CPT GLOBAL LIMITED
NOTICE OF MEETING

2025 ANNUAL GENERAL MEETING

Friday, 14 November 2025, 11:00am (AEDT)

To be held at the office of CPT Global Limited

Level 3, 818 Bourke Street, Docklands, Victoria 3008 and virtually at https://meetings.lumiconnect.com/300-296-614-113

2025 Annual Report

A copy of CPT Global Limited's 2025 Annual Report, including the financial report, director's report and auditors report for the year ended 30 June 2025 is available on our website at:
https://cptglobal.com/en-us/investor-centre

ANNUAL GENERAL MEETING AGENDA

FRIDAY, 14 NOVEMBER 2025

BUSINESS OF THE MEETING

The Annual General Meeting is an important event, and we encourage Shareholders to actively participate.

Important information about the meeting and the conduct of the meeting is set out within this document and we encourage all Shareholders to read it thoroughly and carefully.

VOTING ONLINE

To vote online please follow the instructions below:

STEP 1: Visit https://www.votingonline.com.au/cgoagm2025

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 the attached proxy form

STEP 4: Follow the prompts to vote on each resolution

For your voting instructions to be valid and counted towards this meeting please ensure your online lodgement is received no later than 11:00am (AEDT) on Wednesday 12 November 2025. Voting instructions received after this time will not be valid for the scheduled meeting.

DISCUSSION AND ASKING QUESTIONS

Discussion will take place on all items of business to be considered at the Meeting. Information on the items of business can be found below in the Notice of Meeting and Explanatory Notes.

Shareholders will have a reasonable opportunity to ask questions at the Annual General Meeting, including the opportunity to ask questions of the Auditor.

To ensure that all Shareholders who wish to ask a question have the opportunity, Shareholders are requested to observe the following guidelines:

- please keep questions brief and relevant to the item of business being discussed; and
- if you have more than one question, please ask all questions at once.

Shareholders who are unable to attend the Meeting or who may prefer to register questions in advance are invited to do so. Questions can be sent by email to investorservices@cptglobal.com at least 24 hours prior to

the meeting. We will attempt to address questions submitted in advance during the Managing Director's presentation.

Directors and senior executives will also be available after the Meeting.

2025 ANNUAL REPORT

The Annual Report provides detailed financial data and information on CPT Global Limited's consolidated performance as required to comply with applicable regulatory requirements.

It is available at https://cptglobal.com/en-us/investor-centre in the financial reports section or by calling the Share Registrar on 1300 737 760 (within Australia) and +61 2 9290 9600 (overseas investors) to request a hard copy

CPT INVESTOR CENTRE

Shareholders can view information on our website: https://cptglobal.com/en-us/investor-centre. Documents can be viewed on-line or downloaded.

COMMUNICATING WITH INVESTORS

We are committed to keep Shareholders informed between Annual General Meetings and we encourage all Shareholders to register online with InvestorServe so you can securely manage your investment and communication preferences online. You can register with InvestorServe at www.investorserve.com.au.

InvestorServe is a service provided by our Share Registrar Boardroom.

NOTICE OF 2025 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of CPT Global Limited ACN 083 090 895 (**Company**) will be held at Level 3, 818 Bourke Street, Docklands, Victoria 3008 on Friday 14th November 2025 at 11:00am (AEDT) and virtually at https://meetings.lumiconnect.com/300-296-614-113.

BUSINESS

1. ANNUAL REPORTS

To consider the Annual Report, Financial Report and the Reports of the Directors and of the Auditor for the year ended 30 June 2025.

Note: No vote is required on this item.

2. ADOPTION OF THE REMUNERATION REPORT (Resolution 1)

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

"*That, for the purposes of Section 250R(2) of the Corporations Act, 2001 (Cth) and for all other purposes, approval is given for the adoption of the Company's Remuneration Report forming part of the Directors' Report for the financial year ended 30 June 2025*".

Note: The 2025 Remuneration Report is set out in the Company's 2025 Annual Report. The vote on this Resolution is *advisory only* and does not bind the Directors of the Company.

Note: Voting restrictions apply to this Resolution. See below.

3A. ELECTION OF DIRECTOR – MS. DEBORAH HADWEN (Resolution 2A)

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

"That Ms. Deborah Hadwen who retires from office in accordance with rule 8.1(d)(3) of the Company's Constitution, and being eligible and having offered herself for re-election, is re-elected as a director of the Company".

3B. ELECTION OF DIRECTOR – MR. NICK MESCHER (Resolution 2B)

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

"*That Mr. Nick Mescher, a Director appointed as an additional Director and holding office until the next general meeting of the Company after his appointment in accordance with the Company's Constitution and ASX Listing Rule 14.4, be elected as a Director of the Company, effective immediately.*".

4. GRANT OF PERFORMANCE RIGHTS TO MR. LUKE TUDDENHAM FY26 – LONG TERM VARIABLE REMUNERATION (Resolution 3)

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

"*That for the purposes of ASX Listing Rule 10.14, sections 200B and 200E of the Corporations Act and for all other purposes, shareholders approve the issue of 1,639,110 Performance Rights to the Company's Managing Director and CEO, Mr. Luke Tuddenham, under the CPT Global Limited Rights Plan (**Plan**), on the terms and conditions described in the Explanatory Notes to this Notice of Meeting.*"

Note: Voting exclusions apply to this Resolution 3. See below

5. GRANT OF PERFORMANCE RIGHTS TO MR. LUKE TUDDENHAM FY26 – SPECIAL GRANT (Resolution 4)

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

"*That for the purposes of ASX Listing Rule 10.14, sections 200B and 200E of the Corporations Act and for all other purposes, shareholders approve the issue of 1,000,000 Performance Rights to the Company's Managing Director and CEO, Mr. Luke Tuddenham, under the CPT Global Limited Rights Plan (**Plan**), on the terms and conditions described in the Explanatory Notes to this Notice of Meeting.*"

Note: Voting exclusions apply to this Resolution 4. See below

6. REFRESH THE CPT GLOBAL LIMITED RIGHTS PLAN (Resolution 5)

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

"That, for the purposes of ASX Listing Rule 7.2 Exception 13, sections 200B and 200E of the Corporations Act and for all other purposes, approval is given for the re-approval of the CPT Global Limited Rights Plan (Plan) and any grants of Rights (as defined in the Plan) issued under the Plan."

