ASX RELEASE

6 November 2026

Annual General Meeting – Withdrawal of Resolutions

Carbonxt Group Limited (ASX: CG1) (**Carbonxt** or the **Company**) advises that the ASX has declined the Company's application for a waiver of ASX Listing Rule 6.23.3 in relation to the proposed amendments to the terms of its unlisted options contemplated by Resolutions 12a, 12b and 12c in the notice of its 2026 Annual General Meeting dated 9 October 2026 (Notice of Meeting). Accordingly, the Company will withdraw those resolutions, and they will not be put to shareholders at the Annual General Meeting on 9 November 2026 (AGM).

The resolutions sought approval to apply a 10% per annum early-exercise discount to the unlisted options held by Phelbe Pty Ltd with ASX codes CG1AZ, CG1AA and CG1AB. The proposed amendments will not be implemented, and those options will remain on their existing terms.

Any proxy voting instructions received in relation to Resolutions 12a, 12b and 12c will be disregarded. The withdrawal does not affect proxy appointments or voting instructions in respect of the remaining resolutions, which remain to be considered at the AGM. Shareholders who have already lodged a proxy do not need to take any action. Shareholders who wish to change their proxy instructions may do so before the proxy deadline of 11.00am (AEDT) on Saturday 7 November 2026.

As disclosed in the Notice of Meeting, Stage 2 of the Company's restructuring plan was conditional on, among other things, approval of Resolutions 12a, 12b and 12c. That condition cannot now be satisfied through those resolutions, and Stage 2 will not proceed on the terms set out in the Notice of Meeting. The Company is negotiating revised arrangements for Stage 2. The Company will update the market on material developments in accordance with its continuous disclosure obligations.

- ENDS -

This announcement has been authorised for release by the Board of Directors.

Enquiries

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About Carbonxt

Carbonxt (ASX:CG1) is a cleantech company that develops, and markets specialised Activated Carbon products, focused on the capture of contaminants in industrial processes that emit substantial amounts of harmful pollutants. The Company produces and manufactures Powdered Activated Carbon and Activated Carbon pellets for use in industrial air purification, wastewater treatment and other liquid and gas phase markets.