



Notice of Annual General Meeting

Thursday 27 November 2025
at 10:30am (Adelaide time)

To be held at the The Kent Town Hotel, 76
Rundle St, Kent Town, SA, 5067

Shareholders can also submit, and are encouraged to submit, any questions in advance of the Meeting by emailing the questions to info@nova-eye.com by no later than 5:00pm (Adelaide time) on, Thursday, 20 November 2025.

If the above arrangements with respect to the Meeting change, Shareholders will be updated via the ASX market announcements platform.

The Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their stockbroker, accountant, solicitor or other professional adviser prior to voting.

NOTICE OF MEETING

Notice is given that the Annual General Meeting of the shareholders of Nova Eye Medical Limited (the Company) will be held at the The Kent Town Hotel, 76 Rundle St, Kent Town, SA, 5067, on Thursday 27 November 2025 at 10:30am (Adelaide time).

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form both form part of the Notice.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Tuesday, 25 November 2025 at 6:30pm (Adelaide time).

Terms and abbreviations used in the Notice (including the Explanatory Memorandum) are defined in Schedule 1.

How to vote

Shareholders entitled to vote at the Meeting can vote:

- (a) by attending the Meeting physically and voting in person;
- (b) by appointing an attorney to attend the Meeting and vote on their behalf, or in the case of a corporate Shareholder, a corporate representative to attend the Meeting and vote on its behalf; or
- (c) by appointing a proxy to attend the Meeting and vote on their behalf using the Proxy Form attached to the Notice.

A personalised Proxy Form accompanies the Notice. The Proxy Form contains full details of how to appoint persons and how to sign and lodge the voting form.

To be valid, Proxy Forms or electronic voting instructions must be received by no later than 48 hours before the meeting.

The Resolution at the Meeting will be voted on by poll and Shareholders who are entitled to vote may vote either prior to the Meeting by appointing a proxy or by poll during the Meeting.

Voting in person

To vote in person, attend the Meeting on the date and place set out above. The Meeting will commence at 10:30am (Adelaide time).

Shareholders are asked to arrive at the venue 30 minutes prior to the time designated for the Meeting to allow for registration for the Meeting. The registration form for the Meeting is the Proxy Form attached to the Notice.

Proxies

You can appoint a proxy by completing and returning to the Company the enclosed Proxy Form for the Meeting. Completed Proxy Forms must be completed and received by the Share Registrar by 10:30am (Adelaide time) on **Tuesday, 25 November 2025**, being no later than 48 hours before commencement of the Meeting by one of the following methods:

- (a) Online at:
www.investorvote.com.au and following the instructions provided.

You will need your SRN or HIN and Control Number as shown on your Proxy Form.

You will be taken to have signed the Proxy Form if you lodge your proxy in accordance with the instructions on the website. Please read the instructions for

online proxy submissions carefully before you lodge your proxy.

(b) Mail to:

Computershare Investor Services Pty Limited

GPO Box 242, Melbourne, Victoria 3001

(c) Mobile voting:

Scan the QR Code on your Proxy Form and follow the prompts.

(d) Custodian voting:

For Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions.

(e) Fax to:

In Australia: 1800 783 447.

From outside of Australia: +61 3 9473 2555.

If you are entitled to attend and cast a vote at the Meeting, you may appoint up to two proxies. A proxy may be an individual or a corporation but need not be a Shareholder. If you appoint two proxies each proxy may exercise half of your votes if no proportion or number of votes is specified.

If a proxy is instructed to abstain from voting on any item of business, that person is directed not to vote on the Shareholder's behalf on a poll and the Shares the subject of the proxy appointment will not be counted in computing the required majority.

If you appoint a proxy but attend the Meeting yourself, the rights of the proxy to speak and vote on your behalf at the Meeting will be suspended while you are present. Each proxy will have the right to vote on the Resolution (to the extent of their appointment) and also to speak at the Meeting.

The Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

Corporate representatives

A corporation that is a Shareholder or a proxy may elect to appoint a person to act as its corporate representative at the Meeting, in which case the corporate Shareholder or proxy (as applicable) must provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that Shareholder or proxy (as applicable) corporate representative. The authority must be sent to the Company and/or the Company's Share Registrar (in a manner detailed above) in advance of the Meeting.

Power of attorney

If a Shareholder wishes to appoint an attorney that Shareholder will need to provide the Company with an original or certified copy of the power of attorney, under which they authorise the attorney to attend and vote at the Meeting, at least 48 hours prior to the commencement of the Meeting.

Further information

If you have any questions regarding Proxy Forms or voting, please contact the Share Registrar on 1300 850 505 (within Australia) or +61 3 9415 4000 (overseas).

Agenda

1— Accounts & Reports

To receive and consider the financial statements of the Company and its controlled entities for the year ended 30 June 2025 and the related Directors' Reports, Directors' Declarations and Auditor's Report.

The electronic copy of the 2025 Annual Report is available to download or view on the company website at the following address:

<https://nova-eye.com/uploads/20250827-Appendix-4E-NEML-Annual-Report-YE2025-FINAL.pdf>

The 2025 Annual Report has also been sent by post to those shareholders who have previously elected to receive a hard copy.

Note: This matter is not voted on

Resolution 1 — Adoption of Remuneration Report

To consider and, if thought fit, to pass with or without amendment, the following resolution as a non-binding resolution in accordance with section 250R (2) of the Corporations Act 2001:

“That, for the purposes of section 250R (2) of the Corporations Act, and for all other purposes, the Remuneration Report forming part of the Company’s 30 June 2025 Annual Report be and is hereby adopted.”

Voting Exclusion:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

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

However, a person described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (i) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- (ii) the person is the chair of the meeting and the appointment of the chair as proxy:
 - does not specify the way the proxy is to vote on the resolution; and
 - expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company or, if
 - the Company is part of a consolidated entity, for the entity.

Resolution 2 — Re-election of Director Victor Previn

To consider and if thought fit, pass the following Ordinary Resolution:

“That, for the purpose of clause 117 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Victor Previn, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

Resolution 3 - Re-election of Director Daniel (Dan) Webb

To consider and if thought fit, pass the following Ordinary Resolution:

“That, for the purpose of clause 117 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Dan Webb, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

Resolution 4 - Approval of Employee Incentive Plan

To consider and, if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purpose of Listing Rule 7.2 Exception 13 and for all other purposes, shareholders approve the issue of Performance Rights under the Employee Incentive Plan as an exception to Listing Rule 7.1, as described in the Explanatory Memorandum.”

Voting exclusion statement:

Voting exclusion: The company will disregard any votes cast in favour of Resolution 4 by or on behalf of any person who is eligible to participate in the company's Employee Incentive Plan or any of their associates.

However, the company will not disregard a vote if:

- (i) it is cast by a person as proxy or attorney for a person who is entitled to vote, in accordance with the directions of the proxy form; or
- (ii) it is cast by the chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides;

or

- (iii) it is cast by 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 this resolution; and
 - (ii) the holder votes on this resolution in accordance with the directions given by the beneficiary to the holder to vote in that way.

Restriction on proxy voting by key management personnel or closely related parties

A person appointed as a proxy must not vote on the basis of that appointment on this resolution if:

- (i) the proxy is either a member of key management personnel or a closely related party of such a member; or
- (ii) the appointment does not specify the way the proxy is to vote on this resolution.

However, the above prohibition does not apply if:

- (a) the proxy is the chair; and
- (b) the appointment expressly authorises the person chairing the meeting to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of a member of the key management personnel for the company.

To deal with any other business that may be properly brought forward.

