13 November 2026

ASX Market Announcements
ASX Limited
39 Martin Place
SYDNEY NSW 2000

BY ELECTRONIC LODGEMENT

Notice of Extraordinary General Meeting

Attached for release to the market is the Notice of Extraordinary Meeting for the meeting scheduled for Tuesday 15 December 2026 accompanied by a proxy form.

Also attached is the notice of meeting access letter which has been sent to all shareholders today who have chosen to have their shareholder communications sent by email.

Yours faithfully

Don Mackenzie
Company Secretary

Authorised for lodgement by SIV Capital's Board of Directors

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Notice of Extraordinary General Meeting

Notice is given that SIV Capital Limited (the Company) will hold its Extraordinary General Meeting (EGM) in Brisbane on 15 December 2026 at 9.00am (Brisbane time) and will held at Level 35 / 1 Eagle Street, Brisbane QLD 4000 and be an in person meeting.

Latest time and date for receipt of the proxy form (including proxies lodged online) or powers of attorney 9.00am (Brisbane time) on 13 December 2026.

Time and date for determining eligibility to vote 7.00pm (AEDT) on 13 December 2026**.**

Note: All dates in the above are indicative only and are subject to change. The Company may vary any or all of these dates and times and will provide reasonable notice of any such variation. Any changes will be announced by the Company to ASX and published on the Company's website at www.sivcapital.com.au.

Important information regarding the Scheme and ASX re-admission

The Scheme requires Shareholder approval under ASX Listing Rule 11.1.2 and therefore will not proceed if that approval is not obtained.

The Company is required to re-comply with ASX's requirements for admission and quotation and therefore the Scheme may not proceed if those requirements are not met.

ASX has an absolute discretion in deciding whether or not to re-admit the Company to the official list and to quote its securities and therefore the Scheme may not proceed if ASX exercises that discretion.

Shareholders should take account of these uncertainties in deciding how to vote on Resolution 1. Investors should also take account of these uncertainties in deciding whether or not to buy or sell the Company's securities.

ASX takes no responsibility for the contents of the Notice of Extraordinary General Meeting.

Items of Business

1. Approval of significant change to the nature and scale of activities - Acquisition of PPK Mining Equipment Group Limited, ACN 121 201 705.

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

> 'That for the purposes of ASX Listing Rule 11.1.2 and for all other purposes, Shareholders approve the significant change to the nature and scale of the Company's activities that will result from completion of the proposed acquisition by the Company of 100% of the shares in PPK Mining Equipment Group Limited by way of a scheme of arrangement, on the terms summarised in the Explanatory Notes and as more fully described in the Scheme Implementation Deed between the Company and PPK Mining Equipment Group Limited.'

Note: *This resolution is an ordinary resolution. A voting exclusion applies to this resolution – see the Voting Exclusions set out at page four.*

2. Approval to issue shares under a prospectus offer

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

> 'That, subject to and conditional upon the passing of Resolution 1, for the purposes of ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 9,090,909 Shares (on the terms and conditions set out in the Explanatory Notes) at an issue price of $0.22 per Share, to raise between $1,000,000 and $2,000,000, pursuant to a prospectus to be lodged with ASIC in connection with the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules.'

Note: *This resolution is an ordinary resolution. A voting exclusion applies to this resolution – see the Voting Exclusions set out at page four.*

3. Approval to issue shares to Dale McNamara (Proposed Director)

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

> 'That, subject to and conditional upon the passing of Resolutions 1 and 2, for the purposes of ASX Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of up to 5,617,919 Shares to Dale McNamara (or his nominee) under the Prospectus Offer at an issue price of $0.22 per Share, on the terms and conditions set out in the Explanatory Notes.'

Note: This resolution is an ordinary resolution. A voting exclusion applies to this resolution – see the Voting Exclusions set out at page four.

4. Approval to issue shares to Liam Fairhall (Proposed Director)

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

> 'That, subject to and conditional upon the passing of Resolutions 1 and 2, for the purposes of ASX Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of up to 500,000 Shares to Liam Fairhall (or his nominee) under the Prospectus Offer at an issue price of $0.22 per Share, on the terms and conditions set out in the Explanatory Notes.'

Note: This resolution is an ordinary resolution. A voting exclusion applies to this resolution – see the Voting Exclusions set out at page four.

Additional information

The **Explanatory Notes** set out and commencing at page three provide information on each of the items of business.

The **Voting Exclusions** set out and commencing at page four provide information on the voting exclusions that apply to Items 1 and 2.

By order of the Board

Donald Mackenzie
Company Secretary
Brisbane, 13 November 2026

Explanatory Notes

The following Explanatory Notes have been prepared for the information of shareholders in relation to the business to be conducted at the Company's EGM.

The purpose of these Explanatory Notes is to provide shareholders with information they reasonably require to decide how to vote on the resolutions. The Board recommends that shareholders read these notes before determining whether to support a resolution.

Item 1: Approval of significant change to the nature and scale of activities – acquisition of PPK Mining Equipment Group Limited

Background

On 12 November 2026, the Company announced that it had entered into a Scheme Implementation Deed (**SID**) with PPK Mining Equipment Group Limited ACN 121 201 705 (**PPKME**), under which the Company has agreed to acquire 100% of the shares in PPKME by way of a scheme of arrangement under Part 5.1 of the Corporations Act (**Scheme**).

If implemented, the Scheme will result in PPKME becoming a wholly owned subsidiary of the Company and the Company becoming the ASX-listed holding company of the merged group.

PPKME and its controlled entities operate a mining equipment and services business focused principally on underground coal mining customers in New South Wales and Queensland, comprising the design, manufacture and supply of plant and equipment for the mining industry together with maintenance, hire, repair and overhaul services.

The Scheme constitutes a significant change to the nature and scale of the Company's activities for the purposes of ASX Listing Rule 11.1 and will require the Company to re-comply with Chapters 1 and 2 of the ASX Listing Rules (including by issuing a prospectus and undertaking a capital raising, as described in Item 2).

Completion of the Scheme is subject to a number of conditions, including an Independent Expert concluding (and continuing to conclude) that the Scheme is in the best interests of PPKME shareholders, approval by the requisite majorities of PPKME shareholders at the scheme meeting, ASIC and ASX regulatory approvals (including the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules), and Court approval.

<u>About PPKME</u>

PPKME is an Australian mining equipment group specialising in the design, manufacture, overhaul, maintenance and support of underground mining equipment and associated technologies. Its operations include the manufacture and support of its proprietary vehicles and equipment, including the Driftrunner personnel carriers, CoalTram load-haul-dump utility vehicles, Jug-A-0 diesel-powered LHD vehicles, Brumby utility vehicles, and small mining equipment supplied under the Rambor and Firefly brands. PPKME operates from facilities at Tomago, Port Kembla, Mt Thorley and Mackay, providing coverage across key mining regions in New South Wales and Queensland.

<u>Strategic Rationale</u>

The Board believes the proposed transaction provides an opportunity to:

- transform the Company from a company with limited residual operations into the re-listed holding company of an established Australian operating business;
- provide Shareholders with exposure to PPKME's mining equipment, manufacturing, service and technology operations;
- provide PPKME shareholders with access to public equity markets to support its future growth and capital requirements;
- create a broader shareholder base and, subject to satisfaction of ASX's requirements, restore liquidity for Shareholders through reinstatement of the Company's shares to official quotation;
- support the continued development and commercialisation of PPKME's products and technologies; and

- establish an ASX-listed platform from which the merged group can pursue future organic and strategic growth opportunities.

