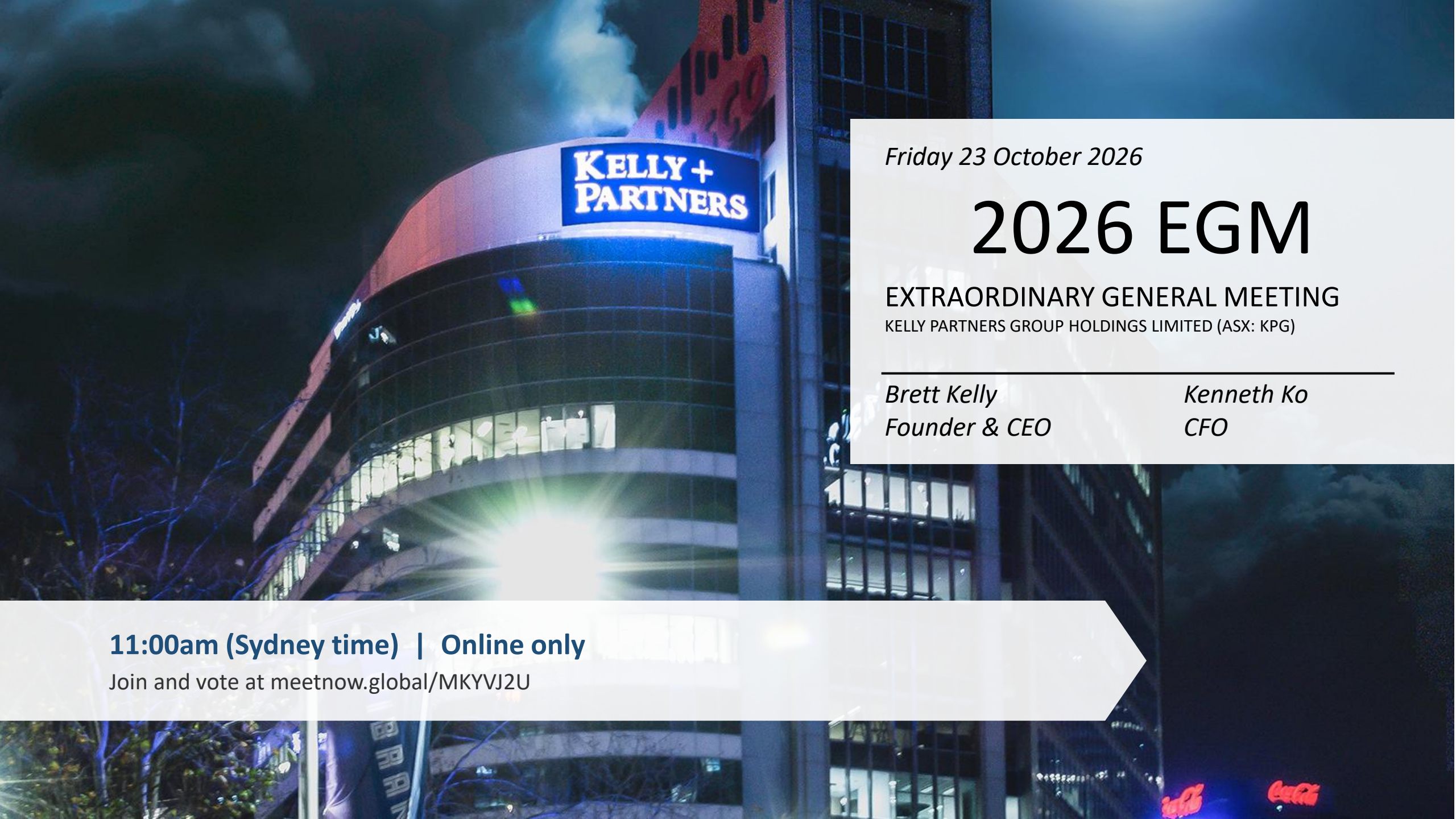




**KELLY +
PARTNERS**

Friday 23 October 2026

2026 EGM

EXTRAORDINARY GENERAL MEETING

KELLY PARTNERS GROUP HOLDINGS LIMITED (ASX: KPG)

Brett Kelly
Founder & CEO

Kenneth Ko
CFO

11:00am (Sydney time) | Online only

Join and vote at meetnow.global/MKYVJ2U

Participating at the meeting

ONLINE VOTING GUIDE



GETTING STARTED

To submit your vote online you will need to visit the link provided in the notice of meeting on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

TO LOG IN, YOU MUST HAVE THE FOLLOWING INFORMATION:

Australian Residents

SRN or HIN and postcode of your registered address.

