

Notice of Meeting and Explanatory Statement

WCM Global Growth Limited
ACN 617 281 268

Date: Wednesday, 11 November 2026
Time: 11:30am (AEDT)
Location: Suite 12.04, Level 12 Chifley Tower,
2 Chifley Square, Sydney NSW 2000

Keydates

Latest time and date for lodgment of completed Proxy Form	11:30am (AEDT) on Monday, 9 November 2026
Time and date for determining eligibility to vote at Meeting	7:00pm (AEDT) on Monday, 9 November 2026

9 October 2026

Dear Shareholder

WCM Global Growth Limited (**Company**) is pleased to invite Shareholders to attend its 2026 Annual General Meeting (**Meeting**) to be held on Wednesday, 11 November 2026 at 11:30am (AEDT) at Suite 12.04, Level 12 Chifley Tower, 2 Chifley Square, Sydney NSW 2000.

The business of the Meeting will be to:

1. receive and consider the Financial Statements, Directors' Report and Auditor's Report of the Company for the year ended 30 June 2026;
2. adopt the Remuneration Report;
3. re-elect Ms Valentina Stojanovska Cal as a Non-Executive Director;
4. re-elect Mr Paul Rickard as a Non-Executive Director;
5. ratify the issue of 25,714,286 Placement Shares; and
6. renew the proportional takeover provisions.

You are requested to read the Notice of Meeting (**Notice**) and Explanatory Statement carefully, before determining how you wish to vote on the Resolutions.

In accordance with section 253RA(2) of the *Corporations Act 2001* (Cth), the Notice and accompanying Explanatory Statement are being made available to shareholders electronically. This means that you are able to download the Notice from <https://www.associateglobal.com/funds/wgg/>

Voting is Now Open

To vote online, please follow the instructions below:

STEP 1: Visit <https://au.investorcentre.mpms.mufg.com/Login/Login>

STEP 2: Enter your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) – as contained in the attached proxy

STEP 3: Enter your Postcode (if within Australia) OR Country of Residence (if outside Australia)

STEP 4: Follow the prompts to vote on each resolution.

I encourage shareholders to vote by completing and submitting the enclosed Proxy Form as soon as possible. For your voting instructions to be valid and counted towards this Meeting, please ensure that your online lodgement is received no later than **11:30am (AEDT) on Monday, 9 November 2026**.

Yours sincerely



Valentina Cal
Chair

WCM Global Growth Limited

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2000

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WCM Global Growth Limited
ACN 617 281 268
NOTICE OF MEETING

Notice is given that a meeting of the members of WCM Global Growth Limited (**Company**) will be conducted on Wednesday, 11 November 2026 at 11:30am (AEDT) at the Company's registered office at Suite 12.04, Level 12 Chifley Tower, 2 Chifley Square, Sydney NSW 2000 (**Meeting**).

Information on the business to be considered at the Meeting is contained in the Explanatory Statement, which should be read together with and forms part of this Notice of Meeting (**Notice**). The Proxy Form also forms part of this Notice.

Please read this Notice carefully and consider directing your proxy on how to vote on the Resolutions by marking the appropriate box on the enclosed Proxy Form. Shareholders who intend to appoint the Chair as proxy (including appointment by default) should have regard to the Voting and Proxy Instructions included in this document.

BUSINESS OF THE MEETING

Financial Statements and reports

To receive and consider the Financial Statements of the Company for the year ended 30 June 2026, including:

- (a) the Directors' Report; and
- (b) the Auditor's Report.

Resolution 1 – Adoption of the Remuneration Report

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

“That, pursuant to and in accordance with section 250R(2) of the Corporations Act, the Remuneration Report, as included in the Directors' Report of the Company for the year ended 30 June 2026, be adopted”.

Voting Exclusion and Restriction Statement

In accordance with section 250R(4) of the Corporations Act, the Company will disregard any votes cast (in any capacity) in respect of Resolution 1 by or on behalf of:

- a member of the Company's Key Management Personnel (**KMP**), the details of whose remuneration are included in the Remuneration Report for the year ended 30 June 2026; and
- a Closely Related Party of such a member of KMP.