Scheme Consideration

Under the Scheme, PPKME shareholders will be entitled to receive $0.11 in cash and 0.5 fully paid ordinary SIV shares for each PPKME share held on the record date (being the Scheme Consideration applicable on a Default Election), subject to the election, scale-back, and other adjustment arrangements summarised below.

Election

Eligible PPKME shareholders will have the opportunity to elect the form of Scheme Consideration they wish to receive, subject to the scale-back and adjustment mechanisms described below. Subject to the scale-back and adjustment mechanisms, eligible PPKME shareholders may elect to receive:

- $0.11 in cash and 0.5 SIV shares for each PPKME share;
- $0.22 in cash for each PPKME share (**Cash Election**); or
- 1 fully paid ordinary SIV share for each PPKME share.

PPKME shareholders who do not make a valid election will be deemed to have made a Cash Election.

The aggregate cash payable under the Scheme will be capped at $9,308,991.45, and the aggregate number of SIV shares issued as Scheme Consideration will be capped at 42,313,598 shares. If elections exceed either cap, the relevant elections will be scaled back in accordance with the Scheme, with affected shareholders receiving the balance of their Scheme Consideration in the alternative form of consideration.

No Scheme shareholder will be issued Scheme Consideration shares that would result in that shareholder holding more than 19.99% of the issued shares in SIV immediately following implementation.

PPKME shareholders whose registered address is in jurisdiction outside Australia will be classed as ineligible foreign shareholders and will receive $0.22 cash for each PPKME share. They will not be subject to any scale-back or adjustment mechanisms.

Further details of the elections, caps, scale-back arrangements, treatment of ineligible foreign shareholders will be included in the Scheme Booklet.

Implied value

Based on an indicative issue price of $0.22 per SIV share, the Scheme Consideration implies:

- an equity value for PPKME of approximately $18,617,983;
- an implied value of approximately $0.22 per PPKME share; and
- a pro forma equity value for the merged group of between $20,726,616 and $21,726,616 following implementation and completion of the $1 to $2 million capital raising.

As PPKME is not admitted to the official list of any securities exchange, no comparison to a listed market price or VWAP is applicable.

Capital Raise and funding

As part of the transaction and the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules, the Company intends to undertake a capital raising under a prospectus. The capital raising is expected to be fully underwritten and raise between $1 million and $2 million (before costs) through the issue of fully paid ordinary Shares at $0.22 per Share. Proceeds from the capital raising, together with the Company's existing cash reserves and the Bridging Loan Facility, are expected to be used to fund the cash component of the Scheme Consideration and the costs associated with the Scheme, capital raising and ASX re-compliance

process (**Prospectus Offer**). The capital raising is expected to the fully underwritten by AIB Consolidated Holdings Pty Ltd (or such other lead manager and underwriter acceptable to the ASX). Subject to the execution of definitive documents, the equity underwriting fee will be up to 6%. Further details of the underwriting fees will be provided in the prospectus.

The final structure, underwriting arrangements, allocation policy and other terms of the Prospectus Offer will be set out in the prospectus. Further details of the Prospectus Offer are set out in Item 2 of this Notice.

The Company has also entered into a term sheet for a bridging loan facility of up to $2 million to assist in funding the cash component of the Scheme Consideration and associated transaction costs (**Bridging Loan Facility**). The facility will only be drawn to the extent required and is expected to remain a liability of the merged group following implementation and a facility fee of up to 2% of the facility amount will be payable to facility provider. Further information regarding the facility will be included in the Scheme Booklet and prospectus to the extent material.

Ownership Structure

On completion of the Scheme and the associated Capital Raising, the indicative ownership of SIV is expected to be:

Security holder group	No. of Shares with $1m raise	% of Merged Group	No. of Shares with $2m raise	% of Merged Group
Existing SIV shareholders	47,352,839	50.26%	47,352,839	47.95%
Former PPKME shareholders	42,313598	44.91%	42,313,598	42.85%
Prospectus investors	4,545,455	4.82%	9,090,909	9.21%
Total shares on issue	**94,211,891**	100.00%	**98,757,346**	100.00%

Direction of the Company

Upon a successful completion of the Scheme, the Company's focus will shift to the design, manufacture and supply of plant and equipment for the mining industry, together with maintenance, hire, repair and overhaul services, consistent with PPKME's existing business.

Key conditions to the Scheme

In addition to the conditions referred to above, the SID contains customary terms and conditions for a transaction of this nature in relation to the implementation of the Scheme.

These conditions are set out in full in the SID and include:

- SIV completing due diligence on PPKME before the earlier of lodgement of the Prospectus with ASIC and 18 December 2026;
- the Company and PPKME, acting reasonably, being satisfied that the Company will satisfy ASX's admission requirements;
- the Independent Expert concluding that the Scheme is in the best interests of PPKME shareholders and not changing or withdrawing that conclusion;
- approval of the Scheme by the requisite majorities of PPKME shareholders at the meeting of PPKME shareholders ordered by the Court to be convened to consider the Scheme (Scheme Meeting);
- Shareholders approving all resolutions required to implement the transaction;
- ASIC and ASX providing all relief, waivers, confirmations, exemptions, consents or approvals necessary or desirable to implement the Scheme;
- no material adverse change or prescribed occurrence occurring in respect of either party between the date of the SID and the Delivery Time on the Second Court Date;
- the warranties given by PPKME and SIV under the SID being true and correct in all material respects at all times between the date of the SID and the Delivery Time;

- receipt of all material waivers, consents, approvals and confirmations required from counterparties to PPKME's material contracts in connection with implementation of the Scheme;
- SIV and PPKME being satisfied that the Scheme will not prejudice the continuity of ownership test or SIV's revenue and capital losses or franking credits;
- SIV and PPKME being satisfied that ASX will not require mandatory escrow of existing SIV shares or Scheme Consideration shares issued to PPKME shareholders;
- SIV having in place, by 8.00am on the Second Court Date, the Bridging Loan Facility (together with its other available cash resources) sufficient to satisfy its obligation to pay the Cash Consideration and associated transaction costs; and
- no temporary or permanent restraining order, injunction or other order of a court or Regulatory Authority preventing, restraining, prohibiting or materially adversely affecting implementation of the Scheme being in effect at the Delivery Time;
- Court approval in respect of the Scheme.

The SID contains further conditions and customary provisions dealing with the conduct of the parties' businesses before implementation, exclusivity, competing proposals, matching rights, warranties, indemnities and termination rights.

Break fee and reverse break fee

The SID provides for a break fee of $160,000 payable by PPKME to the Company in certain circumstances. Subject to the exceptions in the SID, the break fee is payable if an actual, proposed or potential competing proposal is announced during the exclusivity period and the proposing third party (or any of its associates) completes that proposal within 12 months after the date of the SID, or if, during the exclusivity period, a PPKME director publicly changes, qualifies or withdraws their recommendation or voting intention in relation to the Scheme, or publicly recommends a competing proposal.

The exceptions to the change of recommendation trigger include specified circumstances involving an adverse or withdrawn Independent Expert conclusion, PPKME becoming entitled to terminate for material breach and giving any required notice, court or Takeovers Panel orders, regulatory requirements or requests, or advice from independent senior counsel concerning a director's interest in the Scheme. The break fee is not payable merely because PPKME shareholders do not approve the Scheme. It is payable only once and is not payable if the Scheme becomes effective, in which case any amount already paid must be refunded within 10 business days.

