
Rent.com.au Limited
ACN 062 063 692

NOTICE OF ANNUAL GENERAL MEETING

**The Annual General Meeting of the Company
will be held virtually via a webinar conferencing facility
on 20 November 2025 at 1.00 pm (WST).**

Following recent modifications brought to the Corporations Act 2001 and the Corporations Regulations 2001, no hard copy of the Notice of Annual General Meeting and Explanatory Statement will be circulated. The Notice of Meeting has been given to those entitled to receive by use of one or more technologies. The Notice of Meeting is also available on the Australian Securities Exchange announcement platform and on the Company's website: <https://investors.rent.com.au/>

The business of this Meeting affects your shareholding and your vote is important.

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

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary by telephone on (08) 6145 2609 or email at investors@rent.com.au.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of Shareholders of Rent.com.au Limited (**Company**) will be held virtually via a webinar conferencing facility on Thursday 20 November 2025 at 1.00 pm (WST) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form are part of this 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, 18 November 2025 at 4:00pm (WST).

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Section 12.

The Company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic, where shareholders will be able to watch, listen, and vote online.

Shareholders are strongly encouraged to submit their proxies as early as possible and in any event prior to the cut-off for proxy voting as set out in the Notice. To lodge your proxy, please follow the directions on your personalised proxy form which will be delivered to you by email or post (depending on your communication preferences).

Shareholders attending the AGM virtually will be able to ask questions and the Company has made provision for Shareholders who register their attendance before the start of the meeting to also electronically cast their votes on the proposed resolutions at the AGM. Shareholders who intend to join the Meeting virtually are asked to join the online platform 30 minutes prior to the start of the meeting to allow the Company to take your details. For Shareholders attending virtually, the virtual meeting can be attended through an online platform powered by Automic, using the following details:

To access the virtual meeting please register by clicking the following link and following registration instructions prior to the meeting:

https://us02web.zoom.us/webinar/register/WN_E0zY2IzUQI2Re6XPSr-clg After registering, you will receive a confirmation email containing information about joining the meeting.

To **VOTE** at the virtual meeting:

1. Open your internet browser and go to investor.automic.com.au
2. Login with your username and password or click "register" if you haven't already created an account. Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in voting at the virtual meeting.
3. After logging in, a banner will be displayed at the top once the meeting is open for registration, click on "**View**" when this appears.
4. Click on "**Register**" and follow the steps.
5. Once the Chair of the Meeting has declared the poll open for voting click on "**Refresh**" to be taken to the voting screen.
6. Select your voting direction and click "save" to submit your vote. Note that you cannot amend your vote after it has been submitted.

The Company strongly recommends its Shareholders to lodge a directed proxy as soon as possible in advance of the meeting even if they are planning to attend the meeting online.

BUSINESS OF THE MEETING

AGENDA

1. Financial Statements and Report

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the Directors, the Director's report, the Remuneration Report and the auditor's report.

2. 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**:

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2025 be adopted by the Shareholders on the terms and conditions in the Explanatory Memorandum."

Voting Exclusion Statement

In accordance with sections 250(BD)(2) and 250R(2) of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by, or on behalf of any of the following persons:

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

regardless of the capacity in which the vote is cast.

However, a person described above (the **voter**) may cast a vote on this Resolution if the vote is not cast on behalf of a person described in subparagraphs (a) or (b) above and either:

- (a) the person does so as a proxy appointed in writing that specifies how the proxy is to vote on this Resolution; or
- (b) the person is the Chair voting an undirected proxy which does not specify the way the proxy is to vote on this Resolution and expressly authorises the Chair to exercise the proxy even if this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

3. Resolution 2 – Re-election of Mr Phil Warren as a Director

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

"That Mr Phil Warren, who retires in accordance with Article 6.3(b) of the Constitution and Listing Rule 14.4, being eligible and offering himself for re-election, be re-elected as a Director."

4. Resolution 3 – Ratification of Prior Issue of Underwriter Options

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 7,500,000 Underwriter Options on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of the recipients of the Underwriter Options or any other person who participated in the issue (namely Verido Holdings Pty Ltd and Sabre Power Systems Pty Ltd, who received the options as nominees of the underwriter pursuant to the terms of the Underwriting Agreement) or any associates of those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a 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 the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

5. Resolution 4 – Ratification of Prior Issue of Options issued under the Senior Secured Credit Facility (“Funder Options”)

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 30,000,000 Funder Options on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of the recipients of the Funder Options or any other person who participated in the issue, namely Bolt Capital Pty Ltd, who received the options under the terms of the Senior Secured Facility Agreement, or any associates of those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a 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 the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

6. Resolution 5 – Approval of 10% Placement Facility

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

"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement".

