



AIRTASKER LIMITED

ACN 149 850 457

NOTICE OF ANNUAL GENERAL MEETING

TO BE HELD AT

11.00 AM (AEDT) ON WEDNESDAY 25 NOVEMBER 2026

IN-PERSON AT

AUSTRALIA SQUARE

LEVEL 7, 264 GEORGE STREET, SYDNEY NSW 2000

AND VIRTUALLY THROUGH THE

AUTOMIC INVESTOR PORTAL

<https://investor.automic.com.au>

26 October 2026

Dear Shareholder

2026 Annual General Meeting of Shareholders

On behalf of the Directors of Airtasker Limited ACN 149 850 457 (**Airtasker** or **Company**), I am pleased to invite you to attend the 2026 Annual General Meeting of Shareholders (**Meeting**) of Airtasker, which will be held on Wednesday 25 November 2026 commencing at 11.00 am (AEDT).

In accordance with the Company's Constitution, the Meeting will be held as a hybrid meeting, in-person at Australia Square, Level 7, 264 George Street, Sydney NSW 2000 and virtually through the Automic Investor Portal managed by the Company's share registry Automic Registry Services (**Automic**) at <https://investor.automic.com.au>.

Retirement of director

The Notice of Meeting includes customary resolutions for re-election of directors following their retirement in accordance with the ASX Listing Rules and the Company's Constitution. Our new director, John Boris, will seek election and I will seek re-election at the Meeting. However, our Non-Executive Director, Ellen Comerford, who will also retire by rotation at the Meeting, has notified us that she will not seek re-election at the Meeting. Accordingly, she will retire as a director with effect from the close of the Meeting.

Notice of Meeting

The Notice of Meeting and Explanatory Statement (**Notice**) for the Meeting is available online and can be viewed and downloaded by shareholders of the Company (**Shareholders**) from the Company's website at <https://investors.airtasker.com/2026-agm> or the Company's ASX market announcements platform at www.asx.com.au.

In accordance with sections 110C-110K of the Corporations Act 2001 (Cth) (as inserted by the Corporations Amendment (Meetings and Documents) Act 2022 (Cth)), Shareholders **will not** be sent copies of the Notice or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice and Proxy Form in paper form or otherwise request a physical copy.

Voting by Proxy

Online

scan the QR code below using your smartphone



Lodge the Proxy Form online at <https://singleholding.automic.com.au/login> by following the instructions:
Login to the Automic Investor Portal using the holding details as shown on your holding statement.
Click on 'View Meetings' – 'Vote'.

To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of their holding statement.

For further information on the online proxy lodgement process, or if you require a paper Proxy Form, please contact Automic at meetings@automicgroup.com.au or via telephone on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia).

Shareholder Queries in Relation to the Meeting

Shareholders are encouraged to submit questions in advance of the Meeting, and at least 48 hours prior to the Meeting, in writing to the Company Secretary at companysecretary@airtasker.com.

Copies of all Meeting related material, including the Notice and the Company's Annual Report, are available to download from the Company's website at <https://investors.airtasker.com/2026-agm> or the Company's ASX market announcements platform at www.asx.com.au.

In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the Company's website or the Company's ASX market announcements platform.

I encourage each Shareholder to read the Notice (including the Explanatory Statement) and consider directing their proxy to vote on each resolution by marking either the "for" box, the "against" box or the "abstain" box on the Proxy Form (available within the correspondence section of the Automatic Investor Portal) or attending and voting in-person at the Meeting. All resolutions considered at the Meeting will be decided by poll.

Subject to the voting exclusions noted in the Explanatory Statement, the Directors unanimously recommend that Shareholders vote in favour of all resolutions.

Thank you for your continued support of Airtasker.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Cass O'Connor', with a stylized flourish at the end.

Cass O'Connor
Chair

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2026 Annual General Meeting (**Meeting**) of shareholders of Airtasker Limited ACN 149 850 457 (**Company**) will be held as a hybrid meeting at 11.00 am (AEDT) on Wednesday 25 November 2026 for the purpose of transacting the business referred to in this Notice of Meeting (**Notice**).

Time: 11.00 am (AEDT)

Date: Wednesday 25 November 2026

In-person: The Meeting will be held in-person at Australia Square, Level 7, 264 George Street, Sydney NSW 2000.

Virtually: The Meeting will also be held virtually through the Automic Investor Portal at <https://investor.automic.com.au>.

Participating: Shareholders with an existing Automic account will be able to participate in the Meeting virtually and vote online.

Further information and access instructions are enclosed with this Notice.

The accompanying Explanatory Statement provides additional information on matters to be considered at the Meeting. The Explanatory Statement should be read in conjunction with, and forms part of, this Notice.

Please note the important limitations and procedural requirements that will apply to the Meeting as set out in this Notice.