The SID also provides for a reverse break fee of $160,000 payable by the Company to PPKME if the SID is terminated because the due diligence condition is not satisfied or waived. That condition requires the Company, by the earlier of lodgement of the prospectus with ASIC and 18 December 2026, to have completed due diligence on the PPKME group and to be satisfied with the results in its absolute discretion.

Each fee must be paid within 10 business days after receipt of a valid written demand in accordance with the SID, without set-off or withholding. Once a reverse break fee has been paid, PPKME cannot claim a subsequent reverse break fee. These provisions are intended to compensate the relevant party for costs associated with pursuing the Scheme. The above is a summary only and is subject to the full terms of the SID.

<u>ASX in-principle advice</u>

The Company has applied to ASX for in-principle advice regarding its suitability for re-admission to the Official List. ASX has provided preliminary feedback identifying certain outstanding matters that the Company will need to address in connection with its application, including:

- confirmation of a lead manager and a fee structure in respect of the Prospectus Offer that is acceptable to ASX;
- confirmation that the fee structure of a debt arranger (if applicable) is acceptable to ASX;
- confirmation the investigating accountant in respect of the Prospectus Offer is to ASX's satisfaction;
- provision of all required in-principle advice to facilitate the listing, including but not limited to the following:
    - receipt of in-principle confirmation that the Company will satisfy the profits test;

- receipt of in-principle advice regarding Listing Rule 1.1 condition 8 (spread); and
- to the extent applicable, receipt of in-principle confirmation in respect of the Company's performance rights for the purposes of Listing Rule 6.1, and
- to the extent applicable, receipt of an in-principle waiver from Listing Rule 1.1 condition 12 in respect of the performance rights, any lead manager options or any other options.

ASX has advised that if the outstanding items are addressed to ASX's satisfaction, then, based on the information provided by the Company and the facts known to ASX at the date of its letter, ASX is not aware of any other reasons that would cause the Company not to have a structure and operations suitable for a listed entity for the purposes of Listing Rule 1.1 condition 1, or that would cause ASX to exercise its discretion to refuse re-admission under Listing Rule 1.19. ASX retains an absolute discretion under Listing Rule 1.19 as to whether to re-admit the Company to the official list, and this discretion may be exercised at any time, including after the Prospectus Offer and re-admission application have been lodged.

ASX has also advised that based solely on the submissions made, SIV shareholder approval is required for the purposes of ASX Listing Rule 11.1.2.

ASX has also indicated that it would be minded to grant an extension of SIV's delisting deadline for a period of three months from the date of lodgement of the prospectus (i.e. to 17 March 2027), provided that, by 18 December 2026, SIV has:

- announced the transaction to the market;
- signed definitive legal agreements for the transaction (including any financing arrangements required in connection with the transaction);
- where the transaction requires a prospectus or product disclosure statement to be lodged with ASIC, lodged that document with ASIC and it is not subject to a stop order or other regulatory action by ASIC; and
- where the transaction requires approval from security holders, a governmental agency or a financier, obtained all required approvals.

Advisers

Hamilton Locke is acting as legal adviser to the Company. Mills Oakley is acting as legal adviser to PPKME.

Pitcher Partners are acting as Tax advisor to SIV.

It is currently anticipated that AIB Consolidated Holdings Pty Ltd will be Lead Manager & Underwriter (or such other Lead Manager & Underwriter acceptable to ASX) to the capital raising and Finexia Credit Pty Ltd will be the Bridge Facility provider.

Board and management changes

Following completion of the Scheme, it is intended that Dale McNamara will be appointed as an executive director of the Company and Liam Fairhall will be appointed as a non-executive director and company secretary of the Company (with Donald Mackenzie resigning as company secretary on completion). Allan English will continue as Chairman and Bede King will continue as non-executive directors.

Board intentions upon completion of the Scheme

In the event that the Scheme completes, the Company proposes to:

- continue the operations of PPKME's existing mining equipment and services business;
- undertake business development and pursue growth opportunities for the combined group both in Australia and internationally; and
- apply the funds raised under the Prospectus Offer, together with existing cash reserves, as set out in Item 2 of this Notice.

Director and Proposed Director Interests in Securities

Details of the Existing Directors' and Proposed Directors' relevant interests in the securities of the Company upon completion of the Scheme are set out in the table below.

Director	Shares
Allan English	11,043,058
Oliver Schweizer	1,275,000
Bede King	262,766
Dale McNamara (Proposed Director)	8,318,116(1)
Liam Fairhall (Proposed Director)	1,045,000(1)

(1) Assumes no scale-back of Mr McNamara's and Mr Fairhall's scrip Scheme consideration and full allocation of the shares applied for under the Prospectus Offer. Actual holdings may vary depending on final allocations and any scale-back implemented under the Scheme or Prospectus Offer.

Key Dependencies

The key factors that the combined group will depend on to meet its objectives following completion of the Scheme are:

- the Company's capacity to re-comply with Chapters 1 and 2 of the ASX Listing Rules to enable re-admission to quotation of the Company's securities;
- the successful completion of the Prospectus Offer;
- continuity of PPKME's existing customer relationships and contracts; and
- continued access to key suppliers and skilled labour required to service PPKME's underground mining equipment.

Other Information

As the Scheme will result in a significant change to the nature and scale of the Company's activities and requires the Company to re-comply with Chapters 1 and 2 of the ASX Listing Rules under Listing Rule 11.1.3, this Notice includes the following information required by Annexure A to ASX Guidance Note 12 *Significant Changes to Activities*, as set out below.

- **Effect on consolidated financials**

SIV Capital Ltd
Pro-Forma Balance Sheet
Pre & Post merger with PPK Mining Equipment Group Ltd
(Including $2m Debt & $1m equity raise)

	Audited Accts SIV Capital 30-Jun-26 $000s	Audited Accts PPKMEG 30-Jun-26 $000s	Adjusting Consolidated Entries	Proforma Accts SIV Capital Post Merger $000s
Current assets				
Cash	7,809	4,980	(6,889)	5,900
Inventories & WIP		17,464		17,464
Trade Receivables	-	10,210		10,210
Contract Assets		3,621		3,621
Prepayments & other assets	61	791		852
Total current assets	**7,870**	**37,066**	**(6,889)**	**38,047**
Non-current assets				
Fixed Assets		1,963		1,963
Right-of-use Assets		10,104		10,104
Property		1,265		1,265
Intangible Assets	-	1,619	-	1,619
Other Non-current Assets		406		406
Deferred Tax Assets	-	2,810		2,810
Total non-current assets		**18,167**	**-**	**18,167**
Total assets	**7,870**	**55,233**	**(6,889)**	**56,214**
Current liabilities				
Trade and other payables	72	8,847		8,919
Provisions		2,790		2,790
Interest bearing loans & borrowings		2,201	2,000	4,201
Lease liabilities		2,067		2,067
Provisions for tax		412		412
Total current liabilities	**72**	**16,317**	**2,000**	**18,389**
Non-current liabilities				
Provisions		414		414
Interest bearing loans & borrowings		5,200		5,200
Lease liabilities		9,301		9,301
Total non-current liabilities		**14,915**		**14,915**
Total liabilities	**72**	**31,232**	**2,000**	**33,304**
Net assets	**7,798**	**24,001**	**(8,889)**	**22,910**
Equity				
Share capital	110,444	16,499	(6,770)	120,173
Retained earnings	(91,359)	6,420	(6,420)	(91,359)
Accumulated capital loss reserve	(17,284)		5,383	(11,901)
Reserves	5,998	1,082	(1,082)	5,998
Total equity	**7,798**	**24,001**	**(8,889)**	**22,910**

The above is based on AASB 3 Business Combinations and presented on the basis of SIV being the accounting acquiror where no calculation has yet been made about the fair value of tangible assets, intangible assets and liabilities acquired, which will be completed when the acquisition is done. The above is unaudited and pro-forma, and therefore may be subject to change (including the potential of the accounting acquiror per accounting standards being PPKME).

