Notice of Annual General Meeting and explanatory memorandum

333D Limited

ACN 118 159 881

Date:	Friday 27 November 2026
Time:	11.00 am (Melbourne time)
Place:	Via virtual technology

IMPORTANT INFORMATION

Questions from Shareholders

In order to provide an equal opportunity for all shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's auditor, G.C.C. Business & Assurance, in relation to the conduct of the external audit for the year ended 30 June 2026, or the content of its audit report. Please send your questions via email to print@333d.co**.**

Written questions must be received by no later than **5.00pm (Melbourne time)** on **Friday 20 November 2026**.

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the Corporations Act and the Company's policy, a reasonable opportunity will also be provided to shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including the Company's Remuneration Report for the year ended 30 June 2026.

The Chairman of the Meeting will endeavour to address as many Shareholder questions and comments as possible during the course of the Meeting. However, there may not be sufficient time available at the meeting to address all of the questions and comments raised. Please note that individual responses may be sent to the enquiring party only, and may not be sent to all shareholders.

Entitlement to vote at the Annual General Meeting

A determination has been made by the Board under regulation 7.11.37 of the *Corporations Regulations 2001* that the persons eligible to vote at the Annual General Meeting are those who are registered shareholders of the Company as at **7.00pm (Melbourne time) on Wednesday 25 November 2026**, subject to any applicable voting exclusion.

Voting by proxy

(a) A shareholder entitled to attend and vote at the Annual General Meeting may appoint one proxy or, if the shareholder is entitled to cast 2 or more votes at the Meeting, 2 proxies, to attend and vote instead of the shareholder.

(b) Where 2 proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the shareholder's voting rights at the Meeting.

(c) A proxy need not be a shareholder of the Company.

(d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.

(e) A proxy form accompanies this Notice. If a shareholder wishes to appoint more than 1 proxy, they may make a copy of the proxy form attached to this Notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power or authority by **11.00am (Melbourne time) on Wednesday 25 November 2026** at the share registry, being Automic Group, as follows:

Online	https://investor.automic.com.au/#/loginsah
By post or hand delivery	Automic Group Level 5, 126 Phillip Street Sydney NSW 2000
By email	meetings@automicgroup.com.au
By facsimile	+ 61 2 8583 3040

Voting Virtually and Webcast

The Company is pleased to provide Shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic, where shareholders will be able to watch, listen and vote online.

Shareholders will be able to vote and ask questions at the virtual Meeting.

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

To attend the Meeting virtually please follow the instructions below on your computer, tablet or smartphone. Online registration will open 30 minutes before the Meeting. To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready.

Proxyholders will need to contact Automic prior to the Meeting to obtain their login details.

Please note that if you have previously submitted a Proxy Form, your online attendance at the Meeting will revoke your proxy's authority to vote, unless you inform the Company otherwise prior to commencement of the Meeting, in which case, your authority to vote at the Meeting is suspended while your proxy is present.

Attending the Meeting virtually

To access the virtual Meeting:

1. Open your internet browser and go to investor.automic.com.au

2. Login with your username and password or click "**register**" if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the Meeting to ensure there is no delay in attending the virtual Meeting**.

3. After logging in, a banner will display at the bottom of your screen to indicate that the Meeting is open for registration.

4. Click on "**Register**" and follow the steps.

5. Click on the URL to join the webcast where you can view and listen to the virtual Meeting.

6. Once the Chairman of the Meeting has declared the poll open for voting click on "**Refresh**" to be taken to the voting screen.

7. Select your voting direction and click "**save**" to submit your vote. **Note that you cannot amend your vote after it has been submitted**.

You can view the Meeting live, ask questions verbally or via a live text facility and cast votes at the appropriate times while the Meeting is in progress.

How do I create an account with Automic?

To create an account with Automic, please go to the Automic website (https://investor.automic.com.au/#/home), click on '**register'** and follow the steps. Shareholders will require their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) to create an account with Automic.

Further information and support on how to use the platform is available on the share registry website – www.automic.com.au. It is recommended that you register to use the registry website well in advance of the Meeting to save time on the day of the Meeting. Should you have any difficulties, you can contact the registry by telephone on 1300 288 664 (within Australia) and +61 2 9698 5414 (overseas).

The Company strongly recommends that Shareholders lodge a directed proxy as soon as possible in advance of the Meeting even if they are planning to attend the Meeting online.

Proxy voting by the Chairman

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act 2011* (Cth) imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the chair of a meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the shareholder who has lodged the proxy has given an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel.

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

If you complete a Proxy Form that authorises the Chairman of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chairman to exercise your proxy on **Resolutions 1, 4A, 4B, 4C, and 5**.

In accordance with this express authority provided by you, the Chairman will vote in favour of **Resolutions 1, 4A, 4B, 4C, and 5**. If you wish to appoint the Chairman of the Meeting as your proxy, and you wish to direct him how to vote, please tick the appropriate boxes on the Proxy Form.

If you appoint as your proxy any Director of the Company, except the Chairman, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on **Resolutions 1, 4A, 4B, 4C, and 5,** he or she will not vote your proxy on those resolutions.

All resolutions will be by poll

Voting on each resolution at the Meeting will take place by poll. The Board considers voting by poll to be in the interests of Shareholders as a whole and is a way to ensure the views of as many Shareholders as possible are represented at the Meeting.

Documents lodged with ASX

A copy of this Notice of Annual General Meeting and Explanatory Memorandum will be lodged with ASX. Neither ASX nor any of its officers takes any responsibility for the contents of this document.