Simon Gray
Company Secretary
Adelaide
Dated: 28 October 2025

NOTES

Please note that you are strongly encouraged to lodge proxy votes for the Meeting. The Meeting will commence at 10:30am (Adelaide time) on 27 November 2025.

Auditors

A representative of the Company's Auditors will be present to answer any questions on the accounts. Questions to the Auditors in writing may be forwarded to reach the Company no later than 5:00pm (Adelaide time) on Thursday, 20 November 2025.

Annual Report

In accordance with amendments to the *Corporations Act 2001*, the Company is no longer required to provide a hard copy of the Company's Annual Report to Shareholders unless a Shareholder has specifically elected to receive a printed copy. Shareholders who do not receive a printed copy of the Company's Annual Report may view the report on its website at www.nova-eye.com/investors.

Explanatory Memorandum

Introduction

This Explanatory Memorandum has been prepared for the information of shareholders of Nova Eye Medical Limited (the Company) in connection with the business to be conducted at the Annual General Meeting to be held at 10:30am (Adelaide time) on Thursday 27 November 2025.

Financial Statements and Reports

The financial statements of the Company and its controlled entities for the year ended 30 June 2025 and the Directors' Report and Auditor's Report are set out in the Nova Eye Medical Limited Annual Report 2025.

Neither the Corporations Act nor the Company's Constitution requires a vote of shareholders to approve these Reports.

This item is intended to provide an opportunity for shareholders to raise questions of the Reports and on the performance of the Company generally. In addition, a reasonable opportunity will be given to members of the meeting to ask the Company's Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

Resolution 1– Adoption of Remuneration Report

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the Notice of Annual General Meeting. The Directors recommend that Shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions.

The Remuneration Report is in the Directors' Report section of the Company's Annual Report. By way of summary, the Remuneration Report:

- a) explains the Company's remuneration policy and the process for determining the remuneration of its Directors and key management personnel;
- b) addresses the relationship between the Company's remuneration policy and the Company's performance; and
- c) sets out remuneration details for each Director and each of the Company's key management personnel named in the Remuneration Report for the financial year ended 30 June 2025.

The Directors recommend that Shareholders vote in **FAVOUR** of Resolution 1.

Section 250R (2) of the Corporations Act 2001 (Corporations Act) requires companies to put a resolution to their members that the Remuneration Report be adopted. The vote on this resolution is advisory only, however, and does not bind the Board or the Company. The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the Annual General Meeting when reviewing the Company's remuneration policies.

Under the Corporations Act, if 25% or more of votes that are cast are voted against the adoption of the Remuneration Report at two consecutive annual general meetings, Shareholders will be required to vote at the second of those Annual General Meetings on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Directors (other than the managing director) must go up for re-election.

The Chair will give Shareholders a reasonable opportunity to ask questions about or to make comments on the Remuneration Report at the Annual General Meeting.

If you choose to appoint a proxy, you are encouraged to direct your proxy how to vote on Resolution 1 (Remuneration Report) by marking either "For", "Against" or "Abstain" on the Proxy Form for Resolution 1.

If you appoint a member of the key management personnel whose remuneration details are included in the Remuneration Report (who is not the Chair) or a closely related party of that member as your proxy, and you do not direct that person on how to vote on this Resolution 1, the proxy cannot exercise your vote and your vote will not be counted in relation to this Resolution 1.

The Chair intends to vote all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by signing and returning the proxy form you are giving express authorisation for the Chair to vote the proxy in accordance with the Chair's intention.

Key management personnel of the Company are the Directors and those other persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Remuneration Report identifies the Company's key management personnel for the financial year to 30 June 2025. Their closely related parties are defined in the Corporations Act, and include certain of their family members, dependents, and companies they control.

Resolution 2 — Re-election of Director Victor Previn

Clause 117 of the Constitution requires that at each annual general meeting, one-third of directors for the time being (rounded down to the nearest whole number) shall retire from office and that a Director that so retires is eligible for re-election. Additionally, Listing Rule 14.4 provides that a Director must retire from office no later than the longer of the third annual general meeting of the Company or 3 years following that Director's last election or appointment. The retirement rules do not apply to the managing director.