- **Effect on consolidated revenue, expenditure and net profit after tax**:

SIV Capital Ltd
Pro-Forma Statement of Revenue, Expenditure and Profit
Pre & Post merger with PPK Mining Equipment Group Ltd

	Audited Accts SIV Capital[1] 30-Jun-26 $000s	Audited Accts PPKMEG[2] 30-Jun-26 $000s	Adjusting Consolidated Entries $000s	Proforma Accts SIV Capital Post Merger $000s
Total annual revenue	$362	$65,005		$65,367
Total annual expenditure	($750)	($62,760)		($63,510)
Total annual net profit before tax	($388)	$2,245		$1,857

1 https://sivcapital.com.au/wp-content/uploads/2026/09/SIV-Capital-Annual-Report-2026-Final.pdf
2 https://ppkme.com.au/site/pdf/c6a69039-4015-4bf7-ba44-aa43bb505f52/Platform/ListPage/Annual-Report-2026.pdf

- **Securities issued in the preceding 6 months**: Neither party has issued any securities in the preceding 6 months
- **Change of control / 20% or more voting power**:

Mr Glenn Molloy currently has a relevant interest in 23,105,098 PPKME shares, assuming all rights in which he has a relevant interest are exercised and the resulting PPKME shares are issued, and an existing relevant interest in 3,485,000 SIV Shares. Following implementation of the Scheme, Mr Molloy's relevant interest in the Company will depend on his election for cash or scrip under the Scheme and, if relevant, the extent to which his scrip consideration is subject to scale-back.

Based on the current transaction structure, Mr Molloy's potential relevant interest in the Company under each Scheme election is set out in the table below. In accordance with the scale back arrangements, Mr Molloy's relevant interest in the Company will not exceed 19.99% as a result of implementation of the Scheme.

Mr Molloy's Scheme election	**SIV Shares held following $1 million raise**	**Voting power following $1 million raise**	**SIV Shares held following $2 million raise**	**Voting power following $2 million raise**
All cash	3,485,000	3.70%	3,485,000	3.53%
50% cash / 50% scrip(1)	15,037,549	15.96%	15,037,549	15.23%
All scrip, subject to scale-back(1)(2)	Up to 18,832,957	19.99%	Up to 19,741,593	19.99%

(1) Assumes that all rights in which Mr Molloy has a relevant interest are exercised, and the resulting PPKME Shares are issued before implementation of the Scheme and that Mr Molloy retains his existing relevant interest in 3,485,000 SIV Shares.

(2) Assumes that Mr Molloy's scrip consideration is scaled back only to the extent necessary to prevent his voting power exceeding 19.99%.

- **Fees:** Other than the equity underwriting and debt fees described above, no fees have been paid or are payable by the Company to any person for finding, arranging or facilitating the transaction.

- **Appropriate enquiries:** the Company has undertaken appropriate enquiries into PPKME's assets and liabilities, financial position and performance, profits and losses, and prospects for the Company Board be satisfied that the transaction is in the interests of the entity and its security holders.

PPKME's accounts: PPKME's audited annual reports for FY2024, FY2025 and FY2026 are available at https://www.ppkme.com.au/site/investors/reports.

Indicative timetable

An indicative timetable for the Scheme and the associated transactions referred to in this Notice is set out below. Please note this timetable is indicative only and the Directors reserve the right to amend the timetable as required.

This transaction requires the Company to re-comply with ASX's requirements for admission and quotation and therefore the Scheme may not proceed if those requirements are not met. ASX has an absolute discretion in deciding whether or not to re-admit the Company to the official list and to quote its securities, and therefore the Scheme may not proceed if ASX exercises that discretion. Shareholders should take account of this uncertainty in deciding how to vote on the Resolutions.

Event	Indicative date
Execution of the SID and release of ASX announcement	12 November 2026
Despatch of this Notice of Meeting to Shareholders	13 November 2026
Lodgement of draft Scheme Booklet (including Independent Expert's Report) with ASIC	27 November 2026 (target)
SIV Shareholder EGM	15 December 2026
First Court Hearing (orders convening the Scheme Meeting)	15 December 2026 (target)
Lodgement of prospectus with ASIC for the Prospectus Offer	17 December 2026
Despatch of Scheme Booklet to PPKME shareholders	18 December 2026 (target)
Prospectus Offer opens	29 December 2026 (target)
Scheme Meeting	18 January 2027 (target)
Closing date of the Prospectus Offer (unless otherwise extended)	21 January 2027 (provisional target, subject to confirmation)
Second Court Hearing (target)	21 January 2027
Effective Date(target)	21 January 2027
Implementation Date (target)	3 February 2027
Re-admission on ASX (target)	3 February 2027 (target)
Re-quotation of securities on ASX (target)	3 February 2027 (target)

ASX Listing Rule 11.1.2 and Risk of Scheme not proceeding

ASX Listing Rule 11.1.2 requires a company to obtain shareholder approval if it proposes to make a significant change, whether by a single transaction or a series of transactions over a period of time, to the nature or scale of its activities. The acquisition of PPKME constitutes such a significant change. The Scheme requires Shareholder approval under ASX Listing Rule 11.1.2 and therefore will not proceed if that approval is not obtained.

If Resolution 1 is not passed, the Company will not be able to proceed with the Scheme, SIV's securities will remain suspended from quotation, and, on current timing, SIV will be delisted from the ASX, resulting in limited liquidity for Shareholders. SIV will consider its options at this point.

The Scheme requires the Company to re-comply with ASX's requirements for admission and quotation. The Scheme may not proceed if those requirements are not met. ASX has an absolute discretion in deciding whether or not to re-admit the Company to the official list and to quote its securities. The Scheme may not proceed if ASX exercises that discretion. Shareholders should take account of this uncertainty in deciding how to vote on Resolution 1 and whether or not to buy SVI securities.

Risks relating to the Company post-acquisition of PPKME

The business, assets and operations of the Company upon completion of the Scheme will be subject to certain risk factors that have the potential to influence PPKME's operating and financial performance in the future. These risks can impact on the value of its securities and include those highlighted below.

The risk factors set out below ought not to be taken as exhaustive of the risks that will be faced by the Company or by its shareholders. The below factors, and others not specifically referred to below, may in the future materially affect the financial performance of the Company upon completion of the Scheme and the value of its shares.

Capital requirements

PPKME's activities, including the development, manufacture and sale of new equipment will require additional expenditure. There can be no guarantees that the funds held by the Company will be sufficient to successfully achieve all of the objectives of PPKME's business strategy. Any equity financing will dilute shareholdings and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to scale back its business plans. In addition, the Company's ability to continue as a going concern may be diminished. There is no guarantee that the Company will be able to secure any additional funding or be able to secure funding on terms favourable to it. Such circumstances would adversely affect the Company and its activities.