Important dates and times

Unless the Meeting is adjourned, important dates and times are as follows:

Last time/date for receipt of written questions	5.00pm (Melbourne time) on Friday 20 November 2026
Last time/date for receipt of valid proxies	11.00am (Melbourne time) on Wednesday 25 November 2026
Record time/date to determine Shareholders eligible to vote	7.00pm (Melbourne time) on Wednesday 25 November 2026
Annual General Meeting	11.00am (Melbourne time) on Friday 27 November 2026

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is given that the 2026 Annual General Meeting
of 333D Limited ACN 118 159 881 (the **Company**)
will be held via virtual technology
on Friday 27 November 2026 at 11.00am (Melbourne time)

BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Annual General Meeting.

Financial and related reports

Item 1	**Financial and related reports**
Description	To receive and consider the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2026.

Adoption of Remuneration Report (non-binding resolution)

Resolution 1	**Adoption of Remuneration Report (non-binding resolution)**
Description	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2026 Annual Report and is available from the Company's website (https://333d.co/). In accordance with section 250R of the Corporations Act, the vote on this resolution will be advisory only and will not bind the Directors or the Company.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT** the Remuneration Report of the Company and its controlled entities for the year ended 30 June 2026 be adopted."*
Voting Exclusion	The Company will disregard any votes cast on this resolution: (a) by or on behalf of a member of Key Management Personnel (**KMP**) named in the remuneration report for the year ended 30 June 2026, or that KMP's Closely Related Party, regardless of the capacity in which the vote is cast; and (b) as a proxy by a member of the KMP at the date of the meeting, or that KMP's Closely Related Party. However, the Company will not disregard a vote if it is cast as a proxy for a person who is entitled to vote on this resolution: (c) in accordance with the directions of how to vote on the Proxy Form; or (d) by the Chairman of the Meeting pursuant to an express authorisation on the Proxy Form.

Re-election of Dr Nigel Finch as Director

Resolution 2	Re-election of Dr Nigel Finch as Director
Description	Dr Nigel Finch, who was appointed as a Director on 3 September 2018, retires as a Director in accordance with rule 6.7(a) of the Company's Constitution and, being eligible, offers himself for re-election.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT** Dr Nigel Finch, who retires as a Director in accordance with ASX Listing Rule 14.5 and rule 6.7(a) of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company."*

Ratification of prior issue of Consultant Shares

Resolution 3	Ratification of prior issue of Consultant Shares
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to the Consultant.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT**, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 9,875,000 Shares to the Consultant, on the terms set out in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) the Consultant; or (b) any associate of the Consultant. However, this does not apply to a vote cast on the resolution by: (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; (d) the chair of the meeting 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 (e) 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.

Issue of Shares to Directors in lieu of fees

Resolution 4A	**Approval for issue of Shares to Dr Nigel Finch in lieu of Director's fees**
Description	The Company seeks Shareholder approval under ASX Listing Rule 10.11 for the issue of Shares to Dr Nigel Finch (or his nominee(s)) in lieu of Director's fees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT**, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholders approve the issue of up to 2,200,000 Shares to Dr Nigel Finch (and/or his nominee(s)), on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	The Company will disregard any votes cast: (a) in favour of this resolution by or on behalf of: (i) Dr Nigel Finch, his nominee(s), or any other person who will obtain a material benefit as a result of the proposed issue of Shares under this resolution (except a benefit solely by reason of being a holder of Shares in the Company); or (ii) any associates of the persons named in sub-paragraph (a)(i); and (b) on this resolution as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related party. However, this does not apply to a vote cast in favour of a resolution by: (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (d) the chair of the meeting 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 (e) 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.

Resolution 4B	Approval for issue of Shares to Dr Richard Petty in lieu of Director's fees
Description	The Company seeks Shareholder approval under ASX Listing Rule 10.11 for the issue of Shares to Dr Richard Petty (or his nominee(s)) in lieu of Director's fees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT**, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholders approve the issue of up to 2,000,000 Shares to Dr Richard Petty (and/or his nominee(s)), on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	The Company will disregard any votes cast: (a) in favour of this resolution by or on behalf of: (i) Dr Richard Petty, his nominee(s), or any other person who will obtain a material benefit as a result of the proposed issue of Shares under this resolution (except a benefit solely by reason of being a holder of Shares in the Company); or (ii) any associates of the persons named in sub-paragraph (a)(i); and (b) on this resolution as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related party. However, this does not apply to a vote cast in favour of a resolution by: (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (d) the chair of the meeting 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 (e) 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.

Resolution 4C	Approval for issue of Shares to Mr John Conidi in lieu of remuneration
Description	The Company seeks Shareholder approval under ASX Listing Rule 10.11 for the issue of Shares to Mr John Conidi (or his nominee(s)) in lieu of his remuneration.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT**, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholders approve the issue of up to 5,866,667 Shares to Mr John Conidi (and/or his nominee(s)), on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	The Company will disregard any votes cast: (a) in favour of this resolution by or on behalf of: (i) Mr John Conidi, his nominee(s), or any other person who will obtain a material benefit as a result of the proposed issue of Shares under this resolution (except a benefit solely by reason of being a holder of Shares in the Company); or (ii) any associates of the persons named in sub-paragraph (a)(i); and (b) on this resolution as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related party However, this does not apply to a vote cast in favour of a resolution by: (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (d) the chair of the meeting 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 (e) 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.