7. Resolution 6 – Approval of the Employee Incentive Securities Plan

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

"That, for the purposes of Listing Rule 7.2 Exception 13(b), as an exception to Listing Rule 7.1, and for all other purposes, approval is given for renewal of the Rent.com.au Limited Employee Incentive Securities Plan and the issue of securities (and the issue of Shares on conversion of any convertible securities) under the Plan up to a maximum of 174,000,000 securities under the Plan on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of a person who is eligible to participate in the Plan and their nominees or any associates of those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (d) 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
- (e) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

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

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.
- (c) However, the above prohibition does not apply if:
 - (i) the proxy is the Chair; and
 - (ii) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

8. Resolution 7 – Renewal of Proportional Takeover Provisions

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

“That for the purposes of sections 136(2) and 648G of the Corporations Act, and for all other purposes, approval is given for the Company to modify its existing Constitution by renewing the proportional takeover provisions contained in schedule 5 of the Constitution for a further period of three years commencing from the date of approval of this Resolution.”

9. Resolution 8 – Approval to issue Performance Rights to Phil Warren

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

“That, subject to the passing of Resolution 6, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 8,500,000 Performance Rights to Phil Warren (or their nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Phil Warren or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (d) 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
- (e) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of an Excluded Party.

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

Provided the Chair is not an Excluded Party, the above prohibition does not apply if:

- (a) the proxy is the Chair; and
- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

10. Resolution 9 – Approval to issue Performance Rights to Samuel McDonagh

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

“That, subject to the passing of Resolution 6, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 8,500,000 Performance Rights to Samuel McDonagh (or their nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Samuel McDonagh or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (d) 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
- (e) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Excluded Party**). However, the above prohibition

does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of an Excluded Party.

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

Provided the Chair is not an Excluded Party, the above prohibition does not apply if:

- (a) the proxy is the Chair; and
- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

11. Resolution 10 – Approval to issue Performance Rights to Garry Garside

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

“That, subject to the passing of Resolution 6, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 8,500,000 Performance Rights to Garry Garside (or their nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Garry Garside or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (d) 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
- (e) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of an Excluded Party.

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

Provided the Chair is not an Excluded Party, the above prohibition does not apply if:

- (a) the proxy is the Chair; and

- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

12. Resolution 11 – Approval to issue Performance Rights to John Wood

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

“That, subject to the passing of Resolution 6, for the purposes of section 208 of the Corporations Act, Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 8,500,000 Performance Rights to John Wood (or their nominee(s)) under the Employee Incentive Securities Plan on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this Resolution by or on behalf of John Wood or any other person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question or an associate of that person or those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (d) 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
- (e) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Prohibition Statement

In accordance with section 224 of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a related party of the Company to whom the Resolution would permit a financial benefit to be given, or an associate of such a related party (**Excluded Party**). However, the above prohibition does not apply if the vote is cast by a person as proxy appointed by writing that specifies how the proxy is to vote on the Resolution and it is not cast on behalf of an Excluded Party.

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

Provided the Chair is not an Excluded Party, the above prohibition does not apply if:

- (a) the proxy is the Chair; and
- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Dated 21 October 2025

BY ORDER OF THE BOARD

Adam Webb Ware
Joint Company Secretary
RENT.COM.AU LIMITED
ACN 062 063 692

EXPLANATORY MEMORANDUM

1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held virtually via a webinar conferencing facility on Thursday 20 November 2025 at 1.00 pm (WST).

This Explanatory Memorandum should be read in conjunction with and forms part of the accompanying Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

A Proxy Form is located at the end of the Explanatory Memorandum.

2. Action to be taken by Shareholders

Shareholders should read the Notice and this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.
- (d) The enclosed Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

3. Annual Report

In accordance with the Corporations Act, the business of the Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the Directors, the Directors' report, the Remuneration Report and the auditor's report.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so.

Shareholders will be offered the opportunity to discuss the annual report for the financial year ended 30 June 2025 at the Meeting. Copies of the annual report can be found on the Company's website <http://investors.rent.com.au/> or by contacting the Company on (08) 6145 2609 or email at investors@rent.com.au.

There is no requirement for Shareholders to approve the Annual Report.