Environment

PPKME's operations are subject to laws and regulations in relation to environmental matters. As a result, there is the risk that the Company may incur liability under these laws and regulations. The Company proposes to comply with applicable laws and regulations and conduct its program in a responsible manner with regard to the environment.

Reliance on key personnel

The Company will be dependent on its directors and senior management to implement its business strategy. A number of factors, including the departure of senior management of PPKME or a failure to attract or retain suitably qualified key employees, could adversely affect the Company's business strategy.

Customer dependency

PPKME has a heavy reliance on key customers, all of which are exposed to similar specific and general risks as PPKME while operating in the underground coal industry. All underground coal customers are dependent on the continued production of existing and future underground coal reserves, the ability to economically mine the coal reserves and current and future demand for the coal produced. These factors may have an adverse effect on a customer's revenues, its cost base and operations, as well as its ability to fund its future activities which could adversely affect the Company.

Insurance

In certain circumstances the Company may not be able to obtain insurance or the insurance that it can obtain may be prohibitively expensive or may not be of a sufficient nature or level to provide adequate insurance cover. As such, the occurrence of an event that is not covered by insurance could have a material adverse effect on the Company.

Economic

Factors such as inflation, currency fluctuations, interest rates, supply and demand, industrial disruption, government policy and legislation have an impact on operating costs, commodity prices, and the parameters in which PPKME operates.

Government policy and legislative change

Capacity to explore and mine, as well as industry profitability generally, can be affected by changes in government policy that are beyond the control of PPKME and which may materially adversely impact PPKME and the value of the Company shares. PPKME's activities in the mining industry are subject to various legislation, regulations and governmental approvals. The introduction of any new legislation, be it amendments, the application of developments in existing common law or policies or the interpretation of those laws or policies could have a material adverse effect on PPKME and the Company. Changes in government regulations may adversely affect the financial performance or the current and proposed operations generally of PPKME and the future value of the Company's shares.

In addition, PPKME's operations require various licences, regulatory renewals and approvals by government for their operations and accordingly must comply with those approvals, applicable laws, regulations, guidelines and policies. There is a risk that PPKME may not obtain, or may be delayed in obtaining the necessary licenses, renewals and approvals in relation to their operations. This may affect the timing and scope of PPKME's operations.

Foreign Exchange

Foreign exchange rates fluctuate over time. Fluctuating exchange rates have a direct effect on PPKME's operating costs and cash flows expressed in Australian dollars.

Commodity price

The Company's future prospects will be influenced by the prices obtained for the commodities produced by customers targeted in PPKME's strategy. Commodity prices fluctuate and are impacted by factors including the relationship between global supply and demand for minerals, forward selling by producers, costs of production and general global economic conditions.

Commodity prices are also affected by the outlook for inflation, interest rates, currency exchange rates and supply and demand factors. These factors may have an adverse effect on PPKME's equipment and services revenues and any subsequent capital sales, as well as its ability to fund its future activities.

Exchange rate fluctuations

International prices of most commodities are denominated in United States dollars, whereas the income and expenditure of PPKME, whilst operating in Australian, will be in Australian currency, exposing PPKME and its customers to the fluctuations and volatility of the rate of exchange between the United States dollar and the Australian dollar. Exchange rate fluctuations may also impact the prices PPKME may pay for goods and services required to manufacture its equipment.

Political risk

PPKME and its customers operate in international markets and the sale of PPKME's equipment and its customers commodities are subject to the risk that intended activities may be impacted because of a change in government, legislation, regulation or policy.

Competition

PPKME's ability to enter into contracts for the supply of equipment and services at profitable prices may be adversely affected by the introduction of new suppliers and any increase in competition in the regional markets, either of which could increase the supply of equipment and services and thereby potentially lower the prices.

GENERAL RISK FACTORS

General economic conditions

PPKME's operating performance and financial performance is influenced by a variety of general economic and business conditions including the level of inflation, interest rates, exchange rates and government fiscal, monetary and regulatory policies. Prolonged deterioration in general economic conditions, including an increase in interest rates or decrease in consumer and business demand, could have an adverse impact on the PPKME business, the results of PPKME's operations or PPKME's financial conditions and performance.

Changes in tax rules or their interpretation

Changes in tax law (including income tax, goods and services taxes and stamp duties), or changes in the way taxation laws are interpreted may impact the tax liabilities of the Company or the tax treatment of a

Shareholder's interests in the Company. In particular, both the level and basis of taxation may change. In addition, holding Company shares involves tax considerations which may differ for each shareholder.

Accounting standards

Australian Accounting Standards are issued by the Australian Accounting Standards Board and are not within the control of the Company and the Company's Board. Any changes to the accounting standards or to the interpretation of those standards may have an adverse effect on the reported financial performance or financial position of the Company.

Force majeure events

Events may occur within or outside PPKME's key markets that could impact upon the global economies and the operations of PPKME. The events include, but are not limited, to acts of terrorism, an outbreak of international hostilities, fires, floods, earthquakes, labour strikes, civil wars, natural disasters, outbreaks of disease or other natural or man-made events or occurrences that can have an adverse effect on the demand for PPKME's product offering and services and its ability to conduct business.

Global health risks or pandemics

Global health risks or pandemics or the potential for these events could have a negative impact on the Company. Such events could adversely affect consumer behaviour and business activity levels, and precipitate sudden significant changes in regional and global economic conditions and cycles. They could also pose significant risks to PPKME's stores, distribution centres and supply chains, whether they are controlled by PPKME or by third-party providers. By disrupting supply operations, provision of services and logistics, these events could make it difficult or in some cases impossible for PPKME to deliver products and services to its customers. As a result, the operations of PPKME could be adversely affected by such events. PPKME only has limited insurance coverage for losses and interruptions caused by global health risks or pandemics.

Other risks

The above risks are not an exhaustive list of the risks. The risks outlined above and other risks may materially affect the future performance of PPKME, and therefore the Company. Accordingly, no assurances or guarantees of future performance, profitability, distributions, or returns of capital are given by the Company.

Advantages

In forming their view that Shareholders should approve Resolution 1, the Directors have had regard to (among other things) the following advantages:

- the Scheme provides the Company with a strategic opportunity to acquire an established, cash generative business with a diversified customer base and product offering;
- the combined group is expected to have a larger market capitalisation, improved scale and a broader platform from which to pursue future growth opportunities;
- completion of the Scheme and the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules is expected to restore Shareholders' ability to trade their Shares on ASX, SIV's securities currently being suspended from quotation; and
- PPKME's existing management and operations are expected to continue, providing continuity for the acquired business.

Disadvantages and risks

Shareholders should also be aware of the following disadvantages and risks associated with the Scheme and Resolution 1:

- Existing Shareholders' percentage ownership of the Company will be diluted as a result of the Shares issued as Scheme consideration to former PPKME shareholders and the Shares issued under the Prospectus Offer. The indicative dilutionary effects of these issuances is described above. Actual dilution may differ from the indicative figures if the final terms of the Scheme or the Prospectus Offer differ from current expectation.
- The Scheme is subject to a number of conditions which may not be satisfied or waived, including Independent Expert, PPKME shareholder, ASIC, ASX and Court approvals, and the Company securing the Bridging Loan Facility. There is a risk that the Scheme does not complete, or is delayed, if any condition is not satisfied.