Approval for issue of Shares to Saki Partners in lieu of service fees

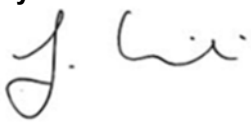
Resolution 5	Approval for issue of Shares to Saki Partners in lieu of service fees
Description	The Company seeks shareholder approval under ASX Listing Rule 10.11 for the issue of Shares to Saki Partners (or its nominee(s)) in lieu of service fees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an **ordinary resolution**: *"**THAT**, for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholders approve the issue of up to 643,317 Shares to Saki Partners (Services) Pty Ltd (and/or its nominee(s)), on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	The Company will disregard any votes cast: (a) in favour of this resolution by or on behalf of: (i) Saki Partners (Services) Pty Ltd, its nominee(s), or any other person who will obtain a material benefit as a result of the proposed issue of Shares under this resolution (except a benefit solely by reason of being a holder of Shares in the Company); or (ii) Dr Nigel Finch, and any associates of the persons named in sub-paragraph (a)(i); and (b) on this resolution as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related party. However, this does not apply to a vote cast in favour of a resolution by: (c) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (d) the chair of the meeting 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 (e) 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.

Approval of 10% Placement Capacity

Resolution 6	Approval of 10% Placement Capacity
Description	The Company seeks approval of shareholders to be able to issue Equity Securities of up to an additional 10% of its issued capital by way of placements over a 12 month period, in addition to its 15% Placement Capacity under ASX Listing Rule 7.1.
Resolution (Special)	To consider and, if thought fit, pass the following resolution as a **special resolution**: *"**THAT** for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to an additional 10% of its issued Equity Securities by way of placements over a 12-month period, on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice."*
Voting Exclusion	Not applicable. As at the date of this Notice, the Company has no specific plans to issue Equity Securities under ASX Listing Rule 7.1A.

Dated: 28 October 2026

By order of the Board of 333D Limited



John Conidi
Executive Chairman

EXPLANATORY MEMORANDUM
TO NOTICE OF 2026 ANNUAL GENERAL MEETING

Financial and related reports

Item 1	Financial and related reports
Explanation	Section 317 of the Corporations Act requires the Company's financial report, Directors' report and auditor's report for the financial year ended 30 June 2026 to be laid before the Company's 2026 Annual General Meeting. There is no requirement for a formal resolution on this item. The financial report contains the financial statements of the consolidated entity consisting of 333D Limited and its controlled entities. As permitted by the Corporations Act, a printed copy of the Company's 2026 Annual Report has been sent only to those shareholders who have elected to receive a printed copy. A copy of the 2026 Annual Report is available from the Company's website (https://333d.co/). The Chairman of the Meeting will allow a reasonable opportunity at the Meeting for shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the Meeting to ask the Company's auditor questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2026, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of G.C.C. Business & Assurance in relation to the conduct of the audit.

Adoption of Remuneration Report (non-binding resolution)

Resolution 1	Adoption of Remuneration Report (non-binding resolution)
Explanation	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2026 Annual Report and is available from the Company's website (https://333d.co/). The Remuneration Report: ▪ describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; ▪ sets out the remuneration arrangements in place for each Director and for certain members of the senior management team; and ▪ explains the differences between the basis for remunerating Non-Executive Directors and senior executives. The vote on this item is advisory only and does not bind the Directors. However, the Board will take into account any discussion on this item and the outcome of the vote when considering the future remuneration policies and practices of the Company.
Voting Exclusion	A voting exclusion statement applies to this resolution, as set out in the Notice.
Board Recommendation	The Directors unanimously recommend that shareholders vote in favour of adopting the Remuneration Report.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of this resolution.

Re-election of Dr Nigel Finch as Director

Resolution 2	Re-election of Dr Nigel Finch as Director
Explanation	Rule 6.7(a) of the Company's constitution requires one third of the Directors (rounded to the whole number nearest to one third), other than the Managing Director (or equivalent), to retire at each annual general meeting of the Company. Under Rule 6.7(b) of the Constitution, the Directors to retire under rule 6.7(a) are those who have held office as Director for the longest period of time since their last election to office, or in the event that two or more Directors have held office for the same period of time, those Directors determined by agreement (or, failing agreement, by lot). Dr Nigel Finch is the Director who has been longest in office since his last election. Accordingly, Dr Finch retires in accordance with Rule 6.7(a) of the Constitution and, being eligible, offers himself for re-election as a Director.
About Dr Finch	Dr Nigel Finch was first appointed to the Board as a Non-Executive Director on 3 September 2018. Dr Finch is a company director and advisor with experience working with early stage and emerging ASX-listed companies. He is managing director of Saki Partners which assists clients with strategy execution and financial performance. Dr Finch is a chartered accountant and a Fellow of CPA Australia, the Governance Institute of Australia and the Australian Institute of Company Directors. As at the date of this Notice, Dr Finch holds a relevant interest in 40,670,378 Shares and 2,250,000 Performance Rights in the Company. Dr Nigel Finch is not considered to be an independent Director, on the basis that he is a substantial shareholder of the Company, and has, within the last three years, been in a material business relationship with the Company (an entity controlled by Dr Finch, Saki Partners (Services) Pty Ltd, provides accounting services to the Company).
Board Recommendation	The Board, with Dr Finch abstaining on making a recommendation, recommends that shareholders vote in favour of Resolution 2.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 2.