Note: Voting exclusions apply to this Resolution 5. See below

VOTING RESTRICTIONS

VOTING RESTRICTIONS FOR RESOLUTION 1 (REMUNERATION REPORT)

The Company will disregard any votes cast on **Resolution 1** by or on behalf of a member of the Company's Key Management Personnel (**KMP**) (as that term is defined in the Corporations Act) and any Closely Related Party (as that term is defined in the Corporations Act) of such KMP (**Restricted Voter**).

However, the Company need not disregard a vote on Resolution 1 if the vote is not cast on behalf of the Restricted Voter and either:

- the Restricted Voter (who may include the chair) is appointed as a proxy in writing that specifies the way the proxy is to vote on the resolution (i.e. a directed proxy); or
- the Restricted Voter is the chair of the meeting and the appointment of the chair of the meeting 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 though the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

VOTING RESTRICTIONS FOR RESOLUTIONS 3 AND 4 (ISSUE OF PERFORMANCE RIGHTS)

The Company will disregard any votes cast in favour of **Resolutions 3 and 4**:

- by or on behalf of any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan (including Mr. Luke Tuddenham) or any associate of that person or those persons; or
- as proxy by a member of the KMP (at the date of the meeting), or that KMP's Closely Related Parties.

However, this does not apply to a vote cast in favour of **Resolutions 3 and 4** by:

- a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- the Chairman as proxy for a person who is entitled to vote on the Resolution, pursuant to an express authorisation to the Chair to exercise undirected proxies as the Chairman decides, even if the Resolution is connected to the remuneration of a KMP; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
    - 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 the Resolution; and
    - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a person appointed as a proxy must not vote on the basis of that appointment, on **Resolutions 3 and 4** if:

- the proxy is either:
  - a member of the KMP; or
  - a Closely Related Party of such a member; and
- the appointment does not specify the way the proxy is to vote on Resolutions 3 and 4.

However, the prohibition does not apply if they are cast as proxy by the person chairing the Meeting, in accordance with an express authorisation to exercise the proxy even though Resolutions 3 and 4 is connected with the remuneration of a member of the KMP.

VOTING RESTRICTIONS FOR RESOLUTION 5 (REFRESH THE CPT GLOBAL LIMITED RIGHTS PLAN (PLAN))

The Company will disregard any votes cast on **Resolution 5**:

- in favour of this Resolution by or on behalf of any person eligible to participate or their associates (in any capacity); or
- as proxy by a member of the KMP (at the date of the meeting), or that KMP's closely related parties.

However, this does not apply to a vote cast in favour of **Resolution 5** by:

- a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- the Chairman as proxy for a person who is entitled to vote on the Resolution, pursuant to an express authorisation to the Chair to exercise undirected proxies as the Chairman decides, even if the Resolution is connected to the remuneration of a KMP; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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 the Resolution; and
  - the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a person appointed as a proxy must not vote on the basis of that appointment, on **Resolution 5** if:

- the proxy is either:
  - a member of the KMP; or
  - a Closely Related Party of such a member; and
- the appointment does not specify the way the proxy is to vote on Resolution 5.

However, the prohibition does not apply if they are cast as proxy by the person chairing the Meeting, in accordance with an express authorisation to exercise the proxy even though Resolution 5 is connected with the remuneration of a member of the KMP.

ENTITLEMENT TO ATTEND AND VOTE

In accordance with Section 1074E(2)(g)(i) of the *Corporations Act* and Regulation 7.11.37 of the *Corporations Regulations*, the Company has determined that for the purposes of the Meeting all Shares will be taken to be held by the persons who held them as registered Shareholders at 7.00pm (AEDT) on Wednesday 12 November 2025. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

All Resolutions will be determined by a poll based on proxy votes received prior to the commencement of the Meeting and votes cast during the Meeting. On a poll, every Shareholder has one vote for each ordinary Share held.

UNDIRECTED PROXIES

The Chairman of the Meeting is expressly authorised to exercise undirected proxies in relation to each item of business. The Chairperson of the Meeting intends to vote all available undirected proxies in FAVOUR of each item of business.

VOTING BY PROXY

A Shareholder entitled to attend and vote is entitled to appoint a proxy. A proxy need not be a member of the Company. A person can appoint an individual or a body corporate as a proxy. If a body corporate is appointed as a proxy, it must ensure that it appoints a corporate representative in accordance with section 250D of the Corporations Act to exercise its powers as proxy at the Meeting and provides satisfactory evidence of the appointment of its corporate representative prior to commencement of the Meeting.

If a Shareholder casts 2 or more votes at the AGM, that Shareholder may vote by two proxies. Where more than one proxy is appointed, a Shareholder may specify the proportion or number of votes each proxy is appointed to exercise. If the proportion is not specified, each proxy may exercise half of that Shareholder's voting rights.

Where a Shareholder appoints 2 proxies:

- on a show of hands, neither proxy or attorney may vote; and
- on a poll, each proxy or attorney may only exercise the voting rights the proxy or attorney represents.

If it is desired to appoint two proxies, then an additional proxy form can be obtained by telephoning the Share Registrar being the office of Boardroom Pty Limited on 1300 737 760 (within Australia) and +61 2 9290 9600 (overseas investors).

Proxy forms must be signed by the Shareholder or the Shareholder's attorney or, if a corporation, executed in accordance with the Corporations Act or signed by an authorised officer or attorney.

If the proxy form is signed by a person who is not the registered holder, then the relevant authority must either have been exhibited previously to the Company or be enclosed with the proxy form.

For a proxy form to be valid, it must be received by the Company, (together with the power of attorney or other authority (if applicable) under which it is signed, or a certified copy of that power or authority) not less than 48 hours before the time for holding the AGM, in person to the Share Registrar, Boardroom Pty Limited at Level 8, 210 George Street, Sydney, NSW 2000 or Postal Address GPO Box 3993, Sydney, NSW 2001 or by facsimile: +61 2 9279 0664.

A form of proxy is enclosed with the Notice. An additional form can be supplied on request.

Proxy voting restrictions apply to Resolutions 1,3, 4 & 5 (see above).

If the Chairman of the AGM is appointed as proxy by a Shareholder, and that Shareholder does not mark the boxes next to Resolutions 1, 3, 4 & 5 the Chairman is expressly authorised to exercise undirected proxies to vote in FAVOUR of these Resolutions, even though these Resolutions are connected directly or indirectly with the remuneration of a KMP.