- Re-admission to the official list of ASX is in ASX's absolute discretion under Listing Rule 1.19, and ASX may refuse re-admission without giving reasons, even if the Company otherwise satisfies Listing Rule 1.1 condition 1.
- The Company intends to fund the cash component of the Scheme consideration using a combination of a bridging loan facility and available cash. There is a risk that suitable bridging finance is not obtained, or not obtained on acceptable terms, within the required timeframe.
- As noted above, PPKME's business is concentrated in the supply of equipment and services to underground coal mining customers in New South Wales and Queensland, exposing the combined group to risks associated with that industry, including commodity price cycles, regulatory change, customer concentration and reduced demand for coal mining services over time.
- There is a risk that the Company does not successfully integrate PPKME's business, management and operations, or does not realise the anticipated benefits of the Scheme.
- On completion of the Scheme, there will be changes to the composition of the Board and senior management of the Company, which may affect the Company's strategy, operations and governance going forward.

Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

Voting Exclusions

Refer to the Voting Exclusions section for the voting exclusion statement that applies to this Resolution.

Item 2: Approval to issue shares under a prospectus offer

Background

In connection with the Scheme, and as a condition of the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules, the Company will raise a minimum of $1,000,000 and a maximum of $2,000,000 from investors pursuant to a prospectus to be lodged with ASIC (**Prospectus Offer**).

ASX Listing Rule 7.1

Broadly speaking and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. As the number of Shares proposed to be issued under the Prospectus Offer (together with the Scheme consideration shares) is expected to exceed this limit, Shareholder approval is sought under Listing Rule 7.1.

If Resolution 2 is not passed, the Company will proceed with the Prospectus Offer using its available capacity under Listing Rule 7.1.

Prospectus Offer terms

The key terms of the Prospectus Offer are summarised below. Full details will be set out in the prospectus to be lodged with ASIC.

- Offer size: Minimum of $1,000,000 and maximum of $2,000,000.
- Issue price: $0.22 per Share.
- Number of Shares offered: Minimum of 4,545,455 and maximum of 9,090,910 Shares.
- Lead manager: AIB Consolidated Holdings Pty Ltd (or such other party acceptable to ASX)
- Conditionality: the Prospectus Offer is conditional on the passing of Resolution 1 and on the Scheme proceeding to completion.
- Use of funds: proceeds from the Prospectus Offer, together with the Company's existing cash reserves and the Bridging Loan Facility, will be used to fund the cash component of the Scheme Consideration, transaction costs associated with the Scheme and the Company's working capital following re-admission to the official list of ASX. The below table sets out the use of funds:

Source of Funds	
Current cash reserves as at 30 June 2026	**$7,809,395**
New capital raised under IPO of $1m and debt funds of $2m	**$3,000,000**
Total sources of funds	**$10,809,395**

Use of Funds	
Cash component of consideration payable under the Proposed Transaction	**$9,308,991**
Anticipated Transaction costs	**$500,000**
Working capital for the merged group	**$1,000,404**
Total uses of funds	**$10,809,395**

Information required by ASX Listing Rule 7.3

In accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 2:

- the Shares will be issued and allotted to subscribers under the Prospectus Offer, to be identified pursuant to a bookbuild undertaken by the lead manager
- the minimum number of Shares to be issued is 9,090,910 and the maximum number is 18,181,820;
- the Shares will be issued at an issue price of $0.22 per Share;
- the Shares will be issued no later than three months after the date of the Meeting (or such longer period as approved by ASX), and in any event only following the passing of Resolution 1 and completion of the Scheme;
- the Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue;
- the funds raised under the Prospectus Offer will be used to the Scheme consideration, fund transaction costs associated with the Scheme and for the Company's working capital following re-admission to the official list of ASX, as further described in the prospectus; and
- a voting exclusion statement is set out in the Voting Exclusions section of this Notice.

Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 2.

Voting Exclusions

Refer to the Voting Exclusions section for the voting exclusion statement that applies to this Resolution.

Item 3: Approval to issue shares to Dale McNamara

Background

It is intended that Dale McNamara will be appointed as an executive director of the Company with effect on and from Completion of the Scheme. Mr McNamara proposes to subscribe for Shares under the Prospectus Offer (on the same terms as other investors), as described in Item 2 of this Notice.

ASX Listing Rule 10.11

ASX Listing Rule 10.11 requires a company to obtain the approval of its shareholders before it issues or agrees to issue equity securities to, among others, a person who will become a related party of the company by reason of that issue, unless an exception in ASX Listing Rule 10.12 applies.

As Mr McNamara will become a Director of the Company on Completion, Shareholder approval under ASX Listing Rule 10.11 is sought for the issue of Shares to him under the Prospectus Offer as he falls within ASX Listing Rule 10.11.1, and his nominee would fall within ASX Listing Rule 10.11.4.

ASX waiver of Listing Rule 10.13.5

ASX Listing Rule 10.13.5 ordinarily requires a notice of meeting seeking approval under ASX Listing Rule 10.11 to state that the securities will be issued no later than one (1) month after the date of the meeting. The Company has applied for a waiver from ASX Listing Rule 10.13.5 to the extent necessary to permit this Notice, in seeking approval for the issues of Shares under Resolutions 3 and 4 as part of, or in connection with, the Prospectus Offer, not to state that those Shares will be issued no later than one (1) month after the date of the Meeting. The waiver is sought because the Shares are proposed to be issued at the same time as other Shares under the Prospectus Offer in connection with the Scheme and the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules, which is expected to occur more than one month after the Meeting. ASX has not made a final decision on the application and has not granted the waiver. . Resolution 3 is

conditional on ASX granting the waiver. If the waiver is not granted, the Company will not proceed with the issue of Shares under Resolution 3.

The Company has sought the waiver on the following standard terms and conditions, which remain subject to ASX's final decision:

The Shares the subject of Resolutions 3 and 4 must be issued at the same time as other securities to be issued under the prospectus that the Company has issued or is proposing to issue as part of, or in connection with, the transaction.

The terms of the waiver must be clearly disclosed in this Notice and in the prospectus to be issued in respect of the Prospectus Offer.

If the waiver is granted, the Company must release an announcement to the market disclosing the nature and effect of the waiver and the Company's reasons for seeking it. The announcement must be released no later than the next business day after ASX communicates to the Company that the waiver has been granted, except where the waiver relates to a confidential and incomplete proposal or negotiation. In that case, disclosure must be made when the matter ceases to be confidential or incomplete. ASX may direct the announcement to be made at another time.

The standard waiver relates to Listing Rule 10.13.5 only and does not constitute a statement by ASX as to the Company's compliance with other Listing Rules. The basis for the proposed waiver is the standard waiver in accordance with ASX Guidance Note 17.

Information required by ASX Listing Rule 10.13

In accordance with Listing Rule 10.13, the following information is provided in relation to Resolution 3:

- the Shares will be issued to Dale McNamara (or his nominee);
- the maximum number of Shares to be issued is 5,617,919 Shares;
- the Shares will be issued at an issue price of $0.22 per Share, being the same issue price as Shares issued to other investors under the Prospectus Offer;
- subject to ASX granting the waiver from Listing Rule 10.13.5 described above and compliance with its conditions, the Shares will be issued at the same time as other Shares to be issued under the prospectus for the Prospectus Offer, and in any event only following the passing of Resolutions 1 and 2 and completion of the Scheme;
- the Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue;
- the funds raised from the issue of Shares to Mr McNamara will be applied together with the other proceeds of the Prospectus Offer, as described in Item 2 of this Notice; and
- a voting exclusion statement is set out in the Voting Exclusions section of this Notice.