Ratification of prior issue of Shares

Resolution 3	Ratification of issue of Consultant Shares
Explanation	The Company seeks shareholder ratification pursuant to ASX Listing Rule 7.4 for previous issues of securities made by the Company during the past 12 months under ASX Listing Rule 7.1, which provides that a company must not, subject to specified exceptions in ASX Listing Rule 7.2, issue or agree to issue Equity Securities during any 12 month period in excess of 15% of the number of ordinary shares on issue at the commencement of that 12 month period, without shareholder approval (**15% Placement Capacity**). Listing Rule 7.4 sets out an exception to the limitations on the Company's capacity to issue Equity Securities pursuant to its 15% Placement Capacity, by permitting the ratification of previous issues of or agreements to issue Equity Securities which were not made under a prescribed exception under ASX Listing Rule 7.2 or with shareholder approval. If shareholders of a company approve the ratification of such previous issues of Equity

<table>
<tr><td></td><td>Securities at a general meeting, those Equity Securities will be deemed to have been issued with shareholder approval for the purposes of ASX Listing Rule 7.1.

Accordingly, if shareholders ratify the previous issue of Equity Securities made by the Company by way of approving Resolution 3, those Equity Securities will be deemed to have been issued with shareholder approval for the purposes of ASX Listing Rule 7.1 and will no longer be deducted from the Company's 15% Placement Capacity.</td></tr>
<tr><td>Background</td><td>On 13 March 2026, the Company issued 9,875,000 Shares as part consideration for IT development and commercialisation services provided to the Company.

Resolution 3 seeks Shareholder ratification under ASX Listing Rule 7.4 for the issue of Shares to the Consultant, which was undertaken using the Company's 15% Placement Capacity.

If Shareholders ratify the issue of Shares to the Consultant by way of approving Resolution 3, those Shares will be deemed to have been issued with Shareholder approval for the purposes of ASX Listing Rule 7.1 and will no longer be deducted from the Company's 15% Placement Capacity.</td></tr>
<tr><td>Specific information for Resolution 3</td><td>In accordance with ASX Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of ASX Listing Rule 7.4, the following information is provided to Shareholders:

<table>
<tr><td>Recipients of issue</td><td>The Shares were issued to the Consultant, Wee & Tan Pty Ltd.</td></tr>
<tr><td>Number and class of securities issued</td><td>9,875,000 Shares</td></tr>
<tr><td>Date of issue</td><td>13 March 2026</td></tr>
<tr><td>Issue price per security</td><td>Deemed issue price of $0.025 per Share</td></tr>
<tr><td>Purpose of the issue and use of funds</td><td>No funds were raised. The Shares were issued as part consideration for IT development and commercialisation services provided to the Company.</td></tr>
<tr><td>Terms of securities</td><td>The Shares are fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company.

The Shares are subject to voluntary escrow for 12 months from their date of issue.</td></tr>
<tr><td>Terms of agreement under which securities were issued</td><td>The Company entered into a consulting services agreement with the Consultant dated 5 March 2026, under which the Consultant was appointed on a non-exclusive basis to provide IT development and commercialisation services to the Company. The agreement contains standard provisions for a services agreement of that nature, including provisions about the performance of services, confidentiality, intellectual property and termination.

Under the agreement, in addition to the Shares issued to the Consultant, the Company has agreed to pay to the Consultant $150,000 (plus GST) per annum.</td></tr>
<tr><td>Voting exclusion statement</td><td>A voting exclusion statement applies to this item of business, as set out in the Notice.</td></tr>
</table>
</td></tr>
</table>

What will happen if shareholders give, or do not give, approval?	If Resolution 3 is approved by Shareholders, the issue of the Shares to the Consultant will be excluded in calculating the Company's 15% Placement Capacity in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12 month period following the issue date. If Resolution 3 is not approved by shareholders, the issue of the Shares to the Consultant will be included in calculating the Company's 15% Placement Capacity, effectively decreasing the number of Equity Securities that it can issue without shareholder approval over the 12 month period following the issue date.
Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of Resolution 3.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 3.

Issue of Shares to Directors in lieu of fees

Resolutions 4A – 4C and Resolution 5
Approval for issue of Shares to Directors (and associated entities) in lieu of fees

Background

Overview

Resolutions 4A – 4C (inclusive) and 5 seek the approval of Shareholders to issue Shares to Directors Dr Nigel Finch, Dr Richard Petty and Mr John Conidi, and/or their respective associated entities, in lieu of cash amounts owing to them. In each case, approval is sought pursuant to ASX Listing Rule 10.11.

The Shares are proposed to be issued for the following purposes:

- 6,400,000 Shares in aggregate to the Directors as payment for Directors' fees (in lieu of cash) for the two-year period of 1 January 2025 – 31 December 2026;
- 3,666,667 Shares as a performance bonus to Executive Chairman John Conidi (in lieu of cash) for the 2026 calendar year
- 643,317 Shares to Saki Partners (Services) Pty Ltd (**Saki Partners**) or its nominee as payment for accounting services provided by Saki Partners to the Company during the period of 1 March 2026 to 30 September 2026.

The Shares will be issued at a deemed issue price of $0.03 per Share. The deemed issue price is equivalent to the closing price of Shares on the ASX on 15 October 2026.

The total dollar amounts (in each case, inclusive of any applicable GST) owing to each Director or his associated entity is set out below.

Director	Directors' fees for 2-year period 1 Jan 2025 – 31 Dec 2026	Bonus for 2026	Accounting services for 1 Mar 2026 – 30 Sep 2026
Nigel Finch and Saki Partners	$66,000.00	N/A	$19,299.50 (payable to Saki Partners)
Richard Petty	$60,000.00	N/A	N/A
John Conidi	$66,000.00	$110,000	N/A

Given the current stage of development of the Company, and the necessity for cash resources to be preserved and directed into the growth of the Company's

business, each Director (and Dr Finch's associated entity Saki Partners) has agreed to receive payment of amounts owing to them, by way of Shares in lieu of cash (subject at all times to Corporations Act and the ASX Listing Rules).