Shareholders will be offered the following opportunities:

- (a) discuss the Annual Report;
- (b) ask questions about, or make comment on, the management of the Company;
- (c) ask questions about, or make comment on, the Remuneration Report;
- (d) ask the auditor questions about:
 - (i) the conduct of the audit;
 - (ii) the preparation and content of the Auditor's Report;

- (iii) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (iv) the independence of the auditor in relation to the conduct of the audit,

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

- (a) the content of the Auditor's Report; and
- (b) the conduct of the audit of the Financial Report,

may be submitted no later than 5 business days before the Meeting to the Company Secretary at the Company's registered office or email at investors@rent.com.au.

4. Resolution 1 – Adoption of Remuneration Report

4.1 General

Section 250R(2) of the Corporations Act provides that the Company is required to put the Remuneration Report to the vote of Shareholders. The Directors' Report contains a Remuneration Report which sets out the remuneration policy for the Company and reports the remuneration arrangements in place for the executive and non-executive directors.

Section 250R(3) of the Corporations Act provides that this Resolution is advisory only and does not bind the Directors of the Company. Of itself, a failure of Shareholders to pass this Resolution will not require the Directors to alter any of the arrangements in the Remuneration Report.

However, under sections 250U and 250Y of the Corporations Act, Shareholders have the opportunity to remove the Board if the Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings (**Two Strikes Rule**).

Under the Two Strikes Rule, where a resolution on the Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings, the Company will be required to put to Shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**). If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

At the Company's last AGM held on 26 November 2024, 96.6% of eligible votes were for the adoption of the remuneration report, including both poll votes at the time of the meeting and proxy votes received. This means that at this AGM, a Spill Resolution is not proposed or required.

The Chair will allow a reasonable opportunity for Shareholders as a whole to ask about or make comments on the Remuneration Report.

The Chair of the Meeting intends to exercise 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 considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention.

5. Resolution 2 – Re-election of Mr Phil Warren as Director

5.1 General

Listing Rule 14.4 and Article 6.3 of the Constitution requires that other than a managing director, a director of an entity must not hold office (without re-election) past the third annual general meeting following the director's appointment or three years, whichever is the longer. However, where there is more than one managing director, only one is entitled to be exempt from this rotation requirement.

The Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who have been Directors for the same period of time, those to retire shall be determined by lot (unless they agree otherwise).

A Director who retires by rotation under Article 6.3(b) is eligible for re-election.

Mr Warren having last been re-elected at the 2022 Annual General Meeting will retire by rotation and being eligible, seeks re-election.

Resolution 2 seeks Shareholder approval for the re-election of Mr Phil Warren as a Director.

5.2 Information about Mr Warren

Mr. Warren is a corporate advisor and a Principal at Automic Group Pty Ltd and an experienced Company Director. He has over 20 years of experience in finance and corporate roles in Australia and Europe. Mr. Warren has specialised in company valuations, mergers and acquisitions, capital raisings, debt financing, financial management, corporate governance and company secretarial services for several public and private companies.

Mr. Warren is currently a non-executive Director of Quoria Limited, Narryer Metals Limited, Killi Resources Limited and Anax Minerals Limited, all of whom are ASX-Listed companies.

5.3 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Warren will be elected to the Board as an independent Director.

If this Resolution is not passed, Mr Warren will not continue in their role as an independent Director. The Company may seek nominations or otherwise identify suitably qualified candidates to join the Company. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

5.4 Board Recommendation

The Board (other than Mr Warren) recommends that Shareholders vote in favour of Resolution 2.

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

6. Resolution 3 – Ratification of Prior Issue of Underwriter Options

6.1 Background

On 21 March 2025 the Company announced that it was conducting a non-renounceable entitlement offer at an issue price of \$0.018 each to eligible Shareholders on the basis of one (1) Share for every eight (8) Shares held at 4.00 pm (WST) on the record date of 26 March 2025, together with one (1) free attaching option for every two (2) Shares subscribed for and issued, to raise approximately \$1.7 million (**Entitlement Offer**).

RM Corporate Finance (**RM Capital**) was appointed as underwriter of the Entitlement Offer. It was agreed that as part of the fees payable for the services provided by RM Capital for acting as underwriter to the Company's entitlement offer undertaken in March and April 2025, the Company would issue RM Capital 7,500,000 options at an exercise price of \$0.04 per option and an expiry date of 31 December 2025 (**Underwriter Options**).