However, the Company will not disregard a vote cast in respect of Resolution 1 by a member of KMP or a Closely Related Party of such a member of KMP if it is cast as a proxy and:

- it is not cast on behalf of a member of KMP or a Closely Related Party of a member of KMP; and either:
- the proxy is appointed in writing and specifies how the proxy is to vote on Resolution 1; or
- the proxy is the chair of the Meeting and the appointment of the chair as the proxy does not specify the way the proxy is to vote on Resolution 1 and expressly authorises the chair to exercise the proxy even though Resolution 1 is connected directly or indirectly with the remuneration of a member of KMP.

Shareholders who intend to appoint the Chair as proxy (including appointment by default) should have regard to the Voting and Proxy Instructions included in this document.

While the Corporations Act (section 250R(2)) requires a listed company to put a resolution to its members at its annual general meeting that its Remuneration Report be adopted, the Corporations Act expressly provides that the vote on any such resolution is advisory only and does not bind the directors or the Company.

Resolution 2 – Re-election of Non-Executive Director – Ms Valentina Stojanovska Cal

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

“That Ms Valentina Stojanovska Cal, in accordance with the Company's Constitution and ASX Listing Rules and being eligible for re-election, be re-elected as a Non-Executive Director.”

Resolution 3 – Re-election of Non-Executive Director – Mr Paul Rickard

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

“That Mr Paul Rickard, in accordance with the Company's Constitution and ASX Listing Rules and being eligible for re-election, be re-elected as a Non-Executive Director.”

Resolution 4 – Ratification of the issue of 25,714,286 Shares under the Placement

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

“That in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 25,714,286 fully paid ordinary shares in the capital of the Company, details of which are set out in the Explanatory Statement.”

Voting Exclusion and Restriction Statement:

The Company will disregard any votes cast in favour of Resolution 4 by any person or entity who participated in the Placement and any associates of those persons.

However, the Company will not disregard a vote if:

- it is cast by the person as proxy or attorney for a person who is entitled to vote on Resolution 4, in accordance with directions given to the proxy or attorney to vote on Resolution 4 in that way; or
- it is cast by the Chair as proxy or attorney for a person who is entitled to vote on Resolution 4, in accordance with a direction given to the Chair to vote on Resolution 4 as the Chair 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:
 - a) 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 Resolution 4; and
 - b) the holder votes on Resolution 4 in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 5 – Renewal of the Proportional Takeover Provision

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

“That pursuant to section 648G of the Corporations Act 2001 (Cth), the proportional takeover approval provisions in Clause 11 of the Company's Constitution are renewed for a period of three years from the date of this Meeting.”

By order of the Board



Sushma Kejriwal

Company Secretary

Date: 9 October 2026

VOTING AND PROXY INSTRUCTIONS

1. Quorum

The Company's Constitution provides that a quorum for the Meeting is three Shareholders.

2. Voting entitlement

For the purposes of the Meeting and in accordance with section 1074E(2)(g)(i) of the Corporations Act and regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Directors have determined that the Shareholders entitled to vote at the Meeting will be those persons who are recorded on the Company's register of Shareholders at 7:00pm (AEDT) on Monday, 9 November 2026. Share transfers registered after that time will be disregarded in determining the Shareholders entitled to vote at the Meeting.

On a poll, Shareholders will have one vote for every Share held. In the case of joint holders of Shares, if more than one holder votes at the Meeting, only the vote of the first named of the joint holders in the Company's register of Shareholders will be counted.

3. Votes required for Resolutions

An "ordinary" Resolution will be passed if more than 50% of the votes validly cast on the ordinary Resolution (either in person or by proxy, attorney or corporate representative) are in favour of that Resolution.

4. Voting by poll

All Resolutions will be voted on at the Meeting by way of a poll.