An alternative to the issue of the Shares under Resolutions 4A- 4C and 5, would be to pay the amounts owing to the Directors and their associated entities in cash. Whilst the Board remains mindful of the need to minimise dilution to shareholders, the Board considers that the issue of Shares in lieu of fees / remuneration is an appropriate and responsible cash-free method of reducing corporate overhead expenditure, whilst concurrently aligning the interests of the Directors with that of shareholders.

Number of Shares to be issued under Resolutions 4A – 4C

Section 606 of the Corporations Act prohibits the acquisition of a relevant interest in voting shares in a company if, because of that transaction, a person's voting power in the company:

- increases from under 20% to over 20% or
- increases from a starting point that is above 20% and below 90%.

(**Takeovers Prohibition**).

Section 611 of the Corporations Act sets out a number of statutory exemptions to the Takeovers Prohibition in section 606, which include, at item 9, the "**3% creep exception**", which permits the acquisition of up to 3% of voting power over a 6-month period, provided the acquirer has held at least 19% voting power for 6 months.

The Company will not issue any Shares under Resolutions 4A - 4C to the extent that such issue would result in a breach of the Takeovers Prohibition, unless the 3% creep exception applies.

As at the date of this Notice, each Director's Voting Power in the Company is as follows:

- Dr Finch: 19.24%
- Dr Petty: 13.21%
- Mr Conidi: 21.00%

Resolutions 4A - 4C each seek approval for a maximum number of Shares proposed to be issued to each Director. These maximum share numbers have been calculated on the basis that the relevant interest of each Director, after the issuance of all Shares the subject of this Notice of Meeting, will not result a breach of the Takeovers Prohibition (after taking into account the application of the 3% creep exception).

To the extent that there is a risk of the Takeovers Prohibition being exceeded, the Company will scale back the actual number of Director Shares to be issued under Resolutions 4A, 4B and/or 4C (as applicable). Therefore, the actual number of Director Shares to be issued to each Director:

- will depend on the total issued Share capital of the Company at the time of issue; and

- will be the maximum number that can be issued to satisfy the amounts owing to that Director, without the Takeovers Prohibition (after application of the 3% creep exception) being exceeded by any person,

but in any event, will not exceed the maximum number specified in the relevant Resolution.

Based on:

- each Director's relevant interest in Shares as at the date of this Notice; and
- the Company's current shares on issue (211,395,476); and

assuming that:

- Resolutions 4A – 4C and 5 of this Notice (**Relevant Resolutions**) are approved by shareholders; and
- the Company issues the maximum number of Shares underlying those Relevant Resolutions (thus increasing the total issued Share capital of the Company to 222,105,460 Shares),

the resultant voting power of each Director after issue of the Share will be as follows:

A	B	C	D	E
Resolution (Director)	**Total no. of Shares to be issued**	**Director's relevant interest in Shares after issue**	**Director's % holding after issue**	**Amount owing (inc. GST) reduced by**
4A (Nigel Finch) and 5 (Saki Partners)	2,843,317	43,513,695	19.59%	$85,299.50
4B (Richard Petty)	2,000,000	29,918,518	13.47%	$60,000
4C (John Conidi)	5,866,667	50,269,624	22.63%	$176,000

If any of the Relevant Resolutions are not passed (and the underlying Shares are not issued), then the number of Shares issued to each Director (or their associated entities) may be correspondingly reduced.

Explanation

ASX Listing Rule 10.11 states that, unless an exception applies, an entity must not issue or agree to issue Equity Securities to any of the following persons without the approval of holders of its ordinary securities:

10.11.1 A related party
10.11.2 A person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the entity
10.11.3 A person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the entity and who has nominated a director to the board of the entity
10.11.4 An associate of a person referred to in rules 10.11.1 to 10.11.3
10.11.5 A person whose relationship with the entity or a person referred to in rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by security holders

As Directors of the Company, Dr Nigel Finch, Dr Richard Petty, and Mr John Conidi (and their associated entities) are related parties of the Company for the purposes of ASX Listing Rule 10.11.1. Accordingly, Resolutions 4A – 4C (inclusive) and 5 seek the Shareholder approval required by ASX Listing Rule 10.11 to allow the issue of Shares to the Directors (or their associated entities(s)).

If Shareholder approval is given for the purposes of ASX Listing Rule 10.11, approval will not be required under ASX Listing Rule 7.1, and the securities issued under Resolutions 4A – 4C (inclusive) and 5 will not deplete the Company's 15% Placement Capacity.