Overseas Residents

SRN or HIN and country of your registered address.

Appointed Proxies

Please contact Computershare Investor Services on +61 3 9415 4024 during the online registration period which will open 1 hour before the start of the meeting to receive an email invitation.

Shareholders voting virtually may do so via the online platform:

meetnow.global/MKYVJ2U

Voting is by poll. The Chair will open voting at the start of the meeting.

PARTICIPATING AT THE MEETING

To participate in voting during the online meeting, visit the link provided in the notice of meeting.

To register as a shareholder

Select 'Shareholder', enter your SRN or HIN and select your country. If within Australia, also enter your postcode.

OR

To register as a proxyholder

To access the meeting, click on the link in the invitation email sent to you. Or select 'Invitation' and enter your invite code provided in the email.



Vote

When the Chair declares the poll open, select the 'Vote' icon and the voting options will appear on your screen.

To vote, select your voting direction. A tick will appear to confirm receipt of your vote.

To change your vote, select 'Click here to change your vote' and press a different option to override.

FOR ASSISTANCE

If you require assistance before or during the meeting please call +61 3 9415 4024.

Resolutions



Resolution 1: Delisting from the Official List of ASX

To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“That, subject to and conditional upon Resolutions 2, 3 and 4 being passed, for the purposes of Listing Rule 17.11 and for all other purposes, the Company be removed from the official list of the ASX on a date to be announced by the Company, being no earlier than the later of one month after the date this resolution is passed and the date on which Nasdaq listing approval is received, and that the Directors be authorised to do all things reasonably necessary for the removal of the Company from the official list of the ASX and for its listing on Nasdaq”.

Proxies received in relation to the resolution

Votes For	Votes Against	Votes Abstaining	Votes Excluded / Invalid	Undirected Votes Valid	Total
21,880,662	169,457	1,521,151	0	37,752	22,087,871
99.06%	0.77%	N/A	N/A	0.17%	100%

Resolution 2: Amendments to Constitution for Class B Share terms

To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:

“That, subject to and conditional upon Resolutions 1, 3 and 4 being passed, for the purposes of section 136(2) of the Corporations Act and for all other purposes, Shareholders approve the amendments to the Constitution as set out in the form of Constitution signed by the Chairman for the purposes of identification at the meeting, with the amendments to take effect from the close of the meeting.”

Proxies received in relation to the resolution

Votes For	Votes Against	Votes Abstaining	Votes Excluded / Invalid	Undirected Votes Valid	Total
21,863,163	161,773	1,546,334	0	37,752	22,062,688
99.10%	0.73%	N/A	N/A	0.17%	100%

Resolution 3: Consolidation of Ordinary Shares

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

“That, subject to and conditional upon Resolutions 1, 2 and 4 being passed, for the purposes of section 254H of the Corporations Act and the Company’s Constitution and for all other purposes, approval is given for the consolidation of the Company’s existing Ordinary Shares on the basis that every 3 Ordinary Shares be consolidated into 1 Ordinary Share, and where the Consolidation results in a fraction of a Share being held, the Company be authorised to round that fraction up or down (as the case may be) to the nearest whole Share, with an effective date to be determined by the Board and on the terms and conditions set out in the Explanatory Memorandum.”

Proxies received in relation to the resolution

Votes For	Votes Against	Votes Abstaining	Votes Excluded / Invalid	Undirected Votes Valid	Total
21,869,214	169,282	1,532,326	0	38,200	22,076,696
99.06%	0.77%	N/A	N/A	0.17%	100%

Resolution 4: Acquisition of a substantial asset from substantial (10%+) holder

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

"That, subject to and conditional upon Resolutions 1, 2 and 3 being passed, for the purposes of ASX Listing Rule 10.1 and for all other purposes, Shareholders approve the acquisition by the Company (through the ESS Trust) of Ordinary Shares from Kelly Investments 1 Pty Ltd as trustee for the Kelly Family Trust 1, on the terms and conditions set out in the Explanatory Memorandum."

Proxies received in relation to the resolution

Votes For	Votes Against	Votes Abstaining	Votes Excluded / Invalid	Undirected Votes Valid	Total
8,161,979	162,814	15,246,477	0	37,752	8,362,545
97.60%	1.95%	N/A	N/A	0.45%	100%

Thank you

