of the Corporations Act, the vote on this resolution is advisory only and does not bind the Directors or the Company to Resolution 1.

Resolution 2 Election of Mr Mike Rosenbaum

To consider and, if in favour, pass the following resolution as an ordinary resolution:

'That, Mr Mike Rosenbaum who retires in accordance with rule 18.3 of the Constitution, being eligible, be re-elected as a non-executive Director of the Company.'

The Directors (with Mr Mike Rosenbaum abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 3 Election of Ms Ping Xue Li

To consider and, if in favour, pass the following resolution as an ordinary resolution:

'That, Ms Ping Xue Li who retires in accordance with rule 18.3 of the Constitution, being eligible, be re-elected as a non-executive Director of the Company.'

The Directors (with Ms Ping Xue Li abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 4 Election of Mr Karl Trouchet

To consider and, if in favour, pass the following resolution as an ordinary resolution:

'That, Mr Karl Trouchet who retires in accordance with rule 18.3 of the Constitution, being eligible, be re-elected as a non-executive Director of the Company.'

The Directors (with Mr Karl Trouchet abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 5 Approval of the grant of Performance Rights under Camplify's Equity Incentive Plan to Mr Justin Hales

To consider and, if in favour, pass the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval be given to issue to Mr Justin Hales, Managing Director and Chief Executive Officer of the Company (or his nominee), up to a total of 427,886 Performance Rights under the Company's Equity Incentive Plan, subject to the performance, service and other vesting conditions summarised in Explanatory Memorandum Section 5.8, being rights to acquire fully paid ordinary shares in the capital of the Company for nil exercise price, on the terms and conditions set out in the Explanatory Statement accompanying this Notice of AGM."

The Directors (with Mr Justin Hales abstaining) recommend that Shareholders vote in favour of this resolution.

Note: Voting restrictions apply to Resolution 5 as set out below.

Resolution 6 Approval of the grant of Performance Rights under Camplify's Equity Incentive Plan to Mr Andrew McEvoy

To consider and, if in favour, pass the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval be given to issue to Mr Andrew McEvoy, Non-Executive Chair of the Company (or his nominee), up to 73,214 Performance Rights under the Company's Equity Incentive Plan, subject to the performance, service and other vesting conditions summarised in Explanatory Memorandum Section 5.8, being rights to acquire fully paid ordinary shares in the capital of the Company for nil exercise price, on the terms and conditions set out in the Explanatory Statement accompanying this Notice of AGM."

The Directors (with Mr Andrew McEvoy abstaining) recommend that Shareholders vote in favour of this resolution.

Note: Voting restrictions apply to Resolution 6 as set out below.

Resolution 7 Approval of additional placement capacity under Listing Rule 7.1A

To consider and, if in favour, pass the following resolution as a special resolution:

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

The Directors recommend that Shareholders vote in favour of this resolution

Voting restrictions

Resolution 1 – Adoption of the Remuneration Report

The Company will disregard any votes cast on Resolution 1 by, or on behalf of a member of the KMP whose remuneration details are included in the Remuneration Report for FY26, or their closely related parties (regardless of the capacity in which the vote is cast).

However, this exclusion Listing Rules will not apply and, the Company need not disregard a vote cast on the resolution if it is cast by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution in accordance with directions given on the Proxy Form or to the attorney to vote on the resolution in that way; or
- the Chairperson as proxy for a person who is entitled to vote on the resolution, in accordance with a direction on the Proxy Form to vote as the proxy decides and which expressly authorises the Chairperson to vote as proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - o 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
 - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 5 and 6 – Approval for the grant of Rights under Camplify's Equity Incentive Plan to Mr Justin Hales and Mr Andrew McEvoy

The Company will disregard any votes cast in favour of Resolution 5 and 6 by, or on behalf of:

- a person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Equity Incentive Plan; or
- an associate of any of those persons.

However, this exclusion statement under the Listing Rules will not apply and, the Company need not disregard a vote cast in favour of any of this resolution if it is cast by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution in accordance with the directions given on the Proxy Form or to the attorney to vote on the resolution in that way; or
- the Chairperson as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction on the Proxy Form to vote as the proxy or attorney decides; or
- 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.

In addition, the Company will disregard any votes cast on Resolution 5 by, or on behalf of a member of the KMP or their closely related parties as proxy, if the Proxy Form does not specify how they are to vote, unless the proxy is the Chairperson and the Proxy Form expressly authorises the Chairperson to vote as proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

Important information for shareholders

Venue and Voting Information

The Annual General Meeting of the Shareholders to which this Notice of Meeting relates will be held at 11:30am AEDT on 11th November 2026 at the offices of Morgans Financial Limited, Level 21 Aurora Place, 88 Phillip Street, Sydney NSW 2000 and as a virtual meeting.

The company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic.

Shareholders that have an existing account with Automic will be able to watch, listen and vote online.

Shareholders who do not have an account with Automic are strongly encouraged to register for an account **as soon as possible and well in advance of the Meeting** to avoid any delays on the day of the Meeting.