Approval not sought under Chapter 2E of the Corporations Act	As noted above, the Directors are each a related party of the Company, and accordingly the giving of a financial benefit to them by the Company would ordinarily be prohibited by Chapter 2E of the Corporations Act, unless the benefit is given with the approval of Shareholders or where an exception applies. A "financial benefit" is defined in the Corporations Act in broad terms and expressly includes a public company issuing securities. The giving of a financial benefit to a related party of a public company is prohibited by Chapter 2E of the Corporations Act, unless the benefit is given with the approval of Shareholders or where an exception applies. Exceptions to the general rule include: ▪ where the benefit constitutes "reasonable remuneration" in respect of the duties and responsibilities of the related party in the management of the public company; or ▪ where the provision of the financial benefit is on terms that would be reasonable in the circumstances if the Company and the related party were dealing on arm's length terms (or on terms more favourable to the Company than arm's length). In the view of the Board, the issue of the Shares to the Directors in lieu of Directors' fees (and in Mr Conidi's case, his performance bonus) constitutes "reasonable remuneration" to the Directors, given the Company's circumstances and the responsibilities involved in their respective roles within the Company. Further, the Directors (other than Dr Finch) consider that the issue of Shares to Saki Partners under Resolution 5 is reasonable in the circumstances, given the Company and Saki Partners are dealing on arm's length terms. In making this determination, the Directors considered that the issue of Shares is less favourable to Saki Partners than a cash payment for its services. In addition, the Board notes that the deemed issue price of the Shares to Saki Partners was similarly determined on an arm's length basis, with regard to the current market price of the Company's Shares (being approximately $0.03).
Specific information for Resolutions 4A, 4B, 4C, and 5	In accordance with ASX Listing Rule 10.13, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of ASX Listing Rule 10.11, the following information is provided to Shareholders: **Identification of recipients of securities** — **Resolution 4A:** Dr Nigel Finch or his nominee(s). **Resolution 4B:** Dr Richard Petty or his nominee(s). **Resolution 4C:** Mr John Conidi or his nominee(s). **Resolution 5**: Saki Partners **Category in ASX Listing Rules 10.11.1 – 10.11.5** — As Directors, Dr Nigel Finch, Dr Richard Petty and Mr John Conidi (and their associated entities) are related parties of the Company under ASX Listing Rule 10.11.1. **Maximum number and class of securities to be issued** — **Resolution 4A (Finch):** a maximum of 2,200,000 Shares. **Resolution 4B (Petty):** a maximum of 2,000,000 Shares. **Resolution 4C (Conidi):** a maximum of 5,866,667 Shares. **Resolution 5 (Saki Partners)**: a maximum of 643,317 Shares. **Terms of securities** — The Shares will be fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company.

	Date for issue and allotment of securities	Subject to Shareholder approval being obtained, the Company will issue the Shares as soon as practicable after the Meeting, or in any event no later than one month after the date of the Meeting.
	Price or other consideration received for the issue	The Shares will be issued for nil cash consideration, in lieu of cash amounts (inclusive of any applicable GST) owing to the Directors (and associated entities), as follows: **Resolution 4A (Finch):** $66,000 for Director fees during the 2-year period 1 Jan 2025 – 31 Dec 2026. **Resolution 4B (Petty):** $60,000 for Director fees during the 2-year period 1 Jan 2025 – 31 Dec 2026. **Resolution 4C (Conidi):** $66,000 during the 2-year period 1 Jan 2025 – 31 Dec 2026, plus a performance bonus of $110,000 for the 2026 calendar year. **Resolution 5 (Saki Partners)**: $19,299.50 as payment for accounting services provided by Saki Partners to the Company during the period 1 March 2026 to 30 September 2026. The Shares will be issued at a deemed issue price of $0.03 per Share.
	Purpose of issue and use of funds raised	Refer above. No funds will be raised from the issue of Shares, although the Company's liability to the Directors (and associated entities) in relation to payment of amounts owing to them in cash will be satisfied by the issue of the Shares, thus preserving the Company's cash to that extent.
	Terms of Saki Partners agreement	The Company entered into a Consulting Services Agreement with Saki Partners on 1 January 2021, and a revised agreement on 1 September 2021, for the provision of the following services: (a) delivery of the Company's financial functions, including AP, AR, Payroll, BAS, monthly management accounts and reports; (b) completion of monthly bank reconciliations and general ledger account reconciliations; (c) acting as the Company's ASIC or BAS agent as required; (d) assisting the Company with preparing financial budgets and forecasts; and (e) providing general support and commercial advice (excluding legal and taxation advice) as required. Under the Agreement, fees are calculated on an hourly basis ranging from $155 per hour to $185 per hour (plus GST). The Agreement is on an ongoing basis, and can be terminated by 30 days' notice by the Company.

	Details of Director remuneration packages	The details of each Director's current total remuneration package are as follows: ▪ **Dr Nigel Finch (Non-Executive Director)**: $30,000 p.a. (excluding applicable GST) ▪ **Dr Richard Petty (Non-Executive Director)**: $30,000 p.a. (excluding applicable GST) ▪ **Mr John Conidi (Executive Chairman)**: $30,000 p.a. (excluding applicable GST)
	Voting exclusion statement	A voting exclusion statement applies to each of Resolutions 4A, 4B, 4C and 5, as set out in the Notice.
What will happen if shareholders give, or do not give, approval?	If Shareholders approve Resolutions 4A – 4C and 5, the Company will issue the Shares to the Directors (and/or associated entities) within one month of the date of the Meeting. If Shareholders do not approve any of Resolutions 4A – 4C and 5, the Company will be required to pay the relevant Director(s) 100% of their remuneration for the period of 1 January 2025 – 31 December 2026 in cash. Similarly, Mr Conidi will be entitled to receive his performance bonus in cash, and Saki Partners will be entitled to receive its services fee in cash.	
Board Recommendation	The Directors (with Dr Finch, Dr Petty and Mr Conidi abstaining from making a recommendation on Resolutions 4A – 4C respectively) unanimously recommend that shareholders vote in favour of Resolutions 4A, 4B and 4C. In addition, the Directors, with Dr Finch abstaining, unanimously recommend that shareholders vote in favour of Resolution 5.	
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of this resolution.	