The business of the Meeting affects each shareholder of the Company (**Shareholder**), and their vote is important. This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Company will ensure that all Shareholders have a reasonable opportunity to attend and participate in the Meeting, either in-person or virtually.

Voting on all resolutions will be decided by poll. The Chair will vote undirected proxies in favour of each resolution.

AGENDA

ORDINARY BUSINESS

FINANCIAL REPORT

To receive the financial report of the Company and the reports of the Directors and of the Auditors for the financial year ended 30 June 2026.

Note: There is no requirement for Shareholders to approve the reports.

RESOLUTION 1: REMUNERATION REPORT

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

“The Remuneration Report for the financial year ended 30 June 2026, as disclosed in the Company’s Annual Report, be adopted.”

Note: This resolution is advisory only and does not bind the Company or the Directors. This resolution is subject to voting exclusions which are set out below.

RESOLUTION 2: RE-ELECTION OF DIRECTOR CATHERINE ANN O’CONNOR

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

“That, for the purposes of Article 41.2 of the Company’s Constitution, ASX Listing Rule 14.4 and for all other purposes, Catherine Ann O’Connor retires, and being eligible, is re-elected as a Director of the Company.”

RESOLUTION 3: ELECTION OF DIRECTOR JOHN SEDWICK BORIS

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

“That, for the purposes of Article 40.2 of the Company’s Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr John Sedwick Boris, a Director having been appointed by the Board, is elected as a Director of the Company.”

SPECIAL BUSINESS

RESOLUTION 4: ISSUE OF NED RIGHTS TO JOHN SEDWICK BORIS

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

“That, for the purposes of ASX Listing Rule 10.14 and all other purposes, the Shareholders approve the issue of NED Rights to non-executive Director, Mr John Sedwick Boris, or his nominee, in lieu of the payment of certain director fees payable to Mr Boris under the NED Equity Plan, and on the terms and conditions set out in the Explanatory Statement, with the number of NED Rights to be calculated in accordance with the formula set out in the Explanatory Statement.”

Note: This resolution is subject to voting exclusions which are set out below.

RESOLUTION 5: APPROVAL OF RIGHTS PLAN

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

“That, for the purposes of ASX Listing Rule 7.2, exception 13 and all other purposes, the Rights Plan described in the Explanatory Statement accompanying and forming part of this Notice of Meeting, and the issue of securities under the Rights Plan, be approved.”

Note: This resolution is subject to voting exclusions which are set out below.

VOTING EXCLUSIONS

Voting exclusions in accordance with the Corporations Act

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

- (a) a member of the Company's Key Management Personnel whose remuneration details are included in the Remuneration Report; or
- (b) a Closely Related Party of such member.

However, in accordance with section 250R(5) of the Corporations Act, a person described above may cast a vote on Resolution 1 as a proxy if the vote is not cast on behalf of a person described in section 250R(4) and either:

- (a) the person does so as a proxy appointed by a writing that specifies how the proxy is to vote on Resolution 1; or
- (b) the person is the Chair and the appointment of the Chair as proxy does not specify the way the proxy is to vote on Resolution 1 and expressly authorises the Chair to exercise the proxy even if Resolution 1 is connected directly or indirectly with the remuneration of the Company's Key Management Personnel.

Resolutions 4 and 5: In accordance with section 250BD of the Corporations Act, a vote must not be cast on Resolutions 4 and 5 as a proxy by a member of the Company's Key Management Personnel at the date of the Meeting, or a Closely Related Party of such member, unless it is cast as proxy for a person entitled to vote in accordance with their directions. This restriction on voting undirected proxies does not apply to the Chair where the proxy appointment expressly authorises the Chair to exercise undirected proxies even if the resolution is connected, directly or indirectly, with the remuneration of the Company's Key Management Personnel.

Voting exclusions in accordance with ASX Listing Rule 14.11

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

- (a) any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the NED Equity Plan; and
- (b) any associate of such a person.

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

- (a) a person who is eligible to participate in the Rights Plan; and
- (b) any associate of such a person.

However, the above exclusions in accordance with ASX Listing Rule 14.11 do not apply to a vote cast in favour of such Resolutions by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) 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
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

IMPORTANT INFORMATION FOR SHAREHOLDERS

This information forms part of the Notice.

Time and place of Meeting

Notice is given that an Annual General Meeting of Shareholders will be held at 11.00 am (AEDT) on Wednesday 25 November 2026. In accordance with the Company's Constitution, the Meeting will be held as a hybrid meeting, in-person at Australia Square, Level 7, 264 George Street, Sydney NSW 2000 and virtually through the Automic Investor Portal at <https://investor.automic.com.au>.

Registration for attendance at the Meeting will open at 10.30 am (AEDT) on Wednesday 25 November 2026.