VOTING BY ATTORNEY

A Shareholder may appoint an attorney to vote on their behalf. For an appointment to be effective for the Meeting, the instrument effecting the appointment (or a certified copy of it) must be received by the Company not less than 48 hours before the time for holding the AGM, in person to the Share Registrar, Boardroom Pty Limited at Level 8, 210 George Street, Sydney, NSW 2000 or Postal Address GPO Box 3993, Sydney, NSW 2001 or by facsimile: +61 2 9279 0664.

CORPORATE REPRESENTATIVES

If a representative of a corporate member is to attend the AGM pursuant to section 250D of the Corporations Act, a certificate of appointment of the representative, together with any authority under which it is signed, must be produced prior to admission to the AGM. The appointment must comply with section 250D of the *Corporations Act 2001* (Cth).

FURTHER INFORMATION

This Notice of Meeting should be read in conjunction with the accompanying Explanatory Notes which provide further details on the business of the meeting.

By resolution of the Board.

Chief Financial Officer & Company Secretary
14 October 2025

EXPLANATORY NOTES

Introduction

These Explanatory Notes form part of the notice of meeting (**Notice**) of CPT Global Limited (**CPT** or the **Company**) and should be read in conjunction with the Notice.

These Explanatory Notes contain important information concerning the Company's 2025 Annual General Meeting (**AGM**) and will assist you in understanding the background, legal and other implications of the business set out in the Notice, and the reasons why various Resolutions have been proposed.

It is intended that the Chairman of the AGM will be Mr. Nick Mescher, the Chairman of the Company. The Chairman intends to vote all available undirected proxies held by him in FAVOUR of all items of business.

All Resolutions are to be voted on as ordinary resolutions. An ordinary resolution requires a simple majority of votes cast by Shareholders entitled to vote on a Resolution. This includes voting via proxies.

Your attendance at the AGM

If you are not able to attend the AGM but wish to vote, please complete the enclosed proxy form and return it to Boardroom Pty Limited at Level 8, 210 George Street, Sydney, NSW 2000 or Postal Address GPO Box 3993, Sydney, NSW 2001 or by facsimile: +61 2 9279 0664 to be received no later than 48 hours prior to the AGM, being no later than 11:00am (AEDT) on Wednesday 12 November 2025.

BUSINESS

1. Annual Reports

Background to item 1

A copy of the Company's 2025 Annual Report, including the Financial Report and the Reports of the Directors and the Auditor for the year ended 30 June 2025 can be found on the Company's website at https://cptglobal.com/en-us/investor-centre.

The *Corporations Act 2001* (Cth) and the Company's Constitution require the annual financial reports, Directors' report and Auditor's report for the financial year ended 30 June 2025 to be received and considered at the AGM.

It is not the purpose of the AGM that these reports be accepted, rejected or modified in any way. Further, neither the Corporations Act nor the Company's Constitution requires a vote on the reports.

Shareholders will be given a reasonable opportunity at the meeting to raise questions and make comments on these reports.

In addition to asking questions at the meeting, Shareholders may address written questions to the Chairman about the management of the Company or to the Company's Auditor, SW Audit, if the question is relevant to:

(a) the content of the Auditor's report; or
(b) the conduct of its audit of the annual financial report to be considered at the meeting.

Note: Under section 250PA(1) Corporations Act, a Shareholder must submit the question to the Company no later than the fifth business day before the day on which the Annual General Meeting is held.

Written questions for the Auditor must be delivered by 5.00pm (AEDT) Friday, 7 November 2025. Please send any written questions to SW Audit to:

The Company Secretary
CPT Global Ltd
Level 3
818 Bourke Street
Docklands VIC 3008
or via email to: investorservices@cptglobal.com

2. Adoption of the remuneration report (Resolution 1)

Background to Resolution 1

Section 250R(2) of the *Corporations Act 2001* (Cth) (requires Shareholders to vote on an advisory resolution that the remuneration report (**Remuneration Report**) be adopted.

The Remuneration Report details the remuneration policies for the Company and each of its subsidiaries and reports the remuneration arrangements for Directors and Key Management Personnel (identified for the purposes of the Accounting Standards). The Remuneration Report is included in the Company's 2025 Annual Report.

The vote on Resolution 1 is advisory only and does not bind the Directors or the Company. The Board will, however, consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the AGM when reviewing the Company's remuneration policies.

Under the Corporations Act, if holders of 25% or more of Shares present and eligible to vote at the meeting vote against the adoption of the Remuneration Report at two consecutive AGMs, Shareholders will be required to vote at the second of those AGMs on a further resolution (**Spill Resolution**) that another meeting be held within 90 days, at which meeting, all of the Company's Directors (other than any Managing Director) must go up for re-election.

Shareholders will recall that at the 2024 AGM, holders of more than 75% of the Shares present and eligible to vote approved the 'Remuneration Report Resolution' and therefore, there will be no requirement for a Spill Resolution at this AGM.

The Chairperson will give Shareholders a reasonable opportunity to ask questions about or make comments on the Remuneration Report.

Recommendation

The Board makes no recommendations in regard to this Resolution as it relates to the remuneration of the Board. The Chairman intends to vote undirected proxies in favour of Resolution 1.

3A. Election of Director – Ms. Deborah Hadwen (Resolution 2A)

Background to Resolution 2A

Ms. Deborah Hadwen has been a director of the Company since 1 July 2023. Ms. Hadwen, being required to retire from office by rotation in accordance with rule 8.1(d)(3) of the Company's constitution, and being eligible, offers herself for re-election as a Director under rule 8.1(g) of the Company's constitution.

Experience/qualifications

Ms. Hadwen is an experienced Non-Executive Director, Managing Director and CEO with over 30 years' experience in the technology sector. Ms. Hadwen currently serves as Non-Executive Director of Ambition Group Limited, sits on the Advisory Board for Watermark Search International, and is a member of the Governing Council of Macquarie University, where she is also a member of its Audit and Risk Committee and its Information Management & Technology Special Purpose Committee. Previously, Ms. Hadwen was Chief Executive Officer, Australia & New Zealand for Tata Consultancy Services Limited (TCS), a global leader in IT services, digital and business solutions. Prior to TCS, Ms. Hadwen held several commercial roles at Compuware Asia Pacific Pty Ltd in Australia and Asia. Ms. Hadwen is Managing Director of Apoidea Group Pty Ltd, an advisory firm.