5. Proxies

- (a) Any Shareholder entitled to attend and vote at the Meeting is entitled to appoint:
 - (1) one proxy (if the Shareholder is entitled to one vote); or
 - (2) one or two proxies (if the Shareholder is entitled to more than one vote).
- (b) The person or persons appointed may, but need not necessarily, be a Shareholder.
- (c) Where two proxies are appointed, each proxy should be appointed to represent a specified portion or number of the Shareholder's voting rights (failing which each appointee will be entitled to cast half the Shareholder's votes, in which case any fraction of votes will be disregarded).
- (d) Where a Shareholder appoints two proxies, on a show of hands, neither proxy may vote if more than one proxy attends and, on a poll, each proxy may only exercise votes in respect of those Shares or voting rights the proxy represents.
- (e) The Proxy Form must be signed by the Shareholder (or, in the case of a joint holding, by each joint holder) or his/her attorney duly authorised in writing or, if the member is a corporation, in a manner permitted by the Corporations Act. A proxy given by a foreign corporation must be executed in accordance with the laws of that corporation's place of incorporation.
- (f) If a Proxy Form is signed under a power of attorney on behalf of a Shareholder, then either the original power of attorney, or a certified copy of it, must be lodged with the Proxy Form (before the deadline for appointment of proxies), unless the power of attorney has already been sighted by the Company or its share registrar.
- (g) A proxy may decide whether or not to vote on any item of business or other motion at the Meeting, except where the proxy is required by law or the Constitution to vote or abstain from voting in their capacity as proxy. If the proxy's appointment directs the proxy how to vote on an item of business, the proxy may vote on that item only in accordance with the direction. If the proxy's appointment does not direct the proxy how to vote on an item of business or any other motion at the Meeting, the proxy may vote as he or she thinks fit on that item or motion.
- (h) If the same person (such as the Chair) is appointed as proxy for two or more Shareholders and those Shareholders have specified different ways for the proxy to vote on an item of business, then the proxy is not entitled to vote (as proxy) on a show of hands on that item.

- (i) The appointment of one or more proxies will not preclude a Shareholder from attending the Meeting and voting personally. If the Shareholder votes on a Resolution, the proxy or proxies must not vote as the Shareholder's proxy on that Resolution.
- (j) Proxies may be appointed using the enclosed Proxy Form. Detailed instructions for appointing a proxy are provided on the back of the Proxy Form.
- (k) Proxy appointments (and any necessary supporting document) must be received by the Company **no later than 48 hours before the commencement of the Meeting (i.e., by 11:30am (AEDT) on Monday, 9 November 2026)**. Proxies received after this deadline will not be effective for the Meeting.
- (l) Proxy appointments may be lodged in any of the following ways:

Lodgment with the Company's share registrar	
By mail	WCM Global Growth Limited C/O MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235
By facsimile	+61 2 9287 0309
By online voting	By visiting https://au.investorcentre.mpms.mufg.com/Login/Login and following the instructions and information provided on the enclosed Proxy Form
By hand	MUFG Corporate Markets (AU) Limited Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150

6. Appointment of corporate representatives

A body corporate that is a Shareholder and is entitled to attend and vote at the Meeting, or that has been appointed as proxy of a Shareholder entitled to attend and vote at the Meeting, may appoint an individual to act as its representative at the Meeting. The appointment must comply with section 250D of the Corporations Act. The representative must bring to the Meeting adequate evidence of his/ her appointment, including any authority under which the appointment is signed, unless that evidence has previously been provided to the Company's share registrar.

7. Appointing the Chair as your proxy

The Proxy Form accompanying this Notice of Meeting contains detailed instructions regarding how to complete the Proxy Form if a Shareholder wishes to appoint the Chair as the Shareholder's proxy. You should read those instructions carefully.

The Chair intends to exercise all available proxies by voting in **favour** of the Resolutions on the Notice of Meeting.

If you do not wish to direct the Chair to vote in this matter, you should ensure that a box other than the 'For' box is clearly marked in relation to the Resolutions on the Proxy Form.

8. Undirected proxies

If you return your Proxy Form but do not nominate a proxy, the Chair will be your proxy and will vote on your behalf as you direct on the Proxy Form. If your nominated representative does not attend the Meeting, then your proxy will revert to the Chair and the Chair will vote on your behalf as you direct on the Proxy Form.

If a proxy is not directed how to vote on the Resolutions, the proxy (including, if applicable, the Chair) may vote, or abstain from voting, as he/she thinks fit.

If you appoint the Chair as your proxy (including appointment by default) and do not direct the Chair how to vote on the Resolutions, the Chair will vote your proxy in **favour** of the Resolutions even if the Chair has an

interest in the outcome of the Resolutions and votes cast by the Chair, other than as proxy holder, would be disregarded because of that interest.

9. Questions and comments from Shareholders

In accordance with the Corporations Act, a reasonable opportunity will be given to Shareholders – as a whole – to ask questions about, or make comments on, the management of the Company at the Meeting.