All Shareholders will have the opportunity to attend and participate in the Meeting either in-person or virtually, submit questions to the Chair in real time or in advance, and vote in-person or virtually. Shareholders are encouraged to submit questions in advance of the Meeting, and at least 48 hours prior to the Meeting, in writing to the Company Secretary at companysecretary@airtasker.com.

Registering an account with Automic

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://investor.automic.com.au>, 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 Meeting virtually on the day:

- (a) Open your internet browser and go to <https://investor.automic.com.au>.
- (b) Login with your username and password. If you do not already have an account, click "Register" and follow the prompts. Shareholders are encouraged to create an account prior to the commencement of the Meeting to avoid delays in accessing the Meeting virtually.
- (c) After logging in, a banner will display to indicate that the Meeting is open for registration. Click "Register". Alternatively, select "Meetings" from the left-hand menu to join the Meeting.
- (d) Click on "Join Meeting" and follow the prompts.

Shareholders will be able to vote (see the "Attending and/or voting virtually on the day of the Meeting" section of this Notice below) and ask questions at the Meeting virtually.

Attending and/or voting in-person on the day of the Meeting

Shareholders or their proxies or attorneys, or in the case of a Shareholder or proxy which is a corporation, corporate representatives, who wish to attend and/or vote in-person on the day of the Meeting should attend the venue at Australia Square, Level 7, 264 George Street, Sydney NSW 2000.

Attending and/or voting virtually on the day of the Meeting

Shareholders who wish to vote virtually on the day of the Meeting can do so by logging into the Automic Investor Portal.

- (a) Open your internet browser and go to <https://investor.automic.com.au>.
- (b) Login with your username and password. If you do not already have an account, click "Register" and follow the prompts.
- (c) After logging in, a banner will appear to indicate that the Meeting is open for registration. Click "Register". Alternatively, select "Meetings" from the left-hand menu to join the Meeting.
- (d) Click on "Join Meeting" and follow the prompts.

- (e) When the Chair of the Meeting declares the poll open, select “Voting” from the right-hand menu to vote.
- (f) Select either the “Full” or “Allocate” option to access your electronic voting card.
- (g) 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 virtually login from 15 to 30 minutes prior to the scheduled start time.

Additional Shareholder information

Also available at <https://www.automicgroup.com.au/virtual-agms/> will be all the information Shareholders attending the Meeting virtually will need, including the “Virtual Meeting Online Guide” and the “Proxy Voting Online Guide” which provide instructions on using the Automic Investor Portal, voting, asking questions, answers to frequently asked questions and access to the Notice.

Voting eligibility

The business of the Meeting affects Shareholders and their vote is important.

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 7.00 pm (AEDT) on Monday 23 November 2026.

Voting requirements

In accordance with section 250JA of the Corporations Act, all Resolutions put to Shareholders at the Meeting will be decided by poll rather than by a show of hands.

In accordance with the Company’s Constitution and the ASX Listing Rules, all Resolutions must be passed by way of an ordinary resolution which requires the Resolution be approved by a majority of votes cast by Shareholders entitled to vote on the Resolution.

Voting by proxy

To vote by proxy, please complete the Proxy Form in accordance with the instructions set out on the Proxy Form.

A Proxy Form is available within the correspondence section of the Automic Investor Portal account at <https://investor.automic.com.au> or by contacting Automic at meetings@automicgroup.com.au or via telephone on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia).

Shareholders are advised that proxy appointments must be received no later than 11.00 am (AEDT) on Monday 23 November 2026 in order to be effective for the Meeting.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- (a) each Shareholder of the Company entitled to attend and vote at the Meeting has a right to appoint a proxy;
- (b) the proxy need not be a Shareholder of the Company; and
- (c) a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints 2 proxies

and the appointment does not specify the proportion or number of the Shareholder's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

A proxy may be either an individual or a body corporate. If you wish to appoint a body corporate as your proxy, you must specify on the Proxy Form:

- (a) the full name of the body corporate appointed as proxy; and
- (b) the full name or title of the individual representative of the body corporate to attend the Meeting.

Proxy appointments in favour of the Chair, the Company Secretary or any Director that do not contain a direction on how to vote will be voted by the Chair in favour of each of the Resolutions proposed in this Notice (except as expressly set out in this Notice).

Proxy Forms must be completed and signed by a Shareholder or the Shareholder's attorney or, if a corporation, executed in accordance with section 127 of the Corporations Act, or signed by an authorised officer or agent.

A Proxy Form should be completed and signed (and if signed by the appointer's attorney, accompanied by the original authority under which the appointment was signed or a certified copy of the authority).

Completed Proxy Forms must be delivered to Automic by 11.00 am (AEDT) on Monday 23 November 2026 in any of the following ways:

Method	Instructions
Online	Lodge your proxy vote online at https://singleholding.automic.com.au/login Log in to the Automic Investor Portal. Click on 'View Meetings' – 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (SRN or HIN). For further information on the online proxy lodgement process please see the Online Proxy Lodgement Guide at https://www.automicgroup.com.au/virtual-agms/ .
By Post	Lodge your proxy vote by post with Automic at GPO Box 5193, Sydney NSW 2001.
By Hand	Lodge your proxy vote by hand with Automic at Level 5, 126 Phillip Street, Sydney NSW 2000.