Approval pursuant to ASX Listing Rule 7.1 is not required for the participation as approval is being obtained under ASX Listing Rule 10.11. Accordingly, the issue of shares to Dale McNamara or his nominee will not be included in the use of the Company's 15% annual placement capacity pursuant to ASX Listing Rule 7.1.

Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 3.

Voting Exclusions

Refer to the Voting Exclusions section for the voting exclusion statement that applies to this Resolution.

Item 4: Approval to issue shares to Liam Fairhall

Background

It is intended that Liam Fairhall will be appointed as a non-executive director of the Company with effect on and from Completion of the Scheme. Mr Fairhall proposes to subscribe for Shares under the Prospectus Offer (on the same terms as other investors), as described in Item 2 of this Notice.

ASX Listing Rule 10.11

ASX Listing Rule 10.11 requires a company to obtain the approval of its shareholders before it issues or agrees to issue equity securities to, among others, a person who will become a related party of the company by reason of that issue, unless an exception in ASX Listing Rule 10.12 applies.

As Mr Fairhall will become a Director of the Company on Completion, Shareholder approval under ASX Listing Rule 10.11 is sought for the issue of Shares to him under the Prospectus Offer as he falls within ASX Listing Rule 10.11.1, and his nominee would fall within ASX Listing Rule 10.11.4.

ASX waiver of Listing Rule 10.13.5

The Company has applied for a waiver from ASX Listing Rule 10.13.5 in respect of the issues of Shares under Resolutions 3 and 4, as described under 'ASX waiver of Listing Rule 10.13.5' in Item 3 above. The nature and effect of the waiver sought, the Company's reasons for seeking it and the proposed terms and conditions set out in Item 3 apply equally to the issue of Shares to Mr Fairhall (or his nominee) under Resolution 4. ASX has not made a final decision on the application and has not granted the waiver. Resolution 4 is conditional on ASX granting the waiver. If the waiver is not granted, the Company will not proceed with the issue of Shares under Resolution 4.

Information required by ASX Listing Rule 10.13

In accordance with Listing Rule 10.13, the following information is provided in relation to Resolution 4:

- the Shares will be issued to Liam Fairhall (or his nominee);
- the maximum number of Shares to be issued is 500,000 Shares;
- the Shares will be issued at an issue price of $0.22 per Share, being the same issue price as Shares issued to other investors under the Prospectus Offer;
- subject to ASX granting the waiver from Listing Rule 10.13.5 described above and compliance with its conditions, the Shares will be issued at the same time as other Shares to be issued under the prospectus for the Prospectus Offer, and in any event only following the passing of Resolutions 1 and 2 and completion of the Scheme;
- the Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue;
- the funds raised from the issue of Shares to Mr Fairhall will be applied together with the other proceeds of the Prospectus Offer, as described in Item 2 of this Notice; and
- a voting exclusion statement is set out in the Voting Exclusions section of this Notice.

Approval pursuant to ASX Listing Rule 7.1 is not required for the participation as approval is being obtained under ASX Listing Rule 10.11. Accordingly, the issue of shares to Liam Fairhall or his nominee will not be included in the use of the Company's 15% annual placement capacity pursuant to ASX Listing Rule 7.1.

Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 4.

Voting Exclusions

Refer to the Voting Exclusions section for the voting exclusion statement that applies to this Resolution.

Voting Exclusions

Item 1 (Approval of significant change to the nature and scale of activities)

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of a counterparty to the transaction that, of itself or together with one or more other transactions, will result in a significant change to the nature or scale of the entity's activities and any other person who will obtain a material benefit as a result of the transaction (except a benefit solely by reason of being a holder of ordinary securities in the entity).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the Chairman of the EGM as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

As at the date of this Notice, the Company is not aware of any person who would be excluded from voting on Resolution 1 on this basis.

Item 2 (Approval to issue shares under a prospectus offer)

The Company will disregard any votes cast in favour of Resolution 2 by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the Prospectus Offer (except a benefit solely by reason of being a holder of Shares), or an associate of that person.

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the Chairman of the EGM as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

As at the date of this Notice, it is not known who may participate in the Prospectus Offer. If any Director intends to participate in the Prospectus Offer, further information (including any additional shareholder approval required under ASX Listing Rule 10.11) will be provided to Shareholders prior to the Meeting.

Item 3 (Approval to issue shares to Dale McNamara)

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of Dale McNamara (and his nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any of their associates.

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the Chairman of the EGM as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Item 4 (Approval to issue shares to Liam Fairhall)

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of Liam Fairhall (and his nominee) and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a holder of ordinary securities in the entity) or any of their associates.

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the Chairman of the EGM as proxy

for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Participation and Voting Instructions

Voting Entitlement

To vote at the EGM, a person must be a registered shareholder of the Company at 7.00pm (AEDT) on 13 December 2026. Transactions registered after that time will be disregarded in determining which shareholders are entitled to attend and vote at the EGM.

Methods of Voting

Shareholders can vote in the following ways:

- by attending the EGM and voting either in person, by attorney or, in the case of corporate shareholders, by a corporate representative;
- by appointing a proxy to vote on their behalf using the proxy form enclosed with this Notice; or
- or online at https://www.votingonline.com.au/sivgm2026 or by scanning QR code on the front of the accompanying proxy form with your mobile device and inserting your post code.

Attending the EGM in person

Please bring your personalised proxy form with you if you attend the EGM in person. You will still be able to attend the EGM if you do not bring your form, but you will need to verify your identity.

All proxy voting prior to the meeting will be provided during the EGM with all resolutions being determined by waving your entry card when called.

The results of the voting on resolutions at the EGM will be announced to the ASX promptly after the meeting.

All resolutions will be determined by a show of hands

Each resolution proposed at the EGM will be determined by a show of hands and determined by a poll.

Corporate Shareholder

Corporate shareholders who wish to appoint a representative to attend the EGM on their behalf must provide that person with a properly executed letter or other document confirming that they are authorised to act as the company's representative, with a template of an approved format being available on Boardroom's website by clicking on "printable forms" and presented on arrival at the EGM.

Appointing and Voting by Proxy

If you are entitled to attend and vote at the EGM, you can appoint a proxy to attend and vote on your behalf.

A proxy need not be a shareholder of the Company and may be an individual or a body corporate. A personalised proxy form is included with this Notice.

If you are entitled to cast two or more votes you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, and should you require a second proxy form from Boardroom.

If you appoint a proxy, the Company encourages you to direct your proxy on how to vote by marking the appropriate boxes on the proxy form.

You may still attend the EGM if you appoint a proxy. However, your proxy's rights to speak and vote are suspended while you are present. Accordingly you will be asked revoke your proxy if you register to attend the EGM.

Lodging Your Proxy Form

You can lodge your completed proxy form by:

- mailing it to Boardroom using the enclosed envelope
- lodging it online at Boardroom's website

Note: You will be taken to have signed your proxy form if you lodge it in accordance with the instructions on the website.