Similarly, a reasonable opportunity will be given to Shareholders – as a whole – to ask the Company's external auditor, Ernst and Young, questions relevant to:

- the conduct of the audit;
- the preparation and content of the Auditor's Report;
- the accounting policies adopted by the Company in relation to the preparation of its Financial Statements; and
- the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit written questions to the Company or to Ernst and Young via the Company Secretary (if the question is relevant to the content of the Auditor's Report or the conduct of the audit of the Company's Financial Statements for the year ended 30 June 2026) in advance of the Meeting. Questions may be submitted:

- by mail to the Company Secretary, WCM Global Growth Limited, Suite 12.04, Level 12, 2 Chifley Square, Sydney NSW 2000; or
- by email to the Company Secretary at s.kejriwal@acclime.com and include "WQG AGM" in the subject line;

and must be submitted no later than five business days before the Meeting.

Questions should relate to matters that are relevant to the business of the Meeting, as outlined in the Notice and the enclosed Explanatory Statement. The auditor will compile the questions relevant to the content of the Auditor's Report or the conduct of the audit of the Financial Report into a question list. At or before the start of the Meeting, the Company will make the question list reasonably available to the Shareholders attending the Meeting.

Questions will be collated, and, during the Meeting, the Chair will seek to address as many of the more frequently raised topics as possible and, where appropriate, will give a representative of the Company's auditor, Ernst and Young, the opportunity to answer, or to table answers to, written questions submitted to the auditor. If written answers are tabled at the Meeting, they will be made available to Shareholders (on the Company's website) as soon as practicable after the Meeting.

If there is not sufficient time available at the Meeting to address all topics raised, the Company will endeavor to provide a subsequent written answer to each question submitted. The Company cannot guarantee that an individual response will be sent to each Shareholder.

10. Electronic Annual Reports

In accordance with the Corporations Act, and in the interests of maximum efficiency and reducing costs, the Company is providing printed copies of its 2026 Annual Report only to those Shareholders who have specifically made this request. For all other Shareholders, an electronic copy of the Company's 2026 Annual Report is available on the Company's website <https://www.associateglobal.com/funds/wqg/>.

WCM Global Growth Limited
ACN 617 281 268

EXPLANATORY STATEMENT

1. INTRODUCTION

This Explanatory Statement has been prepared to assist Shareholders in understanding the business of the Meeting and the Resolutions set out in the Notice of Meeting.

This Explanatory Statement accompanies and forms part of the Notice and should be read by Shareholders in conjunction with the Notice.

The Directors recommend that Shareholders read this Explanatory Statement before making any decisions in relation to the Resolutions. If you are in doubt as to what you should do, you should consult your legal, investment or other professional adviser.

A number of terms used in this document are defined in the Glossary in section 4 of this Explanatory Statement.

This Explanatory Statement is dated 9 October 2026.

2. PURPOSE OF THE MEETING

The business of the Meeting is to:

- (a) receive and consider the Financial Statements, Directors' Report and Auditor's Report of the Company for the year ended 30 June 2026; and
- (b) approve the Resolutions required for the Company to:
 - adopt the Remuneration Report (as included in the Directors' Report);
 - re-elect Ms Valentina Stojanovska Cal as a Non-Executive Director;
 - re-elect Mr Paul Rickard as a Non-Executive Director;
 - ratify the issue of 25,714,286 Shares under the Placement; and
 - renew the proportional takeover provisions.

2.1 Financial Statements and Reports

The Financial Statements, Directors' Report and Auditor's Report of the Company for the year ended 30 June 2026 form part of the Company's 2026 Annual Report.

The Company's 2026 Annual Report, including the Remuneration Report, is available to access and download from <https://www.associateglobal.com/funds/wqg/>

Shareholders who requested a printed copy of the Company's 2026 Annual Report will receive a copy by post. If you would like to receive a printed copy of the Company's 2026 Annual Report free of charge, you can contact the Company's share registry on +61 1300 554 474.

There is no requirement for Shareholders to approve the Financial Statements, Directors' Report and Auditor's Report. Therefore, Shareholders will not be asked to vote on this item of business.

During the discussion of this item, Shareholders will be given a reasonable opportunity to ask questions about, and make comments on, those reports and on the business, operations and management of the Company generally.

A representative of the Company's auditor, Ernst and Young, will be present at the Meeting. During this item, Shareholders will also be given a reasonable opportunity to ask the Ernst and Young representative questions relevant to the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the Financial Statements and the independence of the auditor in relation to the conduct of the audit.

2.2 Adoption of the Remuneration Report – Resolution 1

The Directors' Report for the year ended 30 June 2026 contains a Remuneration Report which sets out the policies of the Company for and applicable to the remuneration of its KMP.