All voting enquiries should be directed to Automic: by telephone 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia); by email meetings@automicgroup.com.au.

26 October 2026
By order of the Board

Reena Minhas
Company Secretary
Airtasker Limited

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at 11.00 am (AEDT) on Wednesday 25 November 2026.

This Explanatory Statement should be read in conjunction with, and forms part of, the accompanying Notice. The purpose of this Explanatory Statement is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

The Explanatory Statement has been prepared in accordance with Australian laws, disclosure requirements and accounting standards. These laws, disclosure requirements and accounting standards may be different to those in other countries.

The distribution of the Explanatory Statement may, in some countries, be restricted by law or regulation. Accordingly, persons who come into possession of this Explanatory Statement should inform themselves of, and observe, any such restrictions.

ANNUAL REPORT

In accordance with section 317(1) of the Corporations Act, the Company's Annual Report must be laid before the Meeting. There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

- (a) discuss the Annual Report which is available on the Company's website at <https://investors.airtasker.com/annual-reports>;
- (b) ask questions about, or comment on, the management of the Company;
- (c) ask the Auditor questions about the conduct of the audit and 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 in the Annual Report and the independence of the Auditor in relation to the conduct of the audit; and
- (d) ask questions about, or make comments on, the Remuneration Report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Auditor about the content of the Auditor's Report and the conduct of the audit, may be submitted no later than 48 hours prior to the Meeting to the Company Secretary at companysecretary@airtasker.com, or may be raised during the Meeting in-person or by following the instructions in the "Virtual Meeting Online Guide" available at <https://investors.airtasker.com/2026-agm>.

1. RESOLUTION 1: REMUNERATION REPORT

The Remuneration Report is set out in the Company's Annual Report which is available on the Company's website at <https://investors.airtasker.com/annual-reports>.

The Chair will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the Remuneration Report at the Meeting.

The Remuneration Report identifies the Company's Key Management Personnel for the financial year to 30 June 2026 and sets out the remuneration policy for the Company and the remuneration arrangements in place for such persons.

In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors of the Company. If Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report.

However, if the Remuneration Report receives a “no” vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board (except a managing director). Where a resolution on the Remuneration Report receives a Strike at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than a managing director) who were in office at the date of approval of the applicable Directors’ Report must stand for re-election.

The Company notes that its Remuneration Report did not receive a Strike at last year’s annual general meeting.

Noting that each Director has a personal interest in their own remuneration from the Company as described in the Remuneration Report, the Board recommends that Shareholders vote in favour of Resolution 1. A voting exclusion statement for Resolution 1 is included in the voting exclusions. The Chair intends to vote undirected proxies in favour of Resolution 1.

2. RESOLUTION 2: RE-ELECTION OF DIRECTOR CATHERINE ANN O’CONNOR

Pursuant to Article 41.2 of the Company’s Constitution, ASX Listing Rule 14.4 and for all other purposes, Catherine (Cass) Ann O’Connor, being a Director, retires by way of rotation and, being eligible, offers herself for re-election as a Director.

Cass joined the Company as a non-executive Director and Chair in July 2023 and was elected by Shareholders at the 2023 annual general meeting held on 29 November 2023. Cass is a member of the Board’s Audit and Risk Committee and the Board’s Nomination and Remuneration Committee. The Company has assessed the independence of its Directors having regard to the requirements for independence which are set out in Principle 2 of the ASX Corporate Governance Principles and has determined that Cass is an independent director.

Cass has 35 years of executive, non-executive and advisory experience, spanning various industries including media production and distribution, technology, premium consumer goods, real estate and the arts. Her background is in finance, including as a senior equities research analyst with Deutsche Bank, and investment banking and private equity investing with a number of companies including Turnbull & Partners, Goldman Sachs LLC and Carnegie, Wylie & Co. Cass was previously the Chair of ASX-listed NextEd Group Limited (ASX:NXD) and the Chair of Prime Media Group. Cass has also held senior executive roles at some of Australia’s pioneering technology success stories, including initial General Manager of OzEmail and Executive Director of Ecorp, which launched eBay in Australia.

Cass holds a Bachelor of Business from the University of Technology, Sydney, and is a graduate of the Australian Institute of Company Directors.

The Board (excluding Ms O’Connor) recommends that Shareholders vote in favour of Resolution 2. The Chair of the Meeting (who will be Peter Hammond for the purposes of this Resolution) intends to vote undirected proxies in favour of Resolution 2.