- *Faxing it to +61 2 9290 9655*

Your completed proxy form (and any necessary supporting documentation) must be lodged online or received by Boardroom no later than 9.00am (Brisbane time) on 13 December 2026 Brisbane time).

If the proxy form is signed by an attorney, the original power of attorney under which the proxy form was signed (or a certified copy) must also be received by Boardroom by the same time.

Results of the EGM

Voting results will be announced on the ASX as soon as practicable after the EGM and will also be made available on the Company's website.

Glossary

The following terms have the following meanings in this Notice:

"**$**" means Australian dollars;
"**ASIC**" means the Australian Securities and Investments Commission;
"**ASX**" means ASX Limited or the Australian Securities Exchange, as the context requires;
"**ASX Listing Rules**" or "**Listing Rules**" means the official listing rules of ASX;
"**Board**" means the board of Directors of the Company;
"**Bridging Loan Facility**" means the bridging loan facility to be obtained by the Company to fund part of the cash component of the Scheme Consideration and associated transaction costs, as referred to in these Explanatory Notes;
"**Cash Consideration**" means $0.22 cash for each PPKME share, payable under a Cash Election;
"Cash Election" has the meaning given in the Explanatory Notes for Item 1**;**
"**Company**" means SIV Capital Limited ACN 011 045 828;
"**Court**" means the court that makes orders in respect of the Scheme under Part 5.1 of the Corporations Act;
"**Corporations Act**" means the *Corporations Act 2001* (Cth);
"**Delivery Time**" means 8:00am on the Second Court Date;
"**Effective Date**" means the date on which the Scheme becomes effective under section 411(10) of the Corporations Act;
"**Director**" means a director of the Company;
"EGM", "Extraordinary General Meeting" or "Meeting" means the Company's 2026 extraordinary general meeting convened by this Notice**;**
"**Explanatory Notes**" means the explanatory notes which form part of, and accompany, this Notice;
"**Notice**" means this Notice of 2026 Extraordinary General Meeting, including the Explanatory Notes and Voting Exclusions;
"**Implementation Date**" means the date that is 5 Business Days after the record date for the Scheme, or such other date as the Company and PPKME agree in writing or as ordered by the Court;
"**Independent Expert**" means the independent expert engaged by PPKME to express an opinion on whether the Scheme is in the best interests of PPKME shareholders;
"**Independent Expert's Report**" means the report from the Independent Expert in respect of whether or not the Scheme is in the best interests of PPKME shareholders;
"**PPKME**" means PPK Mining Equipment Group Limited;
"**Prospectus Offer**" means the offer of Shares to new investors to raise between $1,000,000 and $2,000,000 pursuant to a prospectus to be lodged with ASIC in connection with the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules, as described in the Explanatory Notes for Item 2;
"**Regulatory Authority**" means any foreign or Australian government, governmental, semi-governmental, administrative, fiscal, monetary or judicial body, or authority, agency, tribunal, commission or similar entity having powers or jurisdiction under any law, regulation or the listing rules of any recognised stock or securities exchange, and includes ASX, ASIC, the Australian Competition and Consumer Commission and the Takeovers Panel;
"**Scheme**" means the proposed acquisition by the Company of 100% of the shares in PPKME by way of a scheme of arrangement under Part 5.1 of the Corporations Act;
"**Scheme Consideration**" means the consideration payable to PPKME shareholders under the Scheme, comprising cash, Shares or a combination of both (as applicable), subject to the election, scale-back and adjustment arrangements described in the Explanatory Notes for Item 1;
"**Second Court Date**" means the first day of the hearing of an application made to the Court for an order pursuant to section 411(4)(b) of the Corporations Act approving the Scheme or, if the hearing of such application is adjourned for any reason, the first day of the adjourned hearing;
"**Scheme Meeting**" means the meeting of PPKME shareholders to be convened to consider and vote on the Scheme;
"**Scheme Booklet**" means the scheme booklet to be prepared by PPKME in respect of the Scheme for despatch to PPKME shareholders, including the Independent Expert's Report;
"**Share**" means a fully paid ordinary share in the capital of the Company;
"**Shareholder**" means a shareholder of the Company;
"**SID**" means the Scheme Implementation Deed between the Company and PPKME in relation to the Scheme;
"**Voting Exclusions**" means the voting exclusions set out and commencing at page four of this Notice.

SIV Capital Limited

All Correspondence to:

By Mail Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

By Fax: +61 2 9290 9655

Online: www.boardroomlimited.com.au

By Phone: (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 9.00am (Brisbane time) on Sunday, 13 December 2026.**

TO VOTE ONLINE

BY SMARTPHONE

STEP 1: VISIT https://www.votingonline.com.au/sivgm2026

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **9.00am (Brisbane time) on Sunday, 13 December 2026**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged:

Online	https://www.votingonline.com.au/sivgm2026
By Fax	+ 61 2 9290 9655
By Mail	Boardroom Pty Limited GPO Box 3993 Sydney NSW 2001 Australia
In Person	Boardroom Pty Limited Level 8, 210 George Street Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

SIV Capital Limited
ACN 011 045 828

☐ **Your Address**
This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.
Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **SIV Capital Limited** (Company) and entitled to attend and vote hereby appoint:

☐ the **Chair of the Meeting (mark box)**

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Extraordinary General Meeting of the Company to be held at **Level 35 / 1 Eagle Street, Brisbane QLD 4000, on Tuesday, 15 December 2026 at 9:00am (Brisbane time)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business. If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Item 1	Approval of significant change to the nature and scale of activities - Acquisition of PPK Mining Equipment Group Limited, ACN 121 201 705.	☐	☐	☐
Item 2	Approval to issue shares under a prospectus offer	☐	☐	☐
Item 3	Approval to issue shares to Dale McNamara (Proposed Director)	☐	☐	☐
Item 4	Approval to issue shares to Liam Fairhall (Proposed Director)	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

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

Contact Name…….. Contact Daytime Telephone……..... Date / / 2026

13 November 2026

Dear Shareholder

Extraordinary General Meeting

An Extraordinary General Meeting (the **EGM** or **Meeting**) of SIV Capital Limited (**Company**) will be held at 9:00am (Brisbane time) on Tuesday, 15 December 2026 at Level 35 / 1 Eagle Street, Brisbane QLD 4000.

Notice of Meeting
The full Notice of Meeting, which sets out the agenda (including details of all resolutions being put to the meeting, voting information and Explanatory Statement) are available on the Company's website at URL: https://sivcapital.com.au/

VOTING IS NOW OPEN: Shareholders are strongly encouraged to vote by lodging a directed proxy such that it is received before 9:00am (Brisbane time) on Sunday, 13 December 2026 using the following instructions:

STEP 1: Visit https://www.votingonline.com.au/sivgm2026

STEP 2: Enter your Postcode (if within Australia) OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC) – as contained in attached proxy

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

SIV Capital Limited encourages Shareholders to receive all shareholder communications electronically so you can stay informed and keep in touch about your shareholding in a fast, efficient and environmentally sustainable manner. To make the switch to paperless communications, simply sign up for e-communication at www.investorserve.com.au.

We thank you for your continued support in the Company. In the meantime, should you have any queries regarding your holding, or the upcoming Meeting, please contact Boardroom Pty Limited on 1300 737 760 (within Australia), +61 2 9290 9600 (outside Australia) or email enquiries@boardroomlimited.com.au.

SIV Capital Limited

Donald Mackenzie
Company Secretary