An account can be created via the following link <https://portal.automic.com.au/investor/home> and then clicking on **"register"** and following the prompts. Shareholders will require their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) to create an account with Automic.

To access the virtual meeting on the day:

1. Open your internet browser and go to <https://portal.automic.com.au/investor/home>
2. Login with your username and password or click **"register"** if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting**
3. After logging in, a banner will display at the bottom of your screen to indicate that the meeting is open for registration, click on **"Register"** when this appears. Alternatively, click on **"Meetings"** on the left-hand menu bar to join the meeting.
4. Click on **"Join Meeting"** and follow the prompts on screen to register and vote.

Shareholders will be able to vote (see the "Voting virtually at the Meeting" section of this Notice of Meeting below) and ask questions at the virtual meeting.

Shareholders are also encouraged to submit questions in advance of the Meeting to the Company.

Questions must be submitted in writing to Shaun Mahony, Company Secretary at investor@chl.global at least 48 hours before the AGM.

The Company will also provide Shareholders with the opportunity to ask questions during the Meeting in respect to the formal items of business as well as general questions in respect to the Company and its business.

Voting virtually at the Meeting

Shareholders who wish to vote virtually on the day of the AGM can do so by logging in to the Automic shareholder portal.

1. Open your internet browser and go to <https://portal.automic.com.au/investor/home>
Login using your username and password. If you do not already have an account, click **"Register"** and follow the prompts. **Shareholders are encouraged to register prior to the commencement of the Meeting to avoid delays in accessing the virtual platform.**
2. After logging in, a banner will appear at the bottom of your screen when the Meeting is open for registration. Click **"Register"**. Alternatively, select Meetings from the left-hand menu.
3. Click on **"Join Meeting"** and follow the prompts.
4. When the Chair of the Meeting declares the poll open, select the **"Voting"** dropdown menu on the right-hand side of your screen.
5. Select either the **"Full"** or **"Allocate"** option to access your electronic voting card.
6. Follow the prompts to record your voting direction for each resolution and click **"Submit votes"**. For allocated votes, the number of votes submitted must not exceed your remaining available units. **Important:** *Votes cannot be amended once submitted.*

For further information on the live voting process please see the **Registration and Voting Guide** at <https://www.automicgroup.com.au/virtual-agms/>

It is recommended that Shareholders wishing to attend the Meeting login from 11:00am AEDT on Wednesday 11th November 2026.

Voting by proxy

To vote by proxy, please use one of the following methods:

Online	Lodge the Proxy Form online at https://singleholding.automic.com.au/login by following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on 'View Meetings' – 'Vote'. To use the online lodgment facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the Proxy Form. For further information on the online proxy lodgment process please see the Online Proxy Lodgment Guide at https://www.automicgroup.com.au/virtual-agms/
By post	Automic, GPO Box 5193, Sydney NSW 2001
By hand	Automic, Level 5, 126 Phillip Street, Sydney NSW 2000



Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. **Proxy Forms received later than this time will be invalid.**

Power of Attorney

If the proxy form is signed under a power of attorney on behalf of a shareholder, then the attorney must make sure that either the original power of attorney or a certified copy is sent with the proxy form, unless the power of attorney has already provided it to the Share Registry.

Corporate Representatives

If a representative of a corporate shareholder or a corporate proxy will be attending the Meeting, the representative should provide the Share Registry with adequate evidence of their appointment, unless this has previously been provided to the Share Registry.

Entitlement to vote

To be eligible to vote and ask questions at the AGM, you must be a registered holder of ordinary shares in Camplify as at 7.00pm AEDT on Monday 9th November 2026.

Eligible holders of ordinary shares in Camplify may vote on all resolutions, subject to the voting information described in the Notice of 2026 Annual General Meeting.

Voting procedure

Voting on all resolutions for consideration at the AGM will be conducted by poll.

Explanatory Memorandum

This Explanatory Memorandum accompanies and forms part of the Notice of Meeting for the Company's AGM to be held on Wednesday 11th November 2026 at 11.30am AEDT. It contains Information relevant to the business to be considered at the AGM and shareholders should read this section in full.

Business

Financial Reports

The Corporations Act requires that the Report of the Directors, the Auditor's Report and the Financial Report be presented to Shareholders at the Annual General Meeting.

A vote will not be required on this item, but Shareholders will be provided with the opportunity to ask questions and comment on these reports or about the business operations and management of the Company generally. Shareholders also have the right to question the Company's auditor in accordance with section 250T of the Corporations Act.

Shareholders are also entitled to put forward written questions to the Company's auditor, if the question is relevant to the content of the Auditor's Report or the conduct of the audit.

The ways in which shareholders can ask questions or make comments are outlined in the section headed 'Important Information for Shareholders' included in the Notice of Meeting.

Resolution 1 Adoption of the Remuneration Report

1.1 General

Section 250R(2) of the Corporations Act requires that the Remuneration Report be put to Shareholders for adoption. This resolution is for advisory purposes only and will not be binding on the Directors or the Company, however the Directors will take the outcome of the vote into consideration when reviewing the remuneration policy.