While the Corporations Act (section 250R(2)) requires a listed company to put a resolution to its members at its annual general meeting that its Remuneration Report be adopted, the Corporations Act expressly provides that the vote on any such resolution is advisory only and does not bind the Directors or the Company. However, under the Corporations Act, if at least 25% of the votes cast on Resolution 1 at the Meeting are against adoption of the Remuneration Report, then:

- if comments are made on the Remuneration Report at the Meeting, the Company's next Remuneration Report for the financial year ending 30 June 2027 will be required to include an explanation of the Board's proposed action in response or, if no action is proposed, the Board's reasons for this; and
- if subsequently, at the Company's 2027 annual general meeting, at least 25% of the votes cast on the resolution for the adoption of the Remuneration Report for that financial year are against its adoption, the Company will be required to put to Shareholders a resolution proposing that a general meeting (**Spill Meeting**) be called to consider the re-election of all directors of the Company (**Spill Resolution**). The Spill Meeting must be held within 90 days of the date of the 2027 annual general meeting. For any Spill Resolution to be passed, more than 50% of the votes cast on the resolution must be in favour of it. If a Spill Resolution is passed, all of the Directors (other than any Managing Director) will cease to hold office immediately before the end of the Spill Meeting unless re-elected at that meeting.

The Remuneration Report forms part of the Directors' Report for the year ended 30 June 2026 and is made in accordance with a unanimous resolution of the Directors. While noting that each Director has a personal interest in their remuneration, as described in the Remuneration Report, the Board unanimously recommends that the Shareholders vote in favour of adopting the Remuneration Report.

Shareholders attending the Meeting will be given a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

The Board unanimously recommends that Shareholders vote in **favour** of Resolution 1.

2.3 Re-election of Non-Executive Director – Ms Valentina Stojanovska Cal – Resolution 2

As required by the Company's Constitution and the ASX Listing Rules, Ms Valentina Stojanovska Cal retires, and being eligible, offers herself for re-election as a Director.

Information about Ms Valentina Stojanovska Cal

Qualifications: Ms Stojanovska Cal has a Bachelor of Law/Arts (LLB/BA) and a Master of Law (LLM) from the University of Melbourne, is a Graduate of the Australian Institute of Company Directors (GAICD), has

completed the Leadership Program – Mount Eliza, Melbourne Business School and is a Chartered Tax Advisor (CTA) at The Tax institute.

Term: Director since 27 April 2017 and re-elected 15 November 2023

Independent: Yes

Skills and experience: Ms Stojanovska Cal has more than 26 years' experience as a corporate, commercial and tax lawyer advising funds, listed investment companies, financial institutions, responsible entities, and ratings agencies, as well as national and multinational (outbound/inbound) corporates, across a diverse range of industries, including mining, finance, airlines, retail and manufacturing, property and construction, equity and capital markets and private equity.

Ms Stojanovska Cal has held senior positions at KPMG, Phillips Fox, Corrs and Minter Ellison, and has worked in-house at Multiplex and Chartered Accountants Australia and New Zealand, including as National Manager and General Counsel. Ms Stojanovska Cal is the Principal of Black Book Legal. She is admitted as a Legal Practitioner/Solicitor in Australia.

Directorships of listed entities (last three years): None

Other directorships/offices: Ms Stojanovska Cal is currently Managing Director of Black Book Management Pty Ltd and Principal of Black Book Legal, Executive Patron of Taronga Zoo, Ambassador of The Australian Ballet and a member of The Australian Ballet Ambassador Board.

Other responsibilities: Member of the Company's Audit and Risk Committee.

The Board (*with Ms Stojanovska Cal abstaining*) recommends that shareholders vote in **favour** of Resolution 2.

2.4 Re-election of Non-Executive Director – Mr Paul Rickard – Resolution 3

As required by the Company's Constitution and the ASX Listing Rules, Mr Paul Rickard retires, and being eligible, offers himself for re-election as a Director.

Information about Mr Paul Rickard

Qualifications: Mr Rickard has a Bachelor of Science from the University of Sydney, 1982 and a Diploma of Financial Planning from the RMIT University, 1994, MSAFAA (Non-Executive Director)

Term: Director since 27 April 2017 and re-elected 15 November 2023

Independent: No

Skills and experience. Mr Rickard was the founding Managing Director of CommSec, which he led from 1994 through to 2002, and was chairman until 2009. In 2005, he was named 'Stockbroker of the Year' and admitted to the Industry Hall of Fame of the Australian Stockbrokers Foundation.