Mr. Victor Previn was last re-elected as a Director at the 2022 Annual General Meeting. Victor Previn retires by rotation in accordance with the Constitution, and being eligible, offers himself for re-election as a Director.

Mr Previn is Executive Chair of the Company. Details of his qualifications and experience is set out in the Company's 2025 Annual Report.

Board Recommendation

The Board (excluding Victor Previn because of his interest) unanimously recommends that shareholders vote in FAVOUR of Resolution 2 to re-elect Mr. Previn as a Director.

The Chair intends to vote all undirected proxies in favour of Resolution 2.

Resolution 3 — Re-election of Director Daniel (Dan) Webb

Clause 117 of the Constitution requires that at each annual general meeting, one-third of directors for the time being (rounded down to the nearest whole number) shall retire from office and that a Director that so retires is eligible for re-election. Additionally, Listing Rule 14.4 provides that a Director must retire from office no later than the longer of the third annual general meeting of the Company or 3 years following that Director's last election or appointment. The retirement rules do not apply to the managing director.

Mr. Webb was last re-elected as a Director at the 2022 Annual General Meeting. Dan Webb retires by rotation in accordance with the Constitution, and being eligible, offers himself for re-election as a Director.

Mr Webb is a Non-Executive Director of the Company. Details of his qualifications and experience is set out in the Company's 2025 Annual Report.

Board Recommendation

The Board (excluding Mr Webb because of his interest) unanimously recommends that shareholders vote in FAVOUR of 3 to re-elect Mr. Webb as a Director.

The Chair intends to vote all undirected proxies in favour of Resolution 3.

Resolution 4 - Approval of Employee Incentive Plan

The board has adopted the Employee Incentive Plan to enable the company to issue Performance Rights (and shares on conversion of Performance Rights) to eligible participants being employees (full-time, part-time, casual and inclusive of executive directors), relatives of employees and bodies corporate controlled by employees and/or relatives of the employee.

The Employee Incentive Plan is intended to provide an opportunity to eligible participants to participate in the company's future growth. Further, the Employee Incentive Plan acts as a mechanism to ensure the interests of shareholders and the management and employees of the company are aligned.

The Employee Incentive Plan is set out in Annexure B.

Regulatory requirements

Shareholder approval is not required under the Corporations Act or the Listing Rules for the operation of the Employee Incentive Plan. However, shareholder approval is being sought to allow the company to rely on an exception to the calculation of the placement limits imposed by Listing Rules 7.1 and 7.1A on the number of securities that may be issued without shareholder approval. Listing Rule 7.2 exception 13(b) provides that Listing Rules 7.1 and 7.1A do not apply to an issue of securities under an employee incentive scheme that has been approved by shareholders, where the issue of securities is within 3 years from the date of shareholder approval of the issue of securities under the employee incentive scheme.

A summary of the key terms of the Employee Incentive Plan is shown in Annexure B, under the Plan. A maximum of approximately 14.2 million securities would be available to be issued under the plan if approved by shareholders, determined as 5% of the ordinary shares on issue on 16 September 2025.

The passing of resolution 4 will allow the company to issue securities for the benefit of participants of the Employee Incentive Plan whilst preserving the company's placement limits for issuing securities and provide flexibility in the manner in which the Employee Incentive Plan is managed.

The issue of securities under the Employee Incentive Plan to directors or associates of directors will require a separate Resolution, in accordance with Listing Rule 10.14.

If this resolution 4 is not passed, the company may still issue securities, other than to directors, on the terms as set out in Annexure B, however those issues will count towards the company's 15% placement capacity under Listing Rule 7.1.

Board recommendation

The Board recommends that Shareholders vote in FAVOUR of Resolution 4.