Special responsibilities

Non-Executive Director, Chair of the Board Audit Committee and member of the Board Remuneration and Nominations Committee.

Directorships of other listed companies

Ambition Group Limited (delisted from ASX)

Former directorships of listed companies held in the last 3 years

None

Recommendation

The Board (with Ms. Hadwen abstaining in respect of her own election) unanimously recommends that Shareholders approve the re-election of Ms. Hadwen as a Director of the Company.

3B. Election of Director – Mr. Nick Mescher (Resolution 2B)

Background to Resolution 2B

The Company's Constitution provides that any Director appointed in addition to the existing Directors will hold office until the next annual general meeting and is then eligible for election. ASX Listing Rule 14.4 also provides that each additional Director appointed during the year is to hold office until the next annual general meeting and is then eligible for election as a Director of the Company.

Mr. Nick Mescher was appointed as an Independent Non-Executive Director of the Company on 1 August 2025 and was subsequently elected by the Board to serve as Chairman effective 31 August 2025, following the resignation of Mr. Steve Targett as a Director and Chairman.

Under this Resolution, Mr. Nick Mescher seeks election as a Director of the Company at this Annual General Meeting.

Experience/qualifications

Mr. Mescher serves as Non-Executive Chairman of CPT Global. He brings decades of executive and board-level experience across diverse industries, with expertise in mergers and acquisitions, digital transformation, and growth strategies. Nick was a founding partner of CPT Global, where his strategic vision and leadership contributed to the Company's establishment and ongoing success.

Beyond CPT, Nick has served on a range of boards, leveraging his deep understanding of operational excellence and corporate governance. He is a graduate of the Australian Institute of Company Directors and is recognized for his ability to guide organisations through complex business challenges.

Special responsibilities

Independent Non-Executive Director, Chair of the Board, Chair of the Remuneration Committee, and member of the Audit & Risk Committee.

Directorships of other listed companies

None

Former directorships of listed companies held in the last 3 years

None

Recommendation

The Board (with Mr. Mescher abstaining in respect of his own election) unanimously recommends that Shareholders approve the election of Mr. Nick Mescher as a Director of the Company.

4. Grant of Performance Rights to Mr. Luke Tuddenham FY26 – Long Term Variable Remuneration (Resolution 3)

Background to Resolution 3

The CPT Global Limited Rights Plan (**Plan**) has been designed to facilitate the Company adopting modern best-practice remuneration equity structures for executives.

A key component of effective remuneration for executives is equity interests, in the form of long-term variable remuneration (**LTVR)** to drive shared performance objectives, link remuneration to Company performance and align interests with sustainable value creation for Shareholders. The Plan was last approved by Shareholders at the 2023 AGM. Shareholder approval for the re-approval of the Plan is being sought under Resolution 5 at this AGM. The grant of Performance Rights under Resolution 3 is conditional on Resolution 5 being approved.

Under the Plan, eligible participants are invited to receive Performance Rights or other securities in the Company which are generally subject to performance-based vesting conditions. The number of Performance Rights allocated to each participant is set by the Board based on individual circumstances and performance.

The Board is responsible for administering the Plan in accordance with the CPT Global Limited Rights Plan Rules (**Plan Rules**) and the terms and conditions of the specific grants to participants in the Plan. The operation of the Plan is subject to compliance with the Listing Rules, Corporations Act and other applicable laws.

The Company is seeking Shareholder approval for the proposed grant of 1,639,110 performance rights (**FY26 LTVR Performance Rights**) under the Plan to Mr. Luke Tuddenham, Managing Director and CEO, as set out below. The number of Performance Rights has been calculated to deliver a value of AUD$115,000 at grant, being the stretch LTVR for FY26, as assessed at the time of the calculation. The grant of the FY26 LTVR Performance Rights under Resolution 3 is subject to Resolution 5 being passed, which refreshes the Plan for the purposes of ASX Listing Rule 7.2, Exemption 14 and other applicable requirements.

Each FY26 LTVR Performance Right confers the right, upon vesting, to acquire one fully paid ordinary Share in the Company at nil cost, subject to the relevant Vesting Conditions (defined below). Should all the Vesting Conditions be met, these FY26 LTVR Performance Rights may be exercised up to a maximum of 1,639,110 ordinary Shares at the end of the Measurement Period (defined below).

Shares issued on exercise will rank equally with all other ordinary Shares on issue in the Company.

ASX Listing Rule Approval

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

- a director of the company (Listing Rule 10.14.1);
- an associate of a director of the company (Listing Rule 10.14.2); or
- a person whose relationship with the company or a person referred to in Listing Rule 10.14.1 to Listing Rule 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders,

unless it obtains the approval of its shareholders.

Mr. Luke Tuddenham is a director and accordingly, the proposed issue of the FY26 LTVR Performance Rights falls within Listing Rule 10.14.1.and therefore, requires the approval of the Company's Shareholders under Listing Rule 10.14.

If approval from Shareholders is obtained in accordance with Listing Rule 10.14, the Company will be able to issue the FY26 LTVR Performance Rights within one month of the date of the Meeting.

Further, if Resolution 3 is approved for the purposes of Listing Rule 10.14, pursuant to Listing Rule 7.2 (Exception 14) a grant of the FY26 LTVR Performance Rights or an issue of Shares (upon the vesting and exercise of those FY26 LTVR Performance Rights) will not reduce the Company's 15% placement capacity under Listing Rule 7.1. Where approval for the issue of the FY26 LTVR Performance Rights is obtained for the purposes of ASX Listing Rule 10.14, separate approval under Listing Rule 7.1 is not required.

If Resolution 3 is not approved by Shareholders, then the 2026 LTVR Performance Rights will not be issued and the LTVR opportunity will be offered on a cash settlement only basis, comparable to a short-term incentive over a long-term measurement period.

The features of the proposed FY26 LTVR invitation to apply for FY26 LTVR Performance Rights to be provided to Mr. Luke Tuddenham are summarised in the table below. A summary of the refreshed Plan is set out below under Resolution 5. A full copy of the Plan Rules is also available upon request from the Company Secretary.