After a 20-year career with the Commonwealth Bank, finishing in the role as Executive General Manager Payments and Business Technology, Mr Rickard left in 2009 to team up with Peter Switzer and founded the "Switzer Report", a subscription based newsletter for the trustees of self-managed super funds. An expert

in investment and superannuation, he is a regular commentator on TV, radio and online, and overseas editorial development at Switzer Financial Group.

Directorships of listed entities (last three years): Mr Rickard is currently a non-executive Director of Tyro Payments Limited (ASX:TYR) and PEXA Group Limited (ASX:PXA).

Other directorships/offices: Mr Rickard is also a Director of Switzer Financial Group Pty Limited and Russh Media Pty Ltd.

Other responsibilities: Member of the Company's Audit and Risk Committee.

The Board (*with Mr Rickard abstaining*) recommends that shareholders vote in **favour** of Resolution 3.

2.5 Ratification of the issue of 25,714,286 Shares under the Placement pursuant to ASX Listing Rule 7.4 - Resolution 4

On 19 February 2026, the Company announced to the ASX that the Company received binding commitments from professional and sophisticated investors for 25.7 million Shares at \$1.75 per Share, under the non-underwritten share placement, to raise a total of \$45 million (**Placement**).

The issue of Shares under the Placement did not require Shareholder approval and resulted in the issue of 25,714,286 Shares on 25 March 2026 at the issue price of \$1.75 per Share.

The purpose of Resolution 4 is for shareholders to ratify the issue of Shares under the Placement. Ratification provides the Company with flexibility in capital management and allows the Company to make further issues for working capital or other purposes as required.

Listing Rule 7.1

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 12 month period.

The issue of 25,714,286 Shares under the Placement does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue, which is 25 March 2026.

Listing Rule 7.4

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. Accordingly, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue of Shares under the Placement.

Specific information required by Listing Rules 7.4 and 7.5

The following information is provided in relation to the issue of Shares under the Placement in accordance with Listing Rule 7.5:

- a) The 25,714,286 Shares were issued to the sophisticated and professional investors.
- b) These Shares were issued on 25 March 2026.
- c) The Shares were issued *pari passu* to the existing fully paid ordinary Shares on issue.

- d) The Shares were issued at \$1.75 per Share. The issue price represented a discount of:
- 7.9% to the 15-day volume weighted average share price up to Monday, 16 February 2026 (the last trading day before the trading halt was actioned for the Placement);
 - 8.4% to the last closing price of \$1.91 on Monday, 16 February 2026; and
 - 2.2% to the post-tax NTA per Share of \$1.789 announced to the ASX on Tuesday, 17 February 2026.
- e) The proceeds from the issue of these Shares will be invested in accordance with the Company's investment strategy managed on behalf of the Company by WCM Investment Management, LLC.
- f) Taylor Collison Limited acted as Lead Arranger and Joint Lead Manager and Morgans Financial Limited and Ord Minnett Limited have acted as Joint Lead Managers to the Placement.
- g) A voting exclusion statement in relation to Resolution 4 is included in the Notice.
- h) The issue of Shares under the Placement did not breach Listing Rule 7.1.

Information required by Listing Rule 14.1A

If this Resolution is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity shares the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity shares that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

The Board unanimously recommends that Shareholders vote in **favour** of Resolution 4.

2.6 Renewal of the Proportional Takeover Provisions – Resolution 5

Background

Section 648G(1) of the Corporations Act 2001 (Cth) provides that a Company's proportional takeover provisions will cease to have effect at the end of three years from the date of incorporation (or renewal, as the case may be).

The Constitution of the Company was adopted by Shareholders in 2017 and the proportional takeover bid approval provisions (existing Clause 11) of the Constitution were last renewed at the 2023 AGM held on 15 November 2023.

As per Clause 11.6 of the existing Constitution, the Company's proportional takeover provisions ceases to have effect on the later to occur of:

- (a) the third anniversary of its adoption of the Constitution; or
- (b) the third anniversary of its most recent renewal effected under the Corporations Act.

The Directors consider that it is in the best interests of Shareholders to renew these provisions in their existing form. Accordingly, a special resolution is being put to Shareholders under section 648G of the Corporations Act to renew Clause 11 of the Constitution.