The Chair of the meeting intends to vote undirected proxies in FAVOUR of Resolution 4.

ANNEXURE B

SUMMARY OF TERMS OF EMPLOYEE INCENTIVE PLAN (Resolution 4)

- 1. Purpose**

The purpose of the Employee Incentive Plan is to give Participants the opportunity to share in the future growth and profitability of the company by aligning their interest with that of shareholders, as well as providing a greater incentive for Participants to have a greater involvement with, and to focus on the longer-term goals of the company.
- 2. Eligible Participants**

Performance Rights may be granted to full time, part time or casual employees of the company or its subsidiaries, an executive director of the company or its subsidiaries, relatives of an employee or executive director and bodies corporate controlled by employees, executive directors and/or their relatives.
- 3. Offers**

Subject to any necessary shareholder approval, the board may offer Performance Rights to Eligible Participants.
- 4. Expiry Date**

The expiry date of any Performance Rights will be determined by the board.
- 5. Performance Rights**

A Performance Right may only be exercised after it has vested and before its expiry date. The board may determine the conditions upon the vesting of the Performance Rights at its discretion. By way of example, the board may impose service conditions requiring that an Employee remain in employment of the company for a certain period of time, to be entitled to exercise the Performance Rights.

A Performance Right lapses upon various events including Performance Conditions not being satisfied, a participant ceasing to be an Employee or upon breach of the Rules.
- 6. Transferability and quotation**

A Performance Right may not be transferred without the approval of the board, except where the Participant has died or their estate is liable to be dealt with, in which case a legal personal representative of the Participant may be registered as the holder of the performance rights upon producing to the company evidence of such entitlement to be registered. Quotation of the Performance Rights on the ASX will not be sought. However, the company will apply for official quotation of Shares issued on vesting of the Performance Rights.
- 7. Administration of the Employee Incentive Plan**

The Employee Incentive Plan will be administered by a committee appointed by the board and the Committee may determine procedures for the administration of the Employee Incentive Plan consistent with the Rules.
- 8. Operation**

The operation of the Employee Incentive Plan is subject to the Listing Rules and the *Corporations Act 2001*.

Glossary

In this Explanatory Memorandum and Notice of Annual General Meeting the following expressions have the following meanings unless stated otherwise or unless the context otherwise requires:

Board means the board of directors of the Company;

Closely Related Party of a member of the Key Management Personnel for an entity means:

- a) a spouse or child of the member;
- b) a child of the member's spouse;
- c) a dependent of the member or of the member's spouse;
- 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;
- e) a company the member controls; or
- f) a person prescribed as such by the Corporations Regulations 2001 (Cth);

Company means Nova Eye Medical Limited ACN 007 702 927;

Constitution means the existing constitution of the Company;

Corporations Act means *Corporations Act 2001* (Cth);

Director means a director of the Company;

Key Management Personnel has the same meaning as in the accounting standards as defined in section 9 of the Corporations Act (so the term broadly includes 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);

Meeting means the meeting of shareholders convened by the Notice;

Notice means the notice of meeting to which this Explanatory Memorandum is attached.

Share means a fully paid ordinary share in the Company.



NOVAEYE
MEDICAL

Nova Eye Medical Limited
ACN 007 702 927

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:30am (ACDT) on Tuesday, 25 November 2025.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 188196

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Nova Eye Medical Limited hereby appoint

☐ the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Nova Eye Medical Limited to be held at The Kent Town Hotel, 76 Rundle Street, Kent Town SA 5067 on Thursday, 27 November 2025 at 10:30am (ACDT) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1 and 4 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 1 and 4 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1 and 4 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adoption of Remuneration Report	☐	☐	☐
Resolution 2	Re-election of Director Victor Previn	☐	☐	☐
Resolution 3	Re-election of Director Daniel (Dan) Webb	☐	☐	☐
Resolution 4	Approval of Employee Incentive Plan	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically