FY26 Yowie Annual General Meeting

27 November 2026





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Your Board

Mr Sulieman Ravell	Non-Executive Chairman
Mr Jesse Hamilton	Non-Executive Director and Company Secretary
Mr Martyn McCathie	Non-Executive Director
Mr Geoff Wilson	Non-Executive Director
Mr Gary Miller	Non-Executive Director
Mr Antony Catalano	Non-Executive Director (leave of absence)



AGENDA

- Chair’s address
- Consideration of Accounts
- Consideration of Resolutions
- Investor Presentation
- Questions



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Consideration of Accounts

- To receive and consider:
- (a) the financial statements;
- (b) the Directors' report; and
- (c) the Auditor's report
- ... of YOW for the year ended 30 June 2026.
- These statements and reports are placed before the Shareholders for discussion and Shareholders will be given the opportunity to ask questions and make comments on these statements and reports.
- No voting is required on this matter.



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Resolution 1

Adoption of Remuneration Report (non-binding)

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2026."

The vote on this resolution is advisory only and does not bind the Directors or the Company. Voting exclusions apply as set out in the Notice of Meeting.

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
362,767	58,112,757	19,593	153,262,371
0.62%	99.35%	0.03%	-



Resolution 2

Spill Resolution (conditional – ordinary resolution)

This resolution will only be counted if at least 25% of the votes cast on Resolution 1 are against the adoption of the Remuneration Report.

"That, for the purpose of section 250V(1) of the Corporations Act and for all other purposes, and subject to and conditional on at least 25% of the votes cast on Resolution 1 being cast against the adoption of the Remuneration Report:

(a) an extraordinary general meeting of the Company (Spill Meeting) be held within 90 days of the passing of this Resolution;

(b) all of the Directors in office when the Board resolution to make the Directors' report for the financial year ended 30 June 2026 was passed (other than a managing director), and who remain in office at the time of the Spill Meeting, cease to hold office immediately before the end of the Spill Meeting; and

(c) resolutions to appoint persons to offices that will be vacated immediately before the end of the Spill Meeting be put to the vote at the Spill Meeting."

Voting prohibitions apply to Key Management Personnel and their Closely Related Parties, as set out in the Notice of Meeting.

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
58,121,244	341,295	19,593	153,275,356
99.38%	0.58%	0.03%	-



Resolution 3

Re-election of Mr Jesse Hamilton as a Director

"That Mr Jesse Hamilton, who retires by rotation in accordance with Rule 13.2 of the Company's Constitution and Listing Rule 14.4 and, being eligible, and offering himself for re-election, be re-elected as a Director."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,519,154	31,758,764	19,593	26,326,643
82.94%	17.05%	0.01%	-



Resolution 4

Re-election of Mr Geoff Wilson AO as a Director

"That Mr Geoff Wilson AO, who retires by rotation in accordance with Rule 13.2 of the Company's Constitution and Listing Rule 14.4 and, being eligible, and offering himself for re-election, be re-elected as a Director."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,519,154	31,313,375	19,593	26,772,032
83.14%	16.85%	0.01%	-



Resolution 5

Issue of shares to Mr Sulieman Ravell in lieu of accrued directors' fees

"That, for the purpose of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 3,846,154 Shares (Fee Shares) to Mr Sulieman Ravell (or his nominee) in satisfaction of accrued and unpaid Directors' fees of up to A$50,000 for the period from 1 July 2025 to 30 June 2026, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,447,620	57,711,552	19,593	445,389
72.79%	27.20%	0.01%	-



Resolution 6

Issue of shares to Mr Gary Miller in lieu of accrued directors' fees

"That, for the purpose of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 982,218 Shares (Fee Shares) to Mr Gary Miller (or his nominee) in satisfaction of accrued and unpaid Directors' fees of up to A$12,768.83 for the period from 29 March 2026 to 30 June 2026, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,421,970	57,737,202	19,593	445,389
72.78%	27.21%	0.01%	-