Maximum Number of FY26 Performance Rights

It is proposed that Mr. Luke Tuddenham will be invited to apply for, and be issued with, a maximum of 1,639,110 FY26 LTVR Performance Rights entitling Mr. Luke Tuddenham to a maximum of 1,639,110 Shares if all FY26 LTVR Performance Rights subsequently vest.

How was the number of FY26 LTVR Performance Rights calculated?

The number of FY26 LTVR Performance Rights has been calculated to deliver a value of AUD$115,000 at grant, being the stretch LTVR for FY26, as assessed at the time of the calculation. The share price used to calculate the grant of FY26 LTVR Performance Rights was based on a volume-weighted average price (**VWAP**) calculation for the Company's ordinary shares over the 20 trading days following the release of the Company's FY25 financial results, being a price of $0.07016 each.

The actual value (if any) that Mr. Luke Tuddenham will receive from this grant cannot be determined until the end of the Measurement Period (described below) and will depend on the extent to which the relevant performance conditions are achieved, and the Company's share price at the time of vesting.

The Company has not received an independent valuation in relation to the FY26 LTVR Performance Rights the subject of Resolution 3. It should be noted that the fair value of the FY26 LTVR Performance Rights can only be determined for accounting purposes, as at the FY26 Grant Date.

FY26 Grant Date

If Shareholder approval is obtained, the FY26 LTVR Performance Rights will be granted and issued as soon as practicable following the 2025 AGM and in any event within 1 month after the date of the AGM.

Price of Performance Rights

The FY26 LTVR Performance Rights will be issued at no cost to Mr. Luke Tuddenham as their value forms a significant portion of the variable remuneration in his total package for FY26. If the Vesting Conditions are met and if the FY26 LTVR Performance Rights vest, there will be no exercise price payable upon the exercise/conversion of the FY26 LTVR Performance Rights into Shares.

No loan will be provided by the Company in relation to the grant of the relevant FY26 LTVR Performance Rights (including the Shares issued on the vesting and exercise of those FY26 LTVR Performance Rights).

Other key terms of grant

Other key terms of the grant of the FY26 LTVR Performance Rights proposed to be made to Mr. Luke Tuddenham under the Plan are set out below.

Aspect	Details
Instrument	If this Resolution is approved, Mr. Luke Tuddenham will be invited to apply for the FY26 LTVR Performance Rights. These FY26 LTVR Performance Rights may vest where the Vesting Conditions (defined below and in the Plan rules) are satisfied. The value of the FY26 LTVR Performance Rights is, at the date of this Resolution, indeterminable but each FY26 LTVR Performance Right gives an entitlement to the value of one fully paid ordinary Share on exercise. If this Resolution is not passed, the Board will not issue any FY26 LTVR Performance Rights but may (at its discretion) settle exercise by way of cash. The value that may be realised is a function of performance against Vesting Conditions and the market value of an ordinary Share at the time of sale of any Shares that result from exercising the FY26 LTVR Performance Rights. The type of equity proposed to be granted has been selected because it creates a strong link between performance and reward.
Rights Plan Terms and Conditions	The Board has the discretion to set the terms and conditions on which it will offer Rights under the Plan, including the terms of Invitations. The terms and conditions of the Plan include those aspects legally required as well as terms addressing exceptional circumstances, such as a de-listing, a major return of capital to Shareholders, as well as the treatment of Rights and Restricted Shares on termination of employment. The Plan contains customary and usual terms having regard to Australian law for dealing with winding up, administration, variation, suspension and termination of the Plan.
Variation of Terms and Conditions	To the extent permitted by the Listing Rules, the Board retains the discretion to vary or amend the terms and conditions of the Plan.
Term	Each FY26 LTVR Performance Right has a Term that ends on 1 September 2028, with all vested Rights being automatically exercised on 1 September 2028, and the remainder lapsing automatically immediately following the vesting determination. i.e. there is a fixed settlement date of 1 September 2028.

Dividend Equivalent	At the time of vesting a dividend equivalent payment will be made to Mr. Luke Tuddenham equal to the total value of any dividends that were paid to an ordinary Share over the Measurement Period for each vested FY26 LTVR Performance Right.
Measurement Period	The Measurement Period is the period over which Vesting Conditions are assessed. For both Tranches proposed in relation to the FY26 LTVR Performance Rights, the Measurement Period will be from 1 July 2025 to 30 June 2028.
Vesting Conditions	Vesting Conditions are conditions that are used to determine the extent, if any, of vesting of Performance Rights. **For Tranche 1 (50% of the FY26 LTVR Performance Rights) – Indexed Total Shareholder Return (iTSR)** the Vesting Condition will be based on the Total Shareholder Return (**TSR**) of CPT over the Measurement Period (equivalent to the change in Share Price, plus dividends declared assumed to be reinvested) compared to the TSR of the S&P ASX Small Industrials Accumulation Index. Vesting will be determined according to the following scale (note: **CAGR** means compound annual growth rate):

Performance Level	Company's TSR Compared to Index Over Measurement Period	Vesting % of Tranche
Stretch	≥ Index Movement Plus 10% CAGR	100%
Between Target & Stretch	> ≥ Index Movement Plus 5% CAG & < Index Movement Plus 10% CAGR	Pro-rata
Target	**≥ Index Movement Plus 5% CAGR**	**50%**
Between Threshold & Target	> Equalled Index Movement & < ≥ Index Movement Plus 5% CAGR	Pro-rata
Threshold	Equalled Index Movement	25%
Below Threshold	< Equalled Index Movement	0%

The vesting of **Tranche 2 Accumulated Profit before Tax (50% of the FY26 Performance Rights)** will be determined by reference to the following scale:

Performance Level	Accumulated Profit Before Tax (in $M)	Vesting % of Tranche
Stretch	≥ $2.5	100%
Between Target and Stretch	> $1.5 and < $2.5	Pro-rata
Target	**= $1.5**	**50%**
Between Threshold and Target	> $1 and < $1.5	Pro-rata
Threshold	$1	25%
Below Threshold	< $1	0

Gates	Tranche 1 FY26 LTVR Performance Rights are subject to a gate of TSR needing to be positive over the Measurement Period taken as a whole. No FY26 LTVR Performance Rights will vest from this tranche if this condition is not met.
Exercise of Vested Rights	The Exercise Price for each FY26 LTVR Performance Right is nil. Unvested FY26 LTVR Performance Rights may not be exercised at any time. Vested FY26 LTVR Performance Rights will be automatically exercised upon the earlier to occur of (i) a Change of Control, and (ii) the start of the trading window following the elapsing of the Exercise Restriction, being 1 September, 2028, provided the Vesting Conditions are satisfied. On exercise of vested FY26 LTVR Performance Rights, the Board will determine the 'Exercised Rights Value' and the extent to which that value is to be provided in the form of cash, and/or Restricted Shares. To the extent that the Exercised Rights Value is to be delivered in Shares or Restricted Shares, the Board will arrange for such Shares to be obtained and subsequently transferred or held by a trustee for Mr. Luke Tuddenham's benefit (via an employee share trust/EST) and may involve market purchases or new issues of Shares.

