MARKET RELEASE

5 November 2025

Nuix Annual General Meeting
Clarifying change to proposed amendments to the Nuix Constitution

Sydney, Australia – Global software company Nuix ('**the Company**', ASX: NXL) refers to resolution 8 of the Notice of Meeting for the 2025 Annual General Meeting ('**Meeting'**) to be held on 19 November 2025, which proposes a number of amendments to the Nuix Constitution ('**Constitution'**).

One of the proposed amendments is the insertion of Clause 28 (d) (and associated contextual references) of the Constitution, which would allow Nuix to hold meetings of shareholders using virtual meeting technology only (in addition to the options of holding "physical only" or "hybrid" meetings). This amendment reflects the Corporations Act as amended by the Corporations Amendment (Meetings and Documents) Act 2022 (Cth), which confirms that companies can hold virtual shareholder meetings if permitted by their Constitution.

To make their intentions clear, the Board has considered it prudent to clarify the circumstances in which they may consider it appropriate to hold a virtual only meeting – namely, where it is reasonably to do so having regard to health and safety concerns or any government-imposed restrictions or lockdowns.

Accordingly, the Board has proposed a change to Clause 28 (d) of the proposed Constitution, which is shown in bold markup text in the attached Annexure for ease of reference.

All other proposed amendments to the Constitution will remain as previously contemplated.

A revised copy of the amended Constitution is available on the Company's website at this link. This is the version that will be put to Shareholders for approval at the Meeting.

A change to the proposed amendments to the Constitution described above will not affect the validity of proxy forms, or any proxy votes, already submitted in respect of resolution 8 or the remaining items of business to be considered at the Meeting. Shareholders can withdraw or re-lodge any proxies already lodged with the Share Registry, if they wish to do so.

This announcement has been authorised for release by the Board.

Investor Contact

Brett Dimon
Head of Investor Relations and Sustainability
+61 (0)410 671 357
brett.dimon@nuix.com

Media Contact

Max Hewett
Patterson Advisory
+61 (0)432 332 215
mhewett@pattersonadvisory.com.au

About Nuix

Nuix is a leading provider of investigative analytics and intelligence software, that empowers customers to be a force for good by finding truth in the digital world. We help customers collect, process and review large amounts of structured and unstructured data, making it searchable and actionable at scale and speed, with forensic accuracy.

For further information, please visit: https://www.nuix.com/investors

ANNEXURE

New wording appears in bold text.

28. Calling meetings of Shareholders

(a) The Company may by resolution of the Board call a meeting of Shareholders to be held at the time and place (including the means set out in clause 28(d)~~2 or more venues using technology which gives Attending Shareholders as a whole a reasonable opportunity to participate~~) and in the manner that the Board resolves.

(b) The Board may in accordance with the Applicable Law specify a time by reference to which persons will be taken to hold Shares for the purpose of a meeting of Shareholders.

(c) No Shareholder may call or arrange to hold a meeting of Shareholders except where permitted by the Corporations Act.

(d) A meeting of Shareholders may be held:

- (i) at two or more venues;
- (ii) virtually **(where the Board determines that it is reasonable to do so having regard to health and safety concerns or any government-imposed restrictions or lockdowns)**; or
- (iii) as a hybrid virtual and physical meeting,

using any technology that gives the Shareholders as a whole a reasonable opportunity to participate, or by any other means permitted by the Corporations Act.