The Remuneration Report is contained in the Annual Report, a copy of which is available at www.camplify.com and on the ASX.

Recommendation: In the interests of corporate governance, the Directors have abstained from making a recommendation in relation to this resolution.

Resolution 2 Election of Mr Mike Rosenbaum

2.1 General

Rule 18.3 of the Constitution states that a non-executive director appointed by the Board holds office until the conclusion of the next AGM following their appointment and therefore must seek election by shareholders at the AGM. Accordingly, Mr Mike Rosenbaum, who was appointed as a non-executive director on 1 December 2025 submits himself for election by shareholders.

Michael is the Founder and CEO of Spacer Technologies, a leading parking and mobility platform operating across Australia, the USA and Canada. Michael has over 20 years' experience leading and advising high-growth technology companies, with deep expertise in peer-to-peer and the sharing economy. He was an early investor and Non-Executive Director of Car Next door, which was acquired by Uber in January 2022. Previously, Michael co-founded DealsDirect, one of Australia's first major online retailers, scaling it to c.\$100 million in annual revenue before its exit to GraysOnline in 2014. He brings extensive experience across marketplace strategy, consumer technology, marketing and scaling high-growth businesses.

Recommendation: The Directors (with Mr Mike Rosenbaum abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 3 Election of Ping Xue Li

3.1 General

Rule 18.3 of the Constitution states that a non-executive director appointed by the Board holds office until the conclusion of the next AGM following their appointment and therefore must seek election by shareholders at the AGM. Accordingly, Ms Ping Xue Li, who was appointed as a non-executive director on 23 December 2025 submits herself for election by shareholders.

Ping is the Director and owner of the JB Group and is a leader in the Australian recreational vehicle (RV) industry. Since co-founding JB Caravans in 2010, she has transformed a local manufacturing business into a diversified national ecosystem. Under her leadership, the JB Group has expanded to include over 10 brands, notably acquiring New Age Caravans, Traveller Caravans, and Paradise Motorhomes. She has successfully shifted the company to a full-service model, incorporating eTime Parts & Accessories and a nationwide network of JB Caravans Supercentres. A vocal advocate for Australian-made quality, she is recognised for driving local manufacturing jobs and scaling the group to meet record-breaking demand in the Australian RV market.

Recommendation: The Directors (with Ms Ping Xue Li abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 4 Election of Karl Trouchet

4.1 General

Rule 18.4 of the Constitution states that no directors may hold office without re-election beyond the third AGM following the meeting at which the director was last elected or re-elected. Accordingly, Mr Karl Trouchet, who was appointed as a non-executive director 15 November 2023 submits himself for election by shareholders.

Karl led the formerly listed Apollo Tourism and Leisure Ltd (ATL), a Multinational RV rental company operating in Australia, United States of America, Canada, New Zealand, and the United Kingdom through their listing process in 2016 as their Chief Financial Officer. Karl was instrumental in driving the Apollo business forward, developing and managing new initiatives across all divisions of Apollo. In 2019, he was appointed Executive Director - Strategy and Special Projects to allow him to focus on executing Apollo's growth strategy to become the global RV solution. This has included successfully navigating the acquisition of six RV businesses across Australia, Europe and North America. Karl has served on the Board of the company since ATL's investment in 2017. He is currently Chairman of Village National Group, an unlisted public company that provides accommodation services to the mining sector.

Recommendation: The Directors (with Mr Karl Trouchet abstaining) recommend that Shareholders vote in favour of this resolution.

Resolution 5 and 6 Approval for the grant of Rights under Camplify's Equity Incentive Plan to Mr Justin Hales and Mr Andrew McEvoy

5.1 Introduction

The Company is proposing to issue performance rights (Performance Rights) to Mr Justin Hales and Mr Andrew McEvoy (together, the Participating Directors) under the Camplify Holdings Limited Equity Incentive Plan (Plan) (Proposed Performance Rights Issues). Each Performance Right is a Right granted under the Plan entitling the holder, on vesting and exercise, to one fully paid ordinary share in the Company for nil exercise price.

A summary of the material terms of the Plan is set out in Schedule 1, and a summary of the vesting conditions attaching to the Performance Rights proposed to be issued pursuant to Resolutions 5 and 6 is set out in Section 5.8.

5.2 The Company's FY2027 long-term incentive framework

Following a review of the Company's executive remuneration framework conducted during 2026 with the assistance of external remuneration advisers, the Board has adopted a long-term incentive (LTI) framework for FY2027 under which:

- awards are delivered as Performance Rights, with each vested Performance Right converting into one ordinary share for nil exercise price;
- each executive participant's target annual LTI opportunity equals 15% of Total Fixed Remuneration (inclusive of employer superannuation contributions);
- the number of Performance Rights allocated is calculated by dividing the participant's award value by the 20-trading-day volume weighted average price (VWAP) of the Company's shares preceding the date of the Meeting, subject in each case to the maximum number of Performance Rights stated in the relevant Resolution. The maximums were calculated using a predicted VWAP of \$0.35 per share and accommodate the maximum vesting outcome (120% of target for executive participants; 100% of target for the Chair);
- vesting is assessed against EBITDA and revenue targets over a 12-month performance period (for these grants, the year ending 30 June 2027), with the weighting between the two measures determined by the Board each year having regard to the Company's strategy, financial position and priorities. For FY2027 the weighting is 80% EBITDA and 20% revenue;
- vesting on each measure is scaled from 80% vesting at threshold (80% of target) to a maximum of 120% vesting at or above 120% of target, on a straight-line basis, with no vesting below threshold (in the case of the Chair, the vesting outcome is capped at 100% of target — see Resolution B below); and
- Performance Rights determined to have been earned following the FY2027 assessment remain subject to a further two-year service-based vesting period ending 30 June 2029, so that the total period from grant to vesting is approximately three years, with continued employment or office ordinarily required throughout, subject to the good-leaver, change-of-control and Board-discretion provisions of the Plan.

By remunerating executives through equity-based incentives in addition to fixed remuneration, the Company's objective is to align the interests of executives with those of shareholders, conserve cash for the Company's operations, and support retention through the three-year vesting horizon.

5.3 Grant to Mr Hales (Resolution 5)

The Performance Rights proposed to be granted to Mr Hales have been determined in accordance with the FY2027 LTI framework described above, based on a target LTI opportunity of 30% of his Total Fixed Remuneration of \$416,000 (a target award value of \$124,800, being 356,572 Performance Rights at the predicted \$0.35 VWAP, and a maximum of 427,886 Performance Rights at the 120% vesting cap).

5.4 Grant to Mr McEvoy (Resolution 6)

The Board is proposing that the Non-Executive Chair participate in the FY2027 LTI grant. The value of the Chair's award is equal to the director fees forgone by Mr McEvoy as a result of agreed fee reductions, rather than the standard executive allocation of 15% of Total Fixed Remuneration. The Chair's fee arrangements comprise a 15% reduction to his fees for the first nine months of the relevant period and, for the final three months, a further 50% reduction applied to the already reduced fee – a total annual fee forgone of approximately 25.625% of the Chair's original annual fee of \$100,000, being \$25,625. This equates to 73,214 Performance Rights at the predicted \$0.35 VWAP, which is also the maximum number of Performance Rights that may vest, as the Chair's vesting outcome is capped at 100% of target.

The Chair's Performance Rights are calculated using the same VWAP methodology, and are subject to the same performance measures, vesting scale (capped at 100% of target) and approximately three-year vesting period as the executive awards, as summarised in Item 5.8.

The Company also maintains a Non-Executive Director Equity Plan, under which non-executive directors may sacrifice fees into share rights. The Board considered granting the Chair's award under that plan but determined to use the Equity Incentive Plan instead, because the Non-Executive Director Equity Plan does not provide for performance conditions and the Board considered it appropriate that the Chair's award be subject to the same EBITDA and revenue performance measures, vesting scale and approximate three-year vesting period as the executive awards. Consistent with the fee-substitution basis of the award, the Chair's vesting outcome is capped at 100% of target (73,214 Performance Rights), so that the value of the award cannot exceed the director fees forgone; the 120% stretch outcome available to executive participants does not apply to the Chair.

The Board acknowledges that it is not conventional practice for non-executive directors to receive performance-based equity, and that the ASX Corporate Governance Council's Principles and Recommendations state that NED remuneration should generally not include performance-based pay as it may compromise independence. The Board considers the proposed grant appropriate in the Company's circumstances because it replaces cash fees actually forgone by the Chair (preserving the Company's cash position), the value of the award is capped by reference to those forgone fees rather than set as an incentive opportunity, and the award aligns the Chair's interests with those of shareholders over the vesting period. Mr McEvoy did not participate in the deliberations or decisions of the Remuneration and Nomination Committee or the Board concerning his own award. The Board will consider impact of the grant of Performance Rights on the independence of the Chair in due course following their grant.

5.5 Shareholder approval sought — ASX Listing Rule 10.14

ASX Listing Rule 10.14 provides that a listed company must not permit a director (or certain other related persons) to acquire equity securities under an employee incentive scheme unless it obtains the approval of its shareholders. The Proposed Performance Rights Issues fall within ASX Listing Rule 10.14 and therefore require the approval of shareholders. Resolutions 5 and 6 seek the required shareholder approvals for the purposes of ASX Listing Rule 10.14.

The Board has considered the Proposed Performance Rights Issues and, taking into account the circumstances of the Company and its subsidiaries, the circumstances of the Participating Directors, and the remuneration practices of other similar entities, considers that the financial benefits provided to the Participating Directors by way of the Performance Rights (together with the other elements of their remuneration packages) constitute reasonable remuneration for the purposes of section 211 of the Corporations Act 2001 (Cth). Accordingly, approval under Chapter 2E of the Corporations Act 2001 (Cth) is not being sought.