3. RESOLUTION 3: ELECTION OF DIRECTOR JOHN SEDWICK BORIS

Pursuant to Article 40.2 of the Company’s Constitution and ASX Listing Rule 14.4, a Director appointed by the Board holds office until the end of the next annual general meeting of the Company, at which the Director is

eligible for election. Mr John Sedwick Boris was appointed by the Board as an independent non-executive Director on 25 May 2026 and, being eligible, offers himself for election as a Director.

The Company has assessed the independence of its Directors having regard to the requirements for independence which are set out in Principle 2 of the ASX Corporate Governance Principles and has determined that John is an independent director.

John is an experienced executive with more than 25 years of marketing and management experience across leading tech-enabled consumer brands and two-sided marketplaces, predominantly in the United States. He has held senior roles including Chief Executive Officer, President, Chief Growth Officer and Chief Marketing Officer, with a track record of building profitable consumer and enterprise businesses, scaling platforms and creating strong corporate cultures. His experience spans companies such as Tripadvisor, Big Red Group, Shutterfly, IfOnly, Lonely Planet, Zagat Survey and 1-800-Flowers. John is a non-executive director of Webjet Group Limited (ASX:WJL), where he chairs the Nomination and Remuneration Committee. He is also Chair of Feastables, Inc., the chocolate and snack brand founded by YouTuber Jimmy Donaldson (MrBeast).

John holds a Master of Business Administration from New York University's Stern School of Business and a Bachelor of Arts from Middlebury College.

The Board (excluding Mr Boris) recommends that Shareholders vote in favour of Resolution 3. The Chair intends to vote undirected proxies in favour of Resolution 3.

4. RESOLUTION 4: ISSUE OF NED RIGHTS TO JOHN SEDWICK BORIS

As previously disclosed, the Board has adopted a remuneration policy for non-executive Directors which permits non-executive Directors to receive all or some of their non-executive director fees as equity in lieu of cash fees. This policy has been adopted to encourage increased share ownership by non-executive Directors to align their interests with Shareholder interests, which is consistent with the recommendations around non-executive director remuneration set out in the ASX Corporate Governance Principles.

Under the non-executive Director remuneration policy, a non-executive Director may elect to forgo all or part of their entitlement to be paid director fees (excluding superannuation) in cash and instead receive such number of NED Rights equal in value to the forgone amount of director fees under the NED Equity Plan. Directors may also nominate a Closely Related Party to receive their NED Rights (**Nominee**).

At the Company's 2025 annual general meeting held on 26 November 2025, Shareholders approved the issue of NED Rights to Ms O'Connor, Ms Comerford, Mr Bai and Mr Hammond in lieu of cash fees for the financial years ending 30 June 2026, 30 June 2027 and 30 June 2028. Mr Boris was appointed to the Board on 25 May 2026 and was not covered by that approval. For the financial year ending 30 June 2027 (**FY27**), Mr Boris has elected to forgo \$15,000 of his director fees (being 15% of his director fees, excluding superannuation) and instead receive such number of NED Rights equal in value to those cash fees.

Resolution 4 seeks Shareholder approval for the issue of NED Rights to Mr Boris (or his Nominee) for FY27 and the financial year ending 30 June 2028 (**FY28**), so that the approval for all non-executive Directors expires at the same time and can be renewed together at the 2028 annual general meeting.

The number of NED Rights to be issued on each quarterly issue date will be calculated based on the following formula:

$$N = F \div P$$

Where:

N equals the number of NED Rights to be issued to a non-executive Director or their Nominee in respect of the relevant fiscal quarter;

F equals the amount, in dollars, of cash fees which the non-executive Director has elected to forgo for the relevant financial year divided by four (4); and
P equals the VWAP of Shares for the 5-trading day period immediately prior to the issue date.

No NED Rights have been or will be issued to Mr Boris before Shareholder approval is obtained. The first issue, in respect of the fiscal quarter ending 30 September 2026, will be made shortly after the Meeting.

4.1 ASX LISTING RULE 10.14

ASX Listing Rule 10.14 provides that a listed company must not permit a director (or certain other classes of persons) to acquire Equity Securities under an employee incentive scheme unless it obtains the approval of its Shareholders.

Mr Boris is a non-executive Director of the Company. Accordingly, Shareholder approval is required for the issue of NED Rights to Mr Boris in lieu of cash fees under Listing Rule 10.14. If Shareholder approval is given under Listing Rule 10.14, Shareholder approval under Listing Rule 10.11 is not required, and pursuant to Listing Rule 7.2, exception 14, the NED Rights will be issued without using the Company's 15% placement capacity under Listing Rule 7.1.

If Shareholder approval is not given, the Company will not be able to issue the NED Rights and will pay Mr Boris's director fees wholly in cash.