	Any portion of the Exercised Rights Value that is to be delivered in the form of cash will be paid through payroll with any compulsory deductions applied. *For participants based in overseas jurisdictions, including the United States, the Board may determine that Rights are automatically exercised on vesting, or at such other fixed time as is necessary, to ensure compliance with applicable tax or regulatory requirements.*
Disposal Restrictions	FY26 LTVR Performance Rights may not be disposed of, transferred or otherwise dealt with at any time, except by exercise upon vesting or force of law (see Plan Rules). FY26 LTVR Performance Rights may be exercised once they vest and the Exercise Restriction Period has elapsed or been waived.
Termination of Employment	Generally, if termination of employment occurs within the first year of the Measurement Period, FY26 LTVR Performance Rights will be forfeited in the proportion that the remainder of the first year of the Measurement Period bears to a full year. Remaining FY26 LTVR Performance Rights will then continue to be held for testing for assessment of vesting eligibility at the end of the Measurement Period. Any FY26 LTVR Performance Rights that do not vest following the assessment of the Vesting Conditions will be forfeited. Vested FY26 LTVR Performance Rights held after a Participant's termination of office or employment with the Company will be automatically exercised 90 days after the date on which the Participant ceases to hold any unvested FY26 FTVR Performance Rights and all Exercise Restrictions have elapsed. It should be noted that the Plan contains clauses that address fraud, misconduct, inappropriate benefits and clawback which will result in the forfeiture of unvested and unexercised rights equivalent to traditional "Bad Leaver" approaches, but which may apply at any time including during employment.

Remuneration details

Mr. Luke Tuddenham's current total remuneration is summarised as follows:

- Fixed remuneration of USD$434,730 [AUD$669,875*]
- A short term variable remuneration at Target of USD$325,000 [AUD$500,793*]
- A long term variable remuneration, the subject of Resolution 3 - at Target of AUD$57,500 being 50% of the Stretch/Maximum value of AUD$115,000
- Special grant of 1,000,000 Performance Rights, the subject of Resolution 4, subject to achievement of a Profit Before Tax (PBT) outcome of at least AUD$500,000 for FY26. Estimated value is AUD$70,160 (applying 20 day VWAP of $0.07016).
- The total remuneration package at Target is therefore AUD$1,298,328 and with a maximum of AUD$1,355,828 (assuming the passing of Resolutions 3 and 4).

*0.6490 AUD/USD

This structure is intended to ensure a significant proportion of Mr. Luke Tuddenham's remuneration is "at risk" and contingent on Company performance.

Other information

Details of securities issued to Mr. Luke Tuddenham under the Plan are published in the Annual Report of CPT relating to the period in which the securities were issued. Since Shareholder approval was last obtained in 2023, Mr. Luke Tuddenham has been granted an aggregate of 3,444,509 Performance Rights under the Plan (comprising 1,000,000 LTI'23, 1,000,000 LTI'24, and 1,444,509 LTI'25). The 1,000,000 Performance Rights granted under LTI'23 lapsed during FY25 as the vesting conditions were not satisfied. No cash consideration was provided for any of these issues. Any persons covered by Listing Rule 10.14 and not named in this Notice of Meeting may not participate in the Plan until approval is obtained for them under Listing Rule 10.14.

Corporations Act

Section 200B of the Corporations Act prohibits a company from providing a benefit in connection with the retirement of a managerial or executive officer unless there is prior Shareholder approval under section 200E. Section 200B of the Corporations Act applies to managerial or executive officers of the Company or any of its subsidiaries, which includes Mr. Luke Tuddenham. The term 'benefit' has a wide operation and, in effect, includes the automatic or accelerated vesting of the FY26 Performance Rights under the rules of the Plan.

Shareholder approval in accordance with sections 200B and 200E of the Corporations Act is sought under Resolution 3 in connection with the provision of any "termination benefit" that may be provided to Mr. Luke Tuddenham in relation to the FY26 LTVR Performance Rights under the terms of the Plan, as in certain circumstances the Board has the power to accelerate vesting of rights granted under the Plan. The termination benefit that may be given under the Plan is the early vesting of the FY26 LTVR Performance Rights (and the receipt of Shares upon exercise of the FY26 LYVR Performance Rights) such as where Mr. Luke Tuddenham ceases employment with the Company due to death, disability, bona fide redundancy or other reason with the approval of the Board.

The Board has not determined that it will exercise discretion to accelerate vesting of any of the FY26 LTVR Performance Rights. In the circumstances of a possible acceleration of the FY26 LTVR Performance Rights, the value of the benefits that the Board may give under the Plan cannot be determined in advance, as many of the factors that will or are likely to affect that value will not be known until the time the benefit is decided to be awarded (if at all). Specifically, the value of a benefit on the vesting of a FY26 LTVR Performance Right will depend on a number of factors, including the number of FY26 LTVR Performance Rights that vest (which could be all of the FY26 LTVR Performance Rights held by Mr. Luke Tuddenham) and the Company's share price at the time.

Furthermore, the Board has determined that, when added to the other remuneration entitlements of Mr. Luke Tuddenham, his total remuneration package is market competitive and appropriate given the Company's circumstances, based on market benchmarking and the Company's current executive remuneration policy. The Directors have therefore determined that the offer of the FY26 LTVR Performance Rights to Mr. Luke Tuddenham is reasonable remuneration and accordingly, the Company is not seeking shareholder approval for the purposes of Chapter 2E of the Corporations Act (related party transactions).

Recommendations

The Non-Executive Directors unanimously recommend that Shareholders vote **FOR** Resolution 3.