Approval of 10% Placement Capacity

Resolution 6	Approval of 10% Placement Capacity
General	Under Listing Rule 7.1, every listed entity has the ability to issue 15% of its issued capital without shareholder approval in a 12 month period (**15% Placement Capacity**). Listing Rule 7.1A permits eligible small and mid-cap ASX-listed entities, subject to shareholder approval, to issue Equity Securities of up to an additional 10% of its issued capital by way of placements over a 12 month period, in addition to its ability to issue securities under Listing Rule 7.1 (**10% Placement Capacity**). The Company seeks shareholder approval under Listing Rule 7.1A for the 10% Placement Capacity. The effect of this resolution will be to allow the Company, subject to the conditions set out below, to issue Equity Securities under the 10% Placement Capacity without using its 15% placement capacity under Listing Rule 7.1. Resolution 6 is a **special resolution.** Accordingly, at least 75% of votes cast by shareholders present and eligible to vote (in person or by proxy) at the meeting must be in favour of this resolution for it to be passed.
Eligibility	ASX-listed entities which have a market capitalisation of $300 million or less, and which are not included in the S&P/ASX 300 Index, are eligible to seek shareholder approval under Listing Rule 7.1A. As at the date of this Notice, the Company, which has a market capitalisation of less than $300 million, is not included in the S&P/ASX 300 Index. Accordingly, the Company is eligible to seek shareholder approval under Listing Rule 7.1A.
Formula	The exact number of additional Equity Securities that the Company may issue under the 10% Placement Capacity will be determined by a formula set out in Listing Rule 7.1A.2 as follows: **(A x D) - E** Where: ***A*** is the number of shares on issue at the commencement of the relevant period: ▪ plus the number of fully paid shares issued in the relevant period under an exception in Listing Rule 7.2, other than exception 9, 16 or 17, ▪ plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within rule 7.2 exception 9 where: o the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or o the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under rule 7.1 or 7.4, ▪ plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within rule 7.2 exception 16 where: o the agreement was entered into before the commencement of the relevant period; or o the agreement or issue was approved, or taken under these rules to have been approved, under rule 7.1 or 7.4, ▪ plus the number of any other fully paid ordinary securities issued in the relevant period with approval under rule 7.1 or 7.4,

	▪ plus the number of partly paid ordinary securities that became fully paid in the relevant period, ▪ less the number of equity securities cancelled in the relevant period. 'A' has the same meaning in Listing Rule 7.1 when calculating an entity's 15% Placement Capacity. **D** is 10%. **E** is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under rule 7.4. 'Relevant period' means the 12 month period immediately preceding the date of the issue or agreement.
Conditions of issue under the 10% Placement Capacity	There are a number of conditions applicable to the issue of Equity Securities under Listing Rule 7.1A, including a limitation on the discount to prevailing market price at which they may be issued, and additional disclosure requirements. A summary of these conditions is as follows: (a) Equity Securities issued under the 10% Placement Capacity can only be in a class of securities already quoted. At the date of this Notice, the Company has one class of securities which is quoted, being fully paid ordinary shares. (b) The price of each Equity Security issued under the 10% Placement Capacity must be issued for a cash consideration per security which is not less than 75% of the volume weighted average price (**VWAP**) for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either: i. the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the securities; or ii. if the Equity Securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.
Period of validity of shareholder approval	In the event that the Company obtains shareholder approval of Resolution 6, such approval will commence on the date of this Meeting, and will cease to be valid upon the earlier of: (a) 12 months after the date of this Annual General Meeting; (b) the time and date of the Company's next annual general meeting; or (c) if applicable, the time and date on which the Company's shareholders approve a change to the nature or scale of the Company's activities under Listing Rule 11.1.2, or the disposal of the Company's main undertaking under Listing Rule 11.2. (**Placement Period**)
Information to be provided to shareholders under Listing Rule 7.3A	
Minimum issue price	The issue price of each Equity Security issued under the 10% Placement Capacity must be no less than 75% of the VWAP for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either: i. the date on which the price at which the Equity Securities are to be issued is

agreed by the entity and the recipient of the securities; or

ii. if the Equity Securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.

Risk of dilution to shareholders

If Resolution 6 is approved by shareholders, any issue of Equity Securities under the 10% Placement Capacity may present a risk of economic and voting dilution of existing shareholders, including the risk that:

- the market price of the Company's Equity Securities may be significantly lower on the relevant issue date than on the date of the Meeting; and
- the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date.

The table below shows the potential dilution of existing shareholders under various scenarios on the basis of:

- an issue price of $0.03 per Share which was the closing price of the Company's Shares on the ASX on 15 October 2026; and
- the variable 'A' being calculated as the number of fully paid ordinary shares on issue as at the date of this Notice, being 211,395,476.

The table also shows:

(a) two examples where variable 'A' has increased by 50% and 100%. The number of shares on issue in the Company may increase as a result of the issue of shares that do not require approval of shareholders (for example, pro-rata entitlement issues or scrip issues under takeover offers) or future placements of shares under Listing Rule 7.1 of up to 15% of issued capital that are approved at future general meetings of shareholders; and

(b) two examples of where the issue price of shares has decreased by 50% and increased by 100%.

VARIABLE 'A'		**Dilution**		
		50% decrease in issue price	**Issue price**	**100% increase in issue price**
		$0.0150	***$0.0300***	***$0.0600***
Current Variable 'A' 211,395,476 shares	**10% voting dilution**	21,139,548 shares	21,139,548 shares	21,139,548 shares
	Funds raised	$317,093	$634,186	$1,268,373
50% increase in current Variable 'A' 317,093,214 shares	**10% voting dilution**	31,709,321 shares	31,709,321 shares	31,709,321 shares
	Funds raised	$475,640	$951,280	$1,902,559
100% increase in current Variable 'A' 422,790,952 shares	**10% voting dilution**	42,279,095 shares	42,279,095 shares	42,279,095 shares
	Funds raised	$634,186	$1,268,373	$2,536,746

The table has been prepared on the following assumptions:

(a) the Company issues the maximum number of shares available under the 10% Placement Capacity;