4.2 ADDITIONAL INFORMATION REQUIRED UNDER ASX LISTING RULE 10.15

Pursuant to and in accordance with ASX Listing Rule 10.15, the following additional information is provided for the purpose of obtaining Shareholder approval for Resolution 4:

- (a) Subject to an election by Mr Boris to participate in the NED Equity Plan in respect of the applicable financial year, the NED Rights will be issued to Mr Boris, who is a non-executive Director of the Company and falls within the category of person in Listing Rule 10.14.1, or his Nominee who falls within the category of person in Listing Rule 10.14.2.
- (b) No Equity Securities have previously been issued to Mr Boris or his Nominee under the NED Equity Plan.
- (c) Mr Boris's current total remuneration package for FY27 is \$100,000 plus statutory superannuation.
- (d) The maximum number of NED Rights that Mr Boris or his Nominee may receive for each financial year is his total director fees (excluding superannuation) divided by the price set out in the formula above.
- (e) The following table shows, for indicative purposes only, the current shareholding of Mr Boris and his Nominees and the maximum NED Rights that may be issued for the financial years ending 30 June 2027 (**FY27**) and 30 June 2028 (**FY28**).

Non-executive Director	Current Equity Securities held ¹	Current Shareholding % ¹	Maximum NED Rights to be issued for FY27 ^{2,3}	Maximum NED Rights issued for FY28 ^{2,4}	Maximum shareholding % post issue of NED Rights ⁵
John Boris and Nominees	Nil	Nil	74,801	498,669	0.12

1. Calculated on a fully diluted basis, assuming all NED Rights and Options are exercised as at 30 September 2026.
2. Based on the 5-trading day VWAP of Shares to 30 September 2026, being \$0.200534.
3. Based on Mr Boris's election to forgo \$15,000 of his director fees for FY27.
4. Assumes non-executive Director fees remain the same as for FY27.
5. Calculated on a fully diluted basis, as of 30 September 2026, assuming no other changes to the Equity Securities of the Company on issue and all NED Rights and Options are vested and exercised.

- (f) The NED Rights are expected to be issued quarterly in arrears, on or about 30 September, 31 December, 31 March and 30 June (other than the FY27 first quarter issue, which will be made shortly after the Meeting), and in any event within three (3) years of the date of the Meeting.
- (g) The NED Rights are issued as part of, and in lieu of, director fees payable to Mr Boris. No loans will be provided in relation to the acquisition of NED Rights.

- (h) The Company values the NED Rights to be issued to Mr Boris for FY27 at \$15,000, being the cash fees forgone. The Company believes this is an appropriate valuation given the NED Rights are issued fully vested at the time the fees would otherwise have been paid, with the number issued calculated with reference to the 5-trading day VWAP prior to each issue date. On this same basis, the value of the NED Rights to be issued to Mr Boris or his Nominee for FY28 will similarly be equal to the value of the cash fees elected to be forgone for that year.
- (i) The Company considers that NED Rights are an appropriate type of Equity Security to be used to compensate non-executive Directors who have agreed to forgo all or part of their entitlement to receive their director fees in cash, as this type of Equity Security enables the Company to impose disposal restrictions to ensure that the non-executive Directors retain their equity interests for so long as they continue to hold office with the Company, thereby achieving the objectives of the Company's non-executive director remuneration policy to further align the interests of the non-executive Directors with Shareholders, and can be implemented in a tax effective manner for the participants and the Company.
- (j) A summary of the material terms of the NED Rights is set out in Schedule 2 to this Notice.
- (k) A summary of the material terms of the NED Equity Plan is contained in Schedule 3 to this Notice and forms part of this Notice. Each non-executive Director is entitled to participate in the NED Equity Plan.
- (l) Details of any Equity Securities issued under the NED Equity Plan will be published in the annual report of the Company relating to the period in which they are issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14. Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the NED Equity Plan after Resolution 4 is approved and who were not named in this Notice will not participate until approval is obtained under that rule.

4.3 SECTION 208 OF THE CORPORATIONS ACT

The Board has formed the view that Shareholder approval under section 208 of the Corporations Act is not required for the proposed issue of NED Rights to Mr Boris, as the exception in section 211 of the Corporations Act applies. The NED Rights are considered reasonable remuneration for the purposes of section 211.

4.4 BOARD RECOMMENDATION

The Board (excluding Mr Boris) recommends that Shareholders vote in favour of Resolution 4. A voting exclusion statement for Resolution 4 is included in the voting exclusions. The Chair intends to vote undirected proxies in favour of Resolution 4.

5. RESOLUTION 5: APPROVAL OF RIGHTS PLAN

5.1 LISTING RULE BACKGROUND

ASX Listing Rule 7.1 provides that a listed company must not, without prior approval of its shareholders, issue or agree to issue Equity Securities if the number of Equity Securities issued or agreed to be issued, when aggregated with the number of Equity Securities issued by the company during the 12 months immediately preceding the date of issue or agreement, exceeds 15% of the number of fully paid ordinary securities on issue at the start of that 12 month period.

ASX Listing Rule 7.2, exception 13 provides an exception to ASX Listing Rule 7.1 such that an issue under an employee incentive scheme is not counted towards the 15% limit if, within three (3) years before the date of issue, ordinary shareholders approved the issue of Equity Securities under the scheme as an exception to ASX Listing Rule 7.1.

Shareholders last approved the Rights Plan for the purposes of ASX Listing Rule 7.2, exception 13 at the Company's 2023 annual general meeting held on 29 November 2023. That approval will expire on 29

November 2026. The purpose of Resolution 5 is to renew the approval so that issues of Equity Securities under the Rights Plan during the three (3) year period following the Meeting do not use the Company's 15% placement capacity under ASX Listing Rule 7.1.

If Shareholders approve Resolution 5, any issue of Equity Securities under the Rights Plan during the three (3) year period after the Meeting (up to the maximum number set out below) will not use any of the Company's placement capacity under ASX Listing Rule 7.1. ASX Listing Rule 7.2, exception 13 does not apply to Directors and their associates; issues of securities to such persons require separate approval under ASX Listing Rule 10.14.

If Shareholders do not approve Resolution 5, issues of Equity Securities under the Rights Plan after 29 November 2026 will be counted towards the Company's 15% placement capacity under ASX Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue without shareholder approval over the following 12-month period.

5.2 INFORMATION REQUIRED UNDER ASX LISTING RULE 7.2, EXCEPTION 13(B)

For the purpose of ASX Listing Rule 7.2, exception 13(b), the Company provides the following information:

- (a) a summary of the terms of the Rights Plan is set out at Schedule 1;
- (b) since the Rights Plan was last approved by Shareholders on 29 November 2023, a total of 10,852,454 Equity Securities have been issued under the Rights Plan;
- (c) the maximum number of Equity Securities proposed to be issued under the Rights Plan following the approval under Resolution 5 is 10,000,000 Equity Securities; and
- (d) a voting exclusion statement is included in the voting exclusions set out in this Notice.

5.3 BOARD RECOMMENDATION

The Board recommends that Shareholders vote in favour of Resolution 5. A voting exclusion statement for Resolution 5 is included in the voting exclusions. The Chair intends to vote undirected proxies in favour of Resolution 5.

\$ means Australian dollars.

AEDT means Australian Eastern Daylight Time as observed in Sydney, New South Wales.

Airtasker means Airtasker Limited ACN 149 850 457.

Annual General Meeting or **Meeting** means the meeting convened by this Notice.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect of the financial year ended 30 June 2026.

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

ASX Corporate Governance Principles means the ASX Corporate Governance Council's Principles and Recommendations (4th edition).

ASX Listing Rules means the Listing Rules of ASX.

Auditor means Deloitte Touche Tohmatsu, auditor of the Company.

Automic means the Company's share registry, Automic Registry Services.

Board means the current board of directors of the Company.

Chair means the chair of the Meeting (or, where the context requires, a particular part of the Meeting).

Closely Related Party has the meaning given in the Corporations Act.

Company means Airtasker Limited ACN 149 850 457.

Constitution means the constitution of the Company.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a current director of the Company.

Equity Security has the meaning given in the ASX Listing Rules.

Explanatory Statement means the explanatory statement accompanying this Notice.

FY27 means the financial year ending 30 June 2027.

FY28 means the financial year ending 30 June 2028.

Key Management Personnel has the meaning given in the Corporations Act and the ASX Listing Rules.

NED Equity Plan means the 'NED Equity Plan' adopted by the Company, a summary of the material terms of which is attached to this Notice at Schedule 3.

NED Right means a Right which is subject to disposal restrictions issued under the NED Equity Plan, a summary of the material terms of which is attached to this Notice at Schedule 2.

Nominee has the meaning given in the Explanatory Statement for Resolution 4.

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

Option means an option to acquire a Share.

Performance Rights means rights issued under the Rights Plan which, subject to the satisfaction of applicable vesting conditions, entitle the holder to acquire one Share for nil consideration on exercise.

Proxy Form means the proxy form accompanying this Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means each resolution set out in this Notice.

Rights means rights to acquire Shares issued under the Rights Plan or the NED Equity Plan (as applicable), including 'Service Rights', 'Performance Rights' and 'Restricted Rights' as those terms are defined in the relevant plan.

Rights Plan means the Airtasker Limited Rights Plan Rules, a summary of the material terms of which is attached to this Notice at Schedule 1.

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

Shareholder means a registered holder of a Share.

Strike has the meaning given in the Explanatory Statement for Resolution 1.

VWAP means 'volume weighted average price', as that term is defined in the ASX Listing Rules.