Given their potential interest in Resolution 3, Executive Directors (including Mr. Luke Tuddenham) make no recommendation to Shareholders with respect to this Resolution.

Voting restrictions apply to this Resolution.

5. Grant of Performance Rights to Mr. Luke Tuddenham FY26 – Special Grant (Resolution 4)

Background to Resolution 4

In addition to the FY26 LTVR Performance Rights the subject of Resolution 3, the Board is seeking shareholder approval for a special grant of 1,000,000 Performance Rights (**Special Performance Rights**) to Mr. Luke Tuddenham, the Company's Managing Director and CEO, under the CPT Global Limited Rights Plan (**Plan**).

This grant of Special Performance Rights is designed to provide a targeted incentive for FY26 linked to near-term profit outcomes. The grant directly aligns Mr. Luke Tuddenham's reward with the delivery of a Profit Before Tax (PBT) outcome of at least AUD $500,000 in FY26, which the Board considers critical to the Company's performance, shareholder value creation and CEO retention.

The grant of Special Performance Rights under Resolution 4 is subject to the terms of the Plan, being refreshed at this AGM under Resolution 5. The grant of Performance Rights under Resolution 4 is conditional on Resolution 5 being approved.

Key terms of grant

Aspect	Details
Instrument	1,000,000 Special Performance Rights under the CPT Global Limited Rights Plan. Each vested Right entitles Mr. Luke Tuddenham to acquire one fully paid ordinary share in the Company.
Vesting Condition	The Special Performance Rights will vest only if the Company achieves Profit Before Tax (PBT) of at least AUD $500,000 for the FY26 financial year.
Measurement Period	1 July 2025 to 30 June 2026.
Vesting Date	Following completion of the Company's FY26 audit and release of its financial results for the year ended 30 June 2026 (fixed settlement date of 1 September 2026).
Exercise of Vested Rights	Unvested Special Performance Rights may not be exercised at any time. Vested Special Performance Rights will be automatically exercised upon the earlier to occur of (i) a Change of Control, and (ii) provided the Vesting Condition has been met, the start of the trading window following the elapsing of the Exercise Restriction, being 1 September, 2026, On exercise of vested Special Performance Rights, the Board will determine the 'Exercised Rights Value' and the extent to which that value is to be provided in the form of cash, and/or Restricted Shares. To the extent that the Exercised Rights Value is to be delivered in Shares or Restricted Shares, the Board will arrange for such Shares to be obtained and subsequently transferred or held by a trustee for Mr. Luke Tuddenham's benefit (via an employee share trust/EST) and may involve market purchases or new issues of Shares. Any portion of the Exercised Rights Value that is to be delivered in the form of cash will be paid through payroll with any compulsory deductions applied. *For participants based in overseas jurisdictions, including the United States, the Board may determine that Rights are automatically exercised on vesting, or at such other fixed time as is necessary, to ensure compliance with applicable tax or regulatory requirements.*
Exercise Price	Nil
Expiry / Lapse	Special Performance Rights will automatically lapse if the Vesting Conditions are not met.
Disposal Restrictions	Special Performance Rights may not be disposed of, transferred or otherwise dealt with at any time, except by exercise upon vesting or force of law (see Plan Rules). Special Performance Rights may be exercised once they vest and the Exercise Restriction Period has elapsed or been waived.
Termination of Employment	Generally, if termination of employment occurs within the Measurement Period, Special Performance Rights will be forfeited. Vested Special Performance Rights held after a Participant's termination of office or employment with the Company will be automatically exercised 90 days after the date on which the Participant ceases to hold any unvested Special Performance Rights and all Exercise Restrictions have elapsed. It should be noted that the Plan contains clauses that address fraud, misconduct, inappropriate benefits and clawback which will result in the forfeiture of unvested and unexercised rights equivalent to traditional "Bad Leaver" approaches, but which may apply at any time including during employment.
Other terms	Subject to the Plan, including cessation, malus, clawback and other protections. No loan will be provided in relation to the grant or exercise of Rights. Shares issued on exercise rank equally with other ordinary shares.

Date of Grant

If Shareholder approval is obtained, the Special Performance Rights will be granted and issued as soon as practicable following the 2025 AGM and in any event within 1 month after the date of the AGM.

Valuation of Performance Rights

The value of the 1,000,000 Special Performance Rights to be granted under Resolution 4 will be determined using the volume weighted average price (VWAP) of the Company's shares traded on ASX over the 20 trading days following the release of the Company's FY25 financial results. Based on this VWAP, the fair value of the grant will be calculated and disclosed in the Company's FY26 Annual Report.

The actual value (if any) that Mr. Luke Tuddenham may realise from this grant will depend on the extent to which the performance condition is satisfied and the Company's share price at the time of vesting.

Remuneration details

Mr. Luke Tuddenham's current total remuneration is summarised as follows:

- Fixed remuneration of USD$434,730 [AUD$669,875*]
- A short term variable remuneration at Target of USD$325,000 [AUD$500,793*]
- A long term variable remuneration, the subject of Resolution 3 - at Target of AUD$57,500 being 50% of the Stretch/Maximum value of AUD$115,000
- Special grant of 1,000,000 Performance Rights, the subject of Resolution 4, subject to achievement of a Profit Before Tax (PBT) outcome of at least AUD$500,000 for FY26. Estimated value is AUD$70,160 (applying 20 day VWAP of $0.07016).
- The total remuneration package at Target is therefore AUD$1,298,328 and with a maximum of AUD$1,355,828 (assuming the passing of Resolutions 3 and 4).
- *0.6490 AUD/USD

This structure is intended to ensure a significant proportion of Mr. Luke Tuddenham's remuneration is "at risk" and contingent on Company performance.

ASX Listing Rule 10.14 Approval

Shareholder approval is required under ASX Listing Rule 10.14 because Mr. Luke Tuddenham is a Director of the Company. If Resolution 4 is approved, the Company will grant 1,000,000 Performance Rights to Mr. Luke Tuddenham under the Plan.

The proposed grant of 1,000,000 Performance Rights under Resolution 4 is conditional on Resolution 5 being passed at this AGM, refreshing the CPT Global Limited Rights Plan.

If shareholder approval is not obtained, the Board will consider alternative arrangements to appropriately remunerate and incentivise Mr. Luke Tuddenham.