If Resolutions 5 and 6 are passed, the Company will be able to proceed with the Proposed Performance Rights Issues. If a Resolution is not passed, the Company will not be able to proceed with the proposed issue of Performance Rights that is the subject of the failed Resolution, and the Board may consider alternative forms of remuneration such as cash payments of equivalent value, which would not preserve the same alignment with shareholders, would reduce the Company's cash reserves and may give rise to different tax and accounting outcomes.

If approval is given under ASX Listing Rule 10.14, approval is not required under ASX Listing Rule 7.1.

5.6 Specific information required by Listing Rule 10.15

The following information is provided in accordance with ASX Listing Rule 10.15.

- a. The persons to acquire Performance Rights under the Plan are Mr Justin Hales and Mr Andrew McEvoy, or their respective nominees.
- b. Mr Hales and Mr McEvoy fall within ASX Listing Rule 10.14.1 as they are Directors of the Company. Their nominees (if applicable) would fall within ASX Listing Rule 10.14.2 as associates.
- c. The maximum number of Performance Rights that may be issued pursuant to Resolutions 5 and 6 is set out in the table below and accommodates the maximum vesting outcome under the vesting scale summarised in Section 5.8 (120% of target for Mr Hales; 100% of target for Mr McEvoy). The actual number of Performance Rights issued will be determined by dividing each award value by the 20-trading-day

VWAP of the Company's shares preceding the date of the Meeting, and will not exceed the stated maximum. Each Performance Right that vests and is exercised will convert into one fully paid ordinary share in the Company in accordance with its terms.

Participating Director	Maximum Performance Rights	Resolution
Mr Justin Hales	427,886	Resolution 5
Mr Andrew McEvoy	73,214	Resolution 6
Total	458,157	

- d. The current total remuneration package (excluding the Performance Rights the subject of Resolutions 5 and 6) for each Participating Director is set out below:

Participating Director	Current fixed remuneration package	Short-term incentive
Mr Justin Hales	\$416,000 per annum (inclusive of superannuation) \$10,530 per annum from participation in the 3% Employee Share Scheme.	STI determined by reference to achievement of performance objectives. FY25: \$Nil; FY26: \$Nil
Mr Andrew McEvoy	\$100,000 per annum director fees (before the fee reductions described above)	N/A

- e. Performance Rights and Options previously issued to the Participating Directors under the Camplify Equity Incentive Plan (in each case for nil consideration) are set out below:
- (i) 247,059 Options were granted to Mr Justin Hales under Camplify's Equity Incentive Plan in FY24, shortly following shareholder approval at the AGM held on 15 November 2023. These Options were granted for no consideration as part of his remuneration packages agreed for FY21, FY22 and FY23. These options have since lapsed.
 - (ii) 168,267 Rights were granted to Mr Justin Hales under Camplify's Equity Incentive Plan in FY25, shortly following shareholder approval at the AGM held on 13 November 2024. These Rights were granted for no consideration as part of his remuneration package for FY25. These Rights have since lapsed.

- f. A summary of the material terms of the Plan and the vesting conditions attaching to the Performance Rights to be issued pursuant to the Proposed Performance Rights Issues are set out in Sections 5.7 and 5.8 respectively.
- g. The Company has chosen to grant the Performance Rights to the Participating Directors for the following reasons: (i) the issue of Performance Rights further aligns the interests of the Participating Directors with those of shareholders; (ii) the issue is a reasonable and cost-effective method of providing non-cash remuneration (and, in the case of Mr McEvoy, replaces cash fees forgone), allowing cash reserves to be applied to the Company's operations; and (iii) the issues will have no immediate dilutionary impact on shareholders and will only dilute shareholders if and to the extent the relevant Performance Rights vest on achievement of the vesting conditions.
- h. If the maximum number of Performance Rights proposed to be issued under Resolutions 5 and 6 vest, the Company considers the Performance Rights will have an approximate total value of: \$74,880 (Resolution 5); and \$25,625 (Resolution 6), being \$160,355 in aggregate. This valuation is calculated based on a predicted 20-trading-day VWAP of the Company's shares of \$0.35 per share. Shareholders should be aware that changes in the inputs to the valuation, including the market price of the Company's shares and the probability of the vesting conditions being satisfied, could result in the actual value differing from this indicative valuation.
- i. It is proposed that the Participating Directors (or their respective nominees) will be issued the Performance Rights as soon as practicable after the date of the Meeting, and in any event within 3 years after the date of the Meeting, as required by ASX Listing Rule 10.15.7.
- j. The Performance Rights will be issued to each Participating Director (or their nominee) for nil cash consideration, as part of their remuneration package (or, in the case of Mr McEvoy, in substitution for director fees forgone). No amount is payable on grant and no exercise price is payable on exercise of a vested Performance Right, as will be specified in each Invitation under the Plan.
- k. No loan will be provided by the Company in relation to the acquisition of the Performance Rights.
- l. Details of any securities issued under the Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

- m. Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after Resolutions A and B are approved and who are not named in this Notice will not participate until approval is obtained under that rule.
- n. Voting exclusion statements in respect of Resolutions A and B are set out in the Notice that accompanies this Explanatory Statement.
- o. In accordance with Listing Rule 10.15.11 the Company confirms that:
 - (i) details of any Equity Securities issued under the EIP will be published in the annual report relating to the period in which they were issued along with a statement that approval for the issue was obtained under Listing Rule 10.14; and
 - (ii) any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of Equity Securities under the EIP after the resolution is approved and who were not named in the notice of meeting will not participate until approval is obtained under that rule.