SCHEDULE 1 - SUMMARY OF THE RIGHTS PLAN

Plan	Rights Plan
Type of securities issued under the plan	Rights, being entitlements to Shares, which may on exercise be settled in cash (less any exercise price and withholding) and/or whole Shares, as determined by the Board.
Eligible participants	Current or prospective full-time, part-time or casual employees or contractors of the Company and its subsidiaries (or their nominees). Non-executive Directors are not eligible.
Price of securities	Nil issue and exercise price unless otherwise determined by the Board. Rights with an exercise price greater than nil are 'Share Appreciation Rights'.
Vesting conditions	Performance Rights (performance-based conditions, which may include time-based conditions, measured over three financial years unless otherwise determined), Service Rights (time-based only) or Restricted Rights (no vesting conditions). Board discretion to determine service conditions fulfilled and to amend vesting conditions having regard to Company performance from the Shareholders' perspective.
Dividends and voting rights	None prior to vesting and exercise. Shares allocated on exercise carry the same rights as other Shares.
Expiry	15 years from grant date or such other date specified in an invitation, subject to earlier forfeiture.
Forfeiture	Unvested Rights may be forfeited on cessation of employment (unless the Board allows retention), fraud, defalcation or gross misconduct, where retention would result in an inappropriate benefit, or on an attempt to deal with restricted Shares.
Restrictions on securities	Rights not transferable other than by operation of law. Restricted Rights not exercisable within 90 days of grant. Performance and Service Rights not exercisable until vesting criteria satisfied. Shares acquired on exercise subject to any restriction period in the invitation and to the Company's securities trading policy and Division 3 of Part 7.10 of the Corporations Act.
Trustee	Board may require Shares to be held by a trustee.
Change in control	On imminent de-listing, unvested Performance Rights with a non-nil exercise price vest; nil exercise price Performance Rights vest per the formula in the plan; other unvested Rights vest or lapse as the Board determines; exercise restrictions lift. Where a major part of the Company's assets or operations will imminently cease to be owned, unvested Rights vest, lapse or are adjusted as the Board determines.
Limit on number of securities	No limit other than as required by the ASX Listing Rules or the Corporations Act (including Division 1A of Part 7.12).
Maximum number of securities proposed to be issued under this plan under ASX Listing Rule 7.2 exception 13	10,000,000
Amendments	Board discretion to amend the plan rules, but no amendment may reduce existing participant rights without consent, other than to comply with law, correct manifest error or address adverse tax implications.

SCHEDULE 2 - SUMMARY OF NED RIGHTS

- A NED Right is an entitlement to one fully paid ordinary share in the Company, issued under the NED Equity Plan.
- NED Rights are granted for nil consideration and have a nil exercise price.
- A NED Right will lapse if it is not exercised within 15 years of the grant date.
- A NED Right may not be exercised within 90 days of the grant date.
- NED Rights are 'restricted rights' in that the NED Rights, and any Shares issued upon exercise of a NED Right, may not be disposed of prior to the date that the non-executive Director ceases to hold office or employment with the Company, or prior to 15 years from the grant date (if earlier) (**Disposal Restriction**).
- If a NED Right is exercised while it remains subject to a Disposal Restriction, the Shares issued upon exercise will be 'Restricted Shares' and may be required to be held by a trustee.
- NED Rights do not carry dividend or voting rights. Shares allocated upon exercise of NED Rights carry the same dividend and voting rights as other Shares.

SCHEDULE 3 - SUMMARY OF THE NED EQUITY PLAN

Plan	NED Equity Plan
Type of securities	Rights to fully paid ordinary shares, including Rights subject to disposal restrictions (Restricted Rights).
Eligible participants	Non-executive Directors of the Company (or their Nominees). Participation is voluntary.
Price of securities	Nil issue and exercise price unless otherwise determined by the Board.
Vesting conditions	None unless the Board determines otherwise.
Dividends and voting rights	None on Rights. Shares allocated on exercise carry the same rights as other Shares.
Expiry	15 years from grant date or such other date specified in an invitation.
Forfeiture	Unexercised Restricted Rights may be forfeited for fraud, defalcation or gross misconduct.
Restrictions on securities	Rights not transferable other than by operation of law. Restricted Rights not exercisable within 90 days of grant. Shares acquired on exercise subject to the restriction period in the invitation, the Company's securities trading policy and Division 3 of Part 7.10 of the Corporations Act. Restrictions lift on 50% of Restricted Rights/Shares if a taxing point arises while the participant is a Director or employee.
Trustee	Board may require Shares to be held by a trustee.
Change in control	On imminent de-listing, all exercise and disposal restrictions lift. No trigger for other change in control events. Board may adjust Restricted Rights on other capital reconstructions.
Limit on number of securities	None.
Bonus issue / rights issue	Restricted Rights adjusted for bonus issues (other than in lieu of dividend); no adjustment for general rights issues.
Amendments	Board discretion to amend the plan rules.

Your proxy voting instruction must be received by **11:00am (AEDT) on Monday, 23 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.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

<https://automicgroup.com.au>

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