Corporations Act

Section 200B of the Corporations Act prohibits a company from providing a benefit in connection with the retirement of a managerial or executive officer unless there is prior Shareholder approval under section 200E. Section 200B of the Corporations Act applies to managerial or executive officers of the Company or any of its subsidiaries, which includes Mr. Luke Tuddenham. The term 'benefit' has a wide operation and, in effect, includes the automatic or accelerated vesting of the Special Performance Rights under the rules of the Plan.

Shareholder approval in accordance with sections 200B and 200E of the Corporations Act is sought under Resolution 4 in connection with the provision of any "termination benefit" that may be provided to Mr. Luke Tuddenham in relation to the Special Performance Rights under the terms of the Plan, as in certain circumstances the Board has the power to accelerate vesting of rights granted under the Plan. The termination benefit that may be given under the Plan is the early vesting of the Special Performance Rights (and the receipt of Shares upon exercise of the Special Performance Rights) such as where Mr. Luke Tuddenham ceases employment with the Company due to death, disability, bona fide redundancy or other reason with the approval of the Board.

The Board has not determined that it will exercise discretion to accelerate vesting of any of the Special Performance Rights. In the circumstances of a possible acceleration of the Special Performance Rights, the value of the benefits that the Board may give under the Plan cannot be determined in advance, as the Company's share price at the time of vesting, is unknown.

Other information

- Details of securities previously issued to Mr. Luke Tuddenham under the Plan are disclosed in Resolution 3 under the heading 'Other information'.
- No cash consideration is payable by Mr. Luke Tuddenham in relation to the grant or exercise of the Rights.
- A full copy of the Plan Rules is available on request from the Company Secretary and was included in the Notice of Meeting for the 2023 AGM.

Recommendation

The Non-Executive Directors unanimously recommend that Shareholders vote **FOR** Resolution 4.

Given their potential interest in Resolution 4, Executive Directors (including Mr. Luke Tuddenham) make no recommendation to Shareholders with respect to this Resolution.

Voting restrictions apply to this Resolution.

6. Refresh the CPT Global Limited Rights Plan (Resolution 5)

Background to Resolution 5

The CPT Global Limited Rights Plan (**Plan**) was last approved by Shareholders at the 2023 Annual General Meeting. The Plan provides equity-based incentives to executives and employees, aligning their interests with those of Shareholders and supporting long-term retention and performance.

Since the 2023 approval, a significant number of Performance Rights have been granted under the Plan and the capacity available under that approval has now been substantially allocated. In accordance with ASX Listing Rule 7.2, Exception 13(b), shareholder re-approval of the Plan is being sought so that securities issued under the Plan during the three years following this AGM do not count towards the Company's 15% placement capacity under Listing Rule 7.1.

The grants proposed under Resolutions 3 and 4 of this Notice are conditional on Resolution 5 being approved.

Key features of the Plan

The key terms of the Plan are summarised below. A full copy of the Plan Rules is available on request from the Company Secretary. The Plan Rules have not changed since they were last approved by Shareholders at the 2023 AGM.

Aspect	Details
Eligibility	Directors (subject to separate shareholder approval under LR 10.14), executives and employees of the Company and its subsidiaries.
Instruments	Performance Rights (nil exercise price) or Options (exercise price as determined by the Board). Performance Rights are the primary instrument currently used.
Grant terms	The Board determines the number of securities, vesting conditions, service conditions, exercise price (if any), and expiry date.
Vesting conditions	Vesting is subject to performance and/or service conditions set at the time of grant (e.g., Total Shareholder Return, Profit Before Tax).
Exercise	Each vested Performance Right entitles the holder to one fully paid ordinary share in the Company.
Restrictions	Shares issued may be subject to disposal restrictions or holding locks.
Lapse	Unvested Rights lapse if conditions are not met, unless the Board determines otherwise.
Cessation of employment	Rights lapse on cessation of employment unless the Board determines otherwise (e.g., for "good leavers").
Change of control	The Board may determine that Rights vest early in the event of a change of control.
Clawback / malus	The Board may lapse or adjust Rights in the event of fraud, misconduct, or material misstatement.

Maximum number of securities and issues since last approval

When the Plan was approved at the 2023 AGM, the maximum number of securities that could be issued under the Plan was equal to 15% of the Company's issued share capital at that time. Based on 41,897,365 shares on issue, this represented a maximum of 6,284,605 Performance Rights.

Since that approval, the Company has granted an aggregate of 6,094,555 Performance Rights under the Plan, as follows:

Grant	Recipient	Number of Performance Rights	Status
LTI'23	CEO	1,000,000	Lapsed (FY25)
LTI'24	CEO	1,000,000	Open
LTI'24	Executives	891,514	Open
LTI'25	CEO	1,444,509	Open
LTI'25	Executives	1,758,532	Open

This leaves a residual capacity of approximately 190,050 Performance Rights under the 2023 approval.

As the available headroom has now been substantially allocated, shareholder approval is being sought for the re-approval of the Plan to allow further grants of Rights of up to 15% of the Company's issued capital over the next three years.

ASX Listing Rule 10.14

If Resolution 5 is approved, the Company will be able to issue securities under the Plan to eligible participants for a further three years without those issues being included in the Company's 15% placement limit under ASX Listing Rule 7.1.

If Resolution 5 is not approved, the Company may continue to operate the Plan, but any securities issued under it (other than those made with specific shareholder approval, e.g., to Directors under Resolutions 3 and 4) will count towards the Company's 15% placement capacity under Listing Rule 7.1.

Other information

- No amount is payable by participants on the grant, vesting or exercise of Rights under the Plan.
- The maximum number of equity securities proposed to be issued under the Plan following approval is 6,284,605 (being 15% of the Company's issued Shares as at the date of this Notice of Meeting) over the next three-year period, inclusive of the securities to be issued under Resolutions 3 and 4.
- Shares issued on exercise of Rights will rank equally with all other ordinary shares on issue.
- Since the Plan was last approved, no Rights granted under the Plan have vested as at the date of this Notice.
- The Plan Rules are unchanged since last approved at the 2023 AGM and remain in effect. A full copy can be obtained from the Company Secretary on request.

Recommendation

The Non-Executive Directors unanimously recommend that Shareholders vote **FOR** Resolution 5.

Voting restrictions apply to this Resolution.