5.7 Summary of key terms of the Equity Incentive Plan

The Camplify Holdings Limited Equity Incentive Plan was established by the Board and operates in accordance with the Camplify Holdings Limited Equity Incentive Plan Rules (Rules). The Performance Rights the subject of Resolutions 5 and 6 will be granted as Rights under the Plan. The key terms of the Plan are as follows:

- a. Eligibility and grant. The Board may, in its unfettered discretion, determine the persons eligible to participate, make an Invitation to an Eligible Person to acquire Plan Interests (Rights, Options or Restricted Shares) and grant Plan Interests on receipt of a completed Application. An Eligible Person is a director, employee, contractor or consultant of the Group, or any other person the Board determines to be eligible and invites to participate.
- b. Terms of Invitation. Each Invitation will state whether the grant is an Exempt Grant or a Deferred Grant and may specify: the number or value of Plan Interests; any amount payable to acquire them; the Performance Period and Vesting Conditions; any Forfeiture Conditions, Disposal Restrictions and Holding Lock Period; the Expiry Date and any Exercise Price; and any other matters required by the Corporations Act 2001 (Cth) or the ASX Listing Rules. To the extent an Invitation is inconsistent with the Rules, the Rules prevail. The Performance Rights the subject of Resolutions A and B will be granted for nil consideration with a nil exercise price.
- c. No interest until vesting and exercise. A grant of Rights confers no legal or equitable interest in shares until the Vesting Date and any exercise or conversion has been completed. Rights do not carry any entitlement to vote or to dividends, and (subject

to the adjustment provisions below) a Participant may not participate in new issues, bonus issues or pro-rata issues of shares unless the Right has been exercised and converted into shares before the relevant record date. The Company will not seek quotation of any Rights on ASX; shares issued on exercise will be quoted.

- d. Vesting and cash-settlement discretion. Unless the Board determines otherwise, vesting, exercise and conversion of Rights occur only in accordance with the terms specified in the Invitation. The Board may determine that a vested and exercised Right will instead be satisfied by a cash payment calculated by reference to the Current Market Price (the 5-trading-day VWAP ending on the date the Vesting Conditions are satisfied, or another calculation determined by the Board), less any Exercise Price and applicable tax withholdings.
- e. Board power to adjust performance measures. The Board may waive, amend or replace any performance measure in a Vesting Condition if it determines the measure is no longer appropriate or applicable, provided the Participant's interests are not, in the Board's opinion, materially prejudiced or advantaged relative to the position reasonably anticipated at the time of grant.
- f. Lapse and forfeiture. A Plan Interest will lapse on the earliest of the Expiry Date, the failure to meet a Vesting Condition, or the occurrence of a Forfeiture Condition, with no consideration or compensation payable for the lapse.
- g. Cessation of employment or office. Unless the Board determines otherwise, where a Participant ceases to be an employee of the Group, all unvested Plan Interests lapse or are forfeited. Where cessation is due to a Qualifying Reason (death, Permanent Disability or another reason determined by the Board), the Participant retains unvested Plan Interests on a pro-rata basis reflecting the proportion of the Performance Period elapsed, with the balance lapsing unless the Board determines otherwise.
- h. Fraud, dishonesty or material breach. Where, in the Board's opinion, a Participant acts fraudulently or dishonestly or is in material breach of their obligations to the Group, any unvested Plan Interests, vested but unexercised Rights and Restricted Shares held by or on behalf of the Participant lapse or are forfeited immediately, unless the Board determines otherwise.
- i. Change of control. If a Control Event occurs (including an offer for shares to acquire control of the Company or any other event the Board reasonably considers a Control Event), the Board may, in its discretion, convert all or any of a Participant's Rights to shares and/or permit exercise of some or all Rights, in each case whether or not the Vesting Conditions have been satisfied, and/or remove any Disposal Restrictions.

- j. Reorganisations. On a reconstruction of the Company's capital, the number of shares that may be acquired and any Exercise Price must be reconstructed as necessary to comply with the ASX Listing Rules and in a manner that does not confer additional benefits on Participants not conferred on shareholders. Bonus-issue and pro-rata-issue adjustments apply in accordance with the Rules and the ASX Listing Rules.
- k. Transfer restrictions and trading policy. Unless the Board determines otherwise, a Participant must not assign or transfer Plan Interests other than to their Legal Personal Representative, must not dispose of Restricted Shares while Disposal Restrictions apply, and must comply with the Company's Securities Trading Policy at all times.
- l. Trustee. The Board may appoint a trustee on terms it considers appropriate to acquire and hold shares either on behalf of Participants or for the purposes of the Plan.
- m. Termination benefits. Nothing in the Rules authorises the Board to provide a termination or other benefit that would, without shareholder approval, be prohibited under the Corporations Act 2001 (Cth) or the ASX Listing Rules, and any benefits must be reduced to the extent necessary to ensure compliance.
- n. Administration and amendment. The Plan is managed by the Board, which may amend the Rules at any time in its absolute discretion (subject to the Constitution, applicable law and the ASX Listing Rules), resolve questions of fact or interpretation conclusively, delegate its functions, appoint an Administrator, and terminate or suspend the Plan provided existing Participant rights are not affected or prejudiced. Participants bear their own taxes, and the Group may withhold amounts sufficient to satisfy withholding obligations.