	(b) no options to acquire shares on issue in the Company are exercised; (c) the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue; (d) the table does not show an example of dilution that may be caused to a particular shareholder as a result of placements under the 10% Placement Capacity based on that shareholder's holding at the date of the Meeting. (e) the table shows only the effect of issues of Equity Securities under the 10% Placement Capacity in accordance with Listing Rule 7.1A and not under the 15% placement capacity under Listing Rule 7.1. (f) the issue of Equity Securities under the 10% Placement Capacity consists only of shares. (g) the issue price is $0.03, being the closing price of the Company's shares on the ASX on 15 October 2026.
Period of validity	The Company will only issue and allot the Equity Securities during the Placement Period. The approval under Resolution 6 for the issue of the Equity Securities will cease to be valid in the event that shareholders approve a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or Listing Rule 11.2 (disposal of main undertaking).
Purpose for which the funds may be used	The Company may seek to issue the Equity Securities for cash consideration, the proceeds of which will be applied to fund the Company's existing and future activities, appraisal of corporate opportunities, investment in new businesses (if any), the costs incurred in undertaking placement(s) of shares under Listing Rule 7.1.A and for general working capital. The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.3 upon issue of any Equity Securities.
Allocation policy	The Company may not issue any or all the Equity Securities for which approval is given and may issue the Equity Securities progressively as the Company places the Equity Securities with investors. The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to factors such as: 1. fund raising options (and their viability) available to the Company at the relevant time; 2. the effect of the issue of the Equity Securities on the control of the Company; 3. the financial situation of the Company and the urgency of the requirement for funds; and 4. advice from the Company's corporate, financial, legal and broking advisers. The allottees under the 10% Placement Capacity have not been determined as at the date of this Notice. It is intended that the allottees will be suitable professional and sophisticated investors, and other investors not requiring a disclosure document under section 708 of the Corporations Act, that are known to the Company and/or introduced by third parties. The allottees may include existing substantial shareholders and/or new shareholders, but the allottees will not be related parties of the Company.

Securities issued in previous 12 months under Listing Rule 7.1A.2	The Company has not issued or agreed to issue any securities under its 10% Placement Capacity in the 12 months preceding the date of the Meeting.
What will happen if shareholders give, or do not give, approval?	If Resolution 6 is passed, the Company will be able to issue Equity securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval. If Resolution 6 is not passed, the Company will not be able to access the additional 10% Placement Capacity to issue Equity Securities without shareholder approval provided for in Listing Rule 7.1A, and will remain subject to the 15% limit on issuing Equity Securities without shareholder approval set out in Listing Rule 7.1.
Board Recommendation	The Directors unanimously recommend that shareholders vote in favour of this Resolution.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of this Resolution.

DEFINITIONS

10% Placement Capacity	Means the Company's capacity to issue shares under ASX Listing Rule 7.1A.
15% Placement Capacity	Means the Company's capacity to issue shares under ASX Listing Rule 7.1.
ASIC	Means the Australian Securities and Investments Commission.
ASX	Means ASX Limited (ACN 008 624 691) or the securities exchange operated by ASX Limited (as the context requires).
Board	Means the board of Directors of the Company.
Closely Related Party (of a member of KMP of an entity)	Has the definition given to it by section 9 of the Corporations Act, and means: a) a spouse or child of the member; or b) a child of the member's spouse; or c) a dependant of the member or of the member's spouse; or d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or e) a company the member controls; or f) a person prescribed by the regulations for the purposes of this definition.
Company or **333D**	Means 333D Limited ACN 118 159 881.
Constitution	Means the constitution of the Company.
Consultant	Means Wee & Tan Pty Ltd ACN 629 248 540.
Corporations Act	Means the *Corporations Act 2001* (Cth).
Director	Means a director of the Company.
Equity Security	Means: a) a share; b) a right to a share or option; c) an option over an issued or unissued security; d) a convertible security; e) any security that ASX decides to classify as an equity security.
Key Management Personnel or **KMP**	Means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.
Listing Rules	Means the ASX Listing Rules.
Share	Means a fully paid ordinary share in the capital of the Company.
Shareholder	Means a holder of a Share.

Proxy Voting Form

If you are attending the virtual Meeting please retain this Proxy Voting Form for online Securityholder registration.

333D Limited | ABN 24 118 159 881

SAMPLE

Your proxy voting instruction must be received by **11:00am (AEDT) on Wednesday, 25 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)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of 333D Limited, to be held virtually at **11:00am (AEDT) on Friday, 27 November 2026** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 4A, 4B, 4C and 5 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 4A, 4B, 4C and 5 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

VIRTUAL PARTICIPATION AT THE MEETING:

The Company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic, where shareholders will be able to watch, listen, and vote online.

To access the virtual meeting:

1. Open your internet browser and go to **investor.automic.com.au**
2. Login with your username and password or click **"register"** if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting**

Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered.

AUTOMIC

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STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	Adoption of Remuneration Report	☐	☐	☐
2	Re-election of Dr Nigel Finch as Director	☐	☐	☐
3	Ratification of prior issue of Consultant Shares	☐	☐	☐
4A	Approval for issue of Shares to Dr Nigel Finch in lieu of Director's fees	☐	☐	☐
4B	Approval for issue of Shares to Dr Richard Petty in lieu of Director's fees	☐	☐	☐
4C	Approval for issue of Shares to Mr John Conidi in lieu of remuneration	☐	☐	☐
5	Approval for issue of Shares to Saki Partners in lieu of service fees	☐	☐	☐
6	Approval of 10% Placement Capacity	☐	☐	☐

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) ☐☐ / ☐☐ / ☐☐

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

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