If renewed by Shareholders at the meeting, Clause 11 will operate for three years from the date of the Meeting (i.e., 11 November 2026), subject to further renewal.

Effects of Provisions

The effects of Clause 11 of the Constitution, as renewed, will be that where a proportional takeover bid is made for Shares in the Company (i.e., a bid is made for a specified proportion, but not all, of each holders' bid class shares), the Directors must convene a meeting of holders of the relevant shares to vote on a

resolution to approve that bid. The meeting must be held, and the resolution voted on, at least 14 days before the offer period under the bid ends.

To be passed, the resolution must be approved by more than 50% of the votes cast at the meeting, excluding votes by the bidder and its associates. However, the Corporations Act also provides that, if the meeting is not held within the time required, then a resolution to approve the proportional takeover bid will be deemed to have been passed.

If the resolution to approve the proportional takeover bid is passed or deemed to have been passed, the transfer of shares resulting from acceptance of an offer under that bid will be permitted, and the transfers registered, subject to the Corporations Act and the Constitution of the Company.

If the resolution is rejected, the registration of any transfer of Shares resulting from an offer under the proportional takeover bid will be prohibited, and the bid deemed to be withdrawn.

Clause 11 of the Constitution, as renewed, will not apply to full takeover bids.

Reasons for proposing the resolution

The Board considers that Shareholders should have the opportunity to vote on a proposed proportional takeover bid.

In the absence of Clause 11 of the Constitution, as renewed, a proportional takeover bid for the Company may enable effective control of the Company to be acquired by a person who has not offered to acquire 100% of the Company's Shares (and, therefore, has not offered to pay a 'control premium' that reflects 100% ownership).

As a result, if a proportional takeover bid for the Company is made:

- Shareholders may not have the opportunity to dispose of all their Shares; and
- Shareholders risk becoming part of a minority interest in the Company or suffering loss following such a change of control if the market price of the Company's Shares decreases or the Company's Shares become less attractive and, accordingly, more difficult to sell.

If Clause 11 of the Constitution is renewed, the Board considers that this risk will be minimised by enabling Shareholders to decide whether a proportional takeover bid should be permitted to proceed.

Present acquisition proposals

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.

Review of proportional takeover approval provisions

The Corporations Act requires these Explanatory Notes to discuss retrospectively the advantages and disadvantages, for Directors and members, of the proportional takeover provision proposed to be renewed.

While the proportional takeover approval provisions have been in effect, there have been no takeover bids for the Company, either proportional or otherwise.

Consequently, there are no actual examples against which to review the advantages or disadvantages of the existing proportional takeover approval provisions contained in Clause 11 of the Constitution. The Directors are not aware of any potential takeover bid which was discouraged by Clause 11 of the Constitution.

Potential advantages and disadvantages

In addition to a retrospective discussion of the provisions proposed to be renewed, the Corporations Act also requires these Explanatory Statement to discuss the potential future advantages and disadvantages of the proposed rule for both Directors and members.

The Directors consider that there are no such advantages or disadvantages for them as they remain free to make a recommendation on whether a proportional takeover bid should be accepted.

For Shareholders, the potential advantages of Clause 11 of the Constitution, as renewed, are that that they will provide all relevant holders with the opportunity to consider, discuss in a meeting called specifically for the purpose, and vote on whether a proportional takeover bid should be approved. This affords the relevant holders of Shares an opportunity to have a say in the future ownership and control of the Company and help the members to avoid being locked into a minority. The Directors believe this will encourage any proportional takeover bid to be structured so as to be attractive to at least a majority of the relevant holders of Shares. It may also discourage the making of a proportional takeover bid that might be considered opportunistic. Finally, knowing the view of a majority of the relevant holders of Shares may help each individual holder to assess the likely outcome of the proportional takeover bid and decide whether or not to accept an offer under the bid.

On the other hand, a potential disadvantage for shareholders arising from Clause 11 of the Constitution, if renewed, is that proportional takeover bids may be discouraged by the further procedural steps that the clause will entail and, accordingly, this may reduce any takeover speculation element in the price of the Company's Shares. Shareholders may be denied an opportunity to sell a portion of their Shares at an attractive price where the majority rejects an offer from people seeking control of the Company.

These advantages and disadvantages of Clause 11 have been applicable during the period that Clause 11 has been in effect. It should be noted that during the period that Clause 11 was in effect, no takeover bid for securities in the Company (whether proportional or otherwise) has been announced or made.