Recommendation: The Board does not make any recommendation to Shareholders in respect of Resolutions 5 or 6, given that each Resolution concerns the remuneration of a Director of the Company. Each Participating Director abstained from the deliberations and decisions of the Board concerning his own award. The Chair of the Meeting intends to vote undirected proxies in favour of Resolutions 5 and 6.

5.8 Summary of the vesting conditions of the Performance Rights the subject of Resolutions 5 and 6

Performance Rights (up to 427,886 Rights under Resolution 5; up to 73,214 Rights under Resolution 6)

The Performance Rights are subject to the following performance and service conditions, which will be specified in each Invitation under the Plan:

1. Performance conditions — FY2027 EBITDA and revenue

Vesting of the Performance Rights will be assessed against EBITDA and revenue targets set by the Board, measured over the 12-month performance period from 1 July 2026 to 30 June 2027. For the FY2027 grant, the weighting between the two measures is:

Performance measure	FY2027 weighting
EBITDA (determined by the Board on a basis consistent with the FY2027 budget measure)	80%
Revenue (Group revenue determined on a basis consistent with the FY2027 budget)	20%

The Board determines the weighting between EBITDA and revenue each year, having regard to the Company's strategy, financial position and priorities at the time. The FY2027 EBITDA and revenue targets have been set by the Board by reference to the Company's FY2027 budget. The targets are commercially sensitive and are not disclosed prospectively; the actual targets and performance against them will be disclosed in the FY2027 Remuneration Report.

2. Vesting scale

For each performance measure, the percentage of the Performance Rights allocated to that measure that vests is determined as follows, with straight-line vesting between 80% and 120% of target and no additional vesting for performance above 120% of target:

Performance against target	Vesting outcome (% of Performance Rights allocated to the measure)
Below 80% of target	0%
80% of target (threshold)	80%
100% of target	100%
120% of target or above (stretch)	120% (maximum)

By way of illustration, for a participant with a target LTI opportunity of \$60,000: performance at 80% of target would produce an outcome of \$48,000; performance at 100% of target would produce an outcome of \$60,000; and performance at or above 120% of target would produce the maximum outcome of \$72,000. In the case of the Chair (Resolution B), the vesting outcome is capped at 100% of target, so the 120% stretch outcome does not apply. The maximum number of Performance Rights for which approval is sought accommodates the maximum vesting outcome for each Participating Director accordingly.

3. Service condition and vesting date

Performance against the FY2027 targets will be assessed and verified by the Board against the Company's audited FY2027 results before any vesting determination is made. Any Performance Rights determined to have been earned following that assessment will remain subject to a further two-year service-based vesting period, ending on 30 June 2029, so that the total period from grant to vesting is approximately three years. Vesting ordinarily requires the relevant Participating Director to remain an employee, director or officer of the Group throughout that period, subject to the cessation-of-employment, Qualifying Reason (good leaver), change-of-control and Board-discretion provisions of the Plan summarised in Schedule 1. Performance Rights that do not vest will lapse in accordance with the Plan.

4. Other terms

- Each Performance Right that vests will, on exercise, convert into one fully paid ordinary share in the Company for nil exercise price. The Invitations will provide for settlement in shares.
- The Performance Rights carry no entitlement to vote or to dividends, and no dividend-equivalent payments will be made in respect of the vesting period.
- The number of Performance Rights granted will be calculated by dividing each award value by the 20-trading-day VWAP of the Company's shares preceding the date of the Meeting, subject to the maximum numbers approved under Resolutions A and B (which were calculated using a predicted VWAP of \$0.35 per share).
- Malus: the Plan provides for forfeiture of unvested and vested-but-unexercised rights on fraud, dishonesty or material breach of obligations to the Group (Rule 7.5).

Resolution 7 Approval of additional placement capacity under Listing Rule 7.1A

6.1 General

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

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to be able to issue an additional 10% of Equity Securities (**7.1A Mandate**). Any issue under a 7.1A Mandate must be of an existing class of quoted securities of the entity.

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

The Company is an 'eligible entity' because, as at the date of this Notice, it has a market capitalisation of approximately \$30,225,401, calculated by multiplying the number of Shares on issue by the closing market price of Shares on ASX on 29 September 2026, and it is not included in the S&P/ASX 300 Index.