Resolution 7

Issue of shares to Mr Antony Catalano in lieu of accrued directors' fees

"That, for the purpose of Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 2,729,529 Shares (Fee Shares) to Mr Antony Catalano (or his nominee) in satisfaction of accrued and unpaid Directors' fees of up to A$35,483.88 for the period from 1 July 2025 to 16 March 2026, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,421,970	57,737,202	19,593	445,389
72.78%	27.21%	0.01%	-



Resolution 8

Issue of shares to Mr Jarrod Milani in lieu of FY25 cash bonus

"That, for the purpose of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 1,538,462 Shares (Bonus Shares) to Mr Jarrod Milani (or his nominee) in satisfaction of his cash bonus of A$20,000 for the financial year ended 30 June 2025, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
179,876,662	31,415,844	19,593	445,389
85.12%	14.87%	0.01%	-



Resolution 9

Issue of shares to Mr Jarrod Milani in lieu of FY26 performance cash bonus

"That, for the purpose of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 2,307,692 Shares (Milani FY26 Bonus Shares) to Mr Jarrod Milani (or his nominee) in satisfaction of a cash bonus of A$30,000 awarded in respect of his performance for the financial year ended 30 June 2026, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
179,861,662	31,430,844	19,593	445,389
85.12%	14.87%	0.01%	-



Resolution 10

Issue of shares to Mr Andrew Ranger in lieu of FY26 performance cash bonus

"That, for the purpose of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 1,323,846 Shares (Ranger Bonus Shares) to Mr Andrew Ranger (or his nominee) in satisfaction of a cash bonus of A$17,210 awarded in respect of his performance for the financial year ended 30 June 2026, at a deemed issue price per Share equal to the greater of the Floor Price and the VWAP, on the terms and conditions set out in the Explanatory Statement."

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,343,399	57,747,237	29,843	503,675
72.76%	27.22%	0.01%	-



Resolution 11

Ratification of prior issue of Tranche 1 Placement Shares

WITHDRAWN

As set out in the Notice of Meeting, Resolution 11 would only be put to the Meeting if the Tranche 1 Placement Shares had been issued before the Meeting. As no shares were issued using the Company's 15% placement capacity, Resolution 11 has been withdrawn and will not be put to the Meeting.

Any votes or proxies lodged on Resolution 11 will be disregarded.



Resolution 12

Approval of issue of Tranche 2 Placement shares

"That, for the purpose of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 421,972,500 Shares (Tranche 2 Placement Shares) at an issue price of not less than A$0.013 per Share which, together with the Tranche 1 Placement Shares, will raise up to A$6,000,000 (before costs), to sophisticated and professional investors under the Placement, on the terms and conditions set out in the Explanatory Statement."

A voting exclusion applies to persons expected to participate in, or obtain a material benefit from, the issue, and their associates, as set out in the Notice of Meeting.

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,421,585	58,136,691	55,878	10,000
72.63%	27.34%	0.03%	-



Resolution 13

Amendment to Constitution (Special Resolution)

"That the Company's Constitution is amended with immediate effect by deleting the words 'The Company shall observe the requirements of Section 225 of the Corporations Act.' from clause 13.3."

As a special resolution, Resolution 13 requires at least 75% of the votes cast to be in favour.

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,267,316	31,962,017	54,878	26,339,943
82.81%	17.16%	0.03%	-



Resolution 14

Change of Company name (special resolution)

"That, for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, the name of the Company be changed from Yowie Group Limited to Yow Brands Limited, with effect from the date on which ASIC alters the details of the Company's registration."

As a special resolution, Resolution 13 requires at least 75% of the votes cast to be in favour.

Proxy Summary

FOR	AGAINST	OPEN	ABSTAIN
154,551,751	58,041,526	19,593	11,284
72.69%	27.30%	0.01%	-



End of Resolutions

Please ensure you had cast your votes on the resolutions



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AGM 2026

The results of the poll will be announced to the ASX later today.

Thank you for your attendance and participation in this meeting.