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

The Board recommends that shareholders vote in **favour** of Resolution 5.

3. FURTHER INFORMATION

3.1 No other material information

Except as set out in this Explanatory Statement, in the opinion of the Directors, there is no other information that is reasonably required by Shareholders in order to decide whether or not it is in the Company's interests to pass the Resolutions and is known to the Company or any of its Directors.

3.2 Authorisation

The Notice and this Explanatory Statement have been approved by a resolution passed by the Directors.

3.3 Responsibility

The Notice and this Explanatory Statement have been prepared by the Company under the direction and oversight of the Directors.

4. GLOSSARY

In this Explanatory Statement, unless the context otherwise requires, the following terms will have the following meanings:

ASX means, as the case requires, ASX Limited ACN 008 624 691 or the Australian Securities Exchange operated by ASX Limited.

Listing Rules means the Listing Rules of ASX.

Board means the board of directors of the Company.

Chair means the chairman/chairperson of the Meeting.

Company means WCM Global Growth Limited ACN 617 281 268.

Constitution means the constitution of the Company as amended from time to time.

Corporations Act means the *Corporations Act 2001* (Cth) as amended from time to time.

Directors means the directors of the Company and **Director** means any one of them.

Explanatory Statement means this explanatory statement (as amended or supplemented from time to time) annexed to and forming part of the Notice.

Meeting means the annual general meeting of Shareholders to be held on Wednesday, 11 November 2026 at 11:30am (AEDT) at the offices of Suite 12.04, Level 12 Chifley Tower, 2 Chifley Square, Sydney NSW 2000.

Notice of Meeting or **Notice** means the notice convening the Meeting.

Placement means the binding commitments from professional and sophisticated investors for 25.7 million Shares at \$1.75 per Share, under the nonunderwritten share placement, to raise a total of \$45 million, as announced to the ASX on 19 February 2026.

Proxy Form means the proxy form accompanying the Notice.

Resolutions means the resolutions set out in the Notice, an explanation of which is set out in this Explanatory Statement, and **Resolution** means any one of the Resolutions.

Shareholders means holders of Shares and **Shareholder** means any one of those Shareholders.

Shares means the fully paid ordinary shares in the capital of the Company and **Share** means any one of those Shares.



WCM Global Growth Limited
ABN: 69 617 281 268

LODGE YOUR VOTE



ONLINE

<https://au.investorcentre.mpms.mufg.com>



BY MAIL

WCM Global Growth Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150



ALL ENQUIRIES TO

Telephone: +61 1300 554 474



X99999999999

PROXY FORM

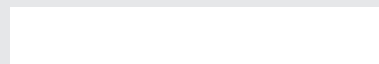
I/We being a member(s) of WCM Global Growth Limited (the **Company**) and entitled to attend and vote hereby appoint:

APPOINT A PROXY



the Chairman of the
Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting
as your proxy, please write the name of the person or
body corporate you are appointing as your proxy



or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11:30am (AEDT) on Wednesday, 11 November 2026 at Suite 12.04, Level 12 Chifley Tower, 2 Chifley Square, Sydney NSW 2000 (the Meeting)** and at any postponement or adjournment of the Meeting.

Important for Resolution 1: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 1, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions

For Against Abstain*

For Against Abstain*

1 Adoption of the Remuneration Report

☐	☐	☐
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5 Renewal of the Proportional Takeover Provision

☐	☐	☐
--------------------------	--------------------------	--------------------------

2 Re-election of Non-Executive Director – Ms Valentina Stojanovska Cal

☐	☐	☐
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3 Re-election of Non-Executive Director – Mr Paul Rickard

☐	☐	☐
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4 Ratification of the issue of 25,714,286 Shares under Placement

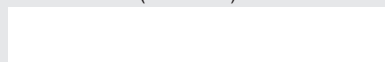
☐	☐	☐
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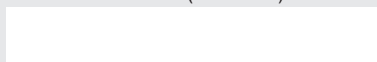
* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)



Joint Shareholder 2 (Individual)



Joint Shareholder 3 (Individual)



Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

WQG PRX2601C

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 they choose. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufig.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufig.com/en/mufg-corporate-markets.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:30am (AEDT) on Monday, 9 November 2026**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

<https://au.investorcentre.mpms.mufig.com>

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

<https://au.investorcentre.mpms.mufig.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

WCM Global Growth Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to MUFG Corporate Markets (AU) Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO PARTICIPATE IN AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**