Resolution 7 seeks shareholder approval by way of special resolution for the Company to have the benefit of a 7.1A Mandate.

If Resolution 7 is not passed, the Company will not be able to access the additional 10% capacity to issue Shares without shareholder approval under Listing Rule 7.1A, and will remain subject to the 15% limit on issuing Equity Securities without shareholder approval set out in Listing Rule 7.1.

6.2 Specific information required by Listing Rule 7.1A

Pursuant to and in accordance with Listing Rule 7.3A, the information below is provided in relation to Resolution 7:

(a) Period for which the 7.1A Mandate is valid

The 7.1A Mandate, if approved by shareholders, will commence on the date of the AGM and expire on the first to occur of the following:

- (i) the date that is 12 months after the date of this AGM;
- (ii) the time and date of the Company's next annual general meeting; and
- (iii) the time and date of approval by shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

(b) Minimum price

Any Equity Securities issued under the 7.1A Mandate must be Shares (being the Company's only existing class of Equity Securities) and be issued for a cash consideration per security at a minimum price of 75% of the volume weighted average price of Shares, calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Shares are to be issued is agreed by the entity and the recipient of the Equity Securities; or
- (ii) if the Shares are not issued within 10 trading days of the date in Section 4.2(b)(i), the date on which the Equity Securities are issued.

(c) Use of funds raised under the 7.1A Mandate

At this time the Company does not intend to issue Equity Securities beyond the 15% limit allowed under Listing Rule 7.1. If the Company's circumstances change and the Company issues Shares in reliance on the 7.1A Mandate,

the Company will use funds raised for the acquisition of new assets or investments (including expenses associated with such acquisition) and/or general working capital.

(d) Risk of Economic and Voting Dilution

Any issue of Shares under the 7.1A Mandate will dilute the interests of shareholders who do not receive any Shares under the issue.

If Resolution 7 is approved by shareholders and the Company issues the maximum number of Shares available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Shares on issue or proposed to be issued as at 29 September 2026.

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

		Dilution			
Number of Shares on Issue (Variable A in Listing Rule 7.1 A.2)		Shares issued – 10% voting dilution	Issue Price		
			\$0.18	\$0.365	\$0.55
			50% Decrease	Closing Price on 1/10/24	50% Increase
			Funds Raised		
Current	82,225,401	8,222,540	\$1,480,057	\$3,001,227	\$4,522,397
50% Increase	123,338,101	12,333,810	\$4,501,840	\$4,501,841	\$6,783,596
100% Increase	164,450,802	16,445,080	\$6,002,454	\$6,002,454	\$9,044,794

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

The table above uses the following assumptions:

1. There are 82,225,401 Shares as at 29 September 2026;

2. The issue price set out above is the closing market price of the Shares on the ASX on 29 September 2026 being \$0.365.
3. The Company issues the maximum possible number of Shares under the 7.1A Mandate.
4. The Company has not issued any Equity Securities in the 12 months prior to the AGM that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.
5. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing shareholders.
6. The calculations above do not show the dilution that any one particular shareholder will be subject to. All shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.
8. The 10% voting dilution reflects the aggregate percentage dilution against the issued Shares at the time of issue. This is why the voting dilution is shown in each example as 10%.
9. The table does not show an example of dilution that may be caused to a particular shareholder by reason of placements under the 7.1A Mandate, based on that shareholder's holding at the date of the AGM.

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 AGM; and
- b) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

(e) Allocation policy under the 7.1A Mandate

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

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

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

- (iii) the effect of the issue of the Shares on the control of the Company;
- (iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

(f) Previous approval under Listing Rule 7.1A

The Company previously obtained approval from its shareholders pursuant to Listing Rule 7.1A at its Annual General Meeting held on 13th November 2024. The Company has not issued or agreed to issue Equity Securities under Listing Rule 7.1A.2 in the period commencing 12 months prior to the date of the AGM.

6.3 Voting Exclusion Statement

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

Recommendation: The Directors recommend that Shareholders vote in favour of this resolution.

Glossary

7.1A Mandate has the meaning given in Section 4.1.

AGM means the 2026 Annual General Meeting of the Company the subject of the Notice.

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

Board means the board of Directors

Company means Camplify Holdings Limited (ACN 647 333 962)

Director means a director of the Company

Equity Incentive Plan or EIP means the Company's Equity Incentive Plan, the current terms of which were approved by the Company's Board of Directors in August 2023

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

Explanatory Memorandum means the explanatory memorandum accompanying the Notice.

Listing Rules means the Listing Rules of ASX.

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

Option means an option to acquire a Share or a Restricted Share.

Performance Right means a Right that vests subject to satisfaction of one or more conditions relating to the performance of the holder of the Right, or of the Company.

Proxy Form means the proxy form accompanying the Notice.

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

Right means a right granted under the EIP to acquire a Share automatically upon the right vesting.

Section means a section of the Explanatory Memorandum.

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

Variable A means "A" as set out in the formula in Listing Rule 7.1A.2.

Your proxy voting instruction must be received by **11:30pm (AEDT) on Monday, 09 November 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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