The Underwriter Options were issued on the same terms as the Options offered to existing Company shareholders who participated in the entitlement offer. All of the Shares issued upon the future exercise of the Underwriter Options will rank equally with the ordinary Shares on issue in the Company. Underwriter Options were issued by the Company using its annual limit permitted under Listing Rule 7.1 without the need for Shareholder approval, to nominees of RM Capital comprising:

(a) Verido Holdings Pty Ltd (6,750,000 Underwriter Options); and

(b) Sabre Power Systems Pty Ltd (750,000 Underwriter Options),

(together, the **Nominees**).

The primary purpose of the funds raised from the Entitlement Offer was to establish the capability for the Company to assess customers for and to loan funds under the RentBond brand, and otherwise for general working capital purposes, including corporate and administrative overheads, as well as the costs of the entitlement offer.

A breakdown of the use of funds was provided in the Prospectus dated 21 March 2025 as follows:

Item	\$AUD
Pre Entitlement Offer cash available ⁽¹⁾	\$1,175,927
Funds raised from the Entitlement Offer	\$1,705,872
Total funds available	\$2,881,799
Establishment of RentBond lending capability	\$1,500,000
Costs of the Entitlement Offer	\$197,950
General working capital (including corporate and administrative overheads)	\$1,183,849
Total funds applied	\$2,881,799

(1) As at 31 December 2024.

Unallocated working capital from the capital raise were to be utilised by the Company to pay for cost overruns in budgeted expenditures (if any) and in the administration of the Company.

No funds were raised from the offer of the Underwriter Options (other than funds raised if the Underwriter Options are subsequently exercised) as the Underwriter Options were issued to RM Corporate Finance Pty Ltd as a fee for acting as underwriter to the Entitlement Offer.

On 17 April 2025 the Company confirmed it had closed the Entitlement Offer on 14 April 2025. Total valid applications from shareholders for 35,076,149 New Shares raising gross proceeds of \$631,371 were received, including valid applications for Shortfall Shares totalling \$238,462. Shortfall Shares will be allocated in priority to Eligible Shareholders who have applied for Shortfall Shares under the Shortfall Offer. Collectively, the directors and CEO have taken up their entitlements and applied for Shortfall Shares totalling \$266,515. In the case of Sam McDonagh, Garry Garside and John Wood, the taking up of entitlements and shortfall satisfies their sub underwriting obligations. The Company's largest shareholder, Mr Bevan Slattery, has also taken up his full entitlement under the Offer.

On 29 April 2025 the Company confirmed that RM Capital had allocated the balance of the shortfall under the Entitlement Offer and that the proceeds of approximately \$1.7 million (before costs) had been raised and will mainly be applied to establish the capability for the Company to assess customers for and to fund loans under the RentBond brand, and otherwise for general working capital purposes. In addition, the Company confirmed that the Underwriter Options had been allocated to nominees of the Underwriter with the same terms as the attaching options issued to shareholders under the Entitlement Offer.

6.2 Listing Rule 7.1

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), without the approval of shareholders, issue or agree to issue during any 12 month period any equity securities, or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made (pursuant to Listing Rule 7.1). If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 5 seeks Shareholder ratification of the issue of 7,500,000 Underwriter Options (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

6.3 Technical information required by Listing Rule 14.1A

If Resolution 3 is passed, the issue of the Underwriter Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the date of issue of the Underwriter Options.

If Resolution 3 is not passed, the issue of the Underwriter Options will be included in calculating the Company's 15% limit in Listing Rule 7.1 and additional 10% placement capacity under Listing Rule 7.1A, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12 month period

following the date of issue of the Underwriter Options or during the balance of the 12 months from the date of the Company's 2024 Annual General Meeting (as applicable).

6.4 Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 7,500,000 Underwriter Options were issued to the Nominees on 29 April 2025, in the proportions set out in Section **Error! Reference source not found.** above.
- (b) The Underwriter Options were issued to the Nominees, who were nominated by RM Capital to receive the Underwriter Options as permitted pursuant to the underwriting agreement between RM Capital and the Company, a summary of the material terms of which is included in Schedule 1.
- (c) The Underwriter Options were issued at a nil issue price in consideration for services provided, with an exercise price of \$0.04 per option and an expiry date of 31 December 2025, a summary of the terms of which is included in Schedule 2.
- (d) A voting exclusion statement is included in the Notice for this Resolution.
- (e) The issue did not breach Listing Rule 7.1 at the time the issue was made.

7. Resolution 4 – Ratification of Prior Issue of Options issued under the Senior Secured Credit Facility (“Funder Options”)

7.1 General

On 28 May 2025 the Company announced that as part of the facility terms of the Senior Secured Credit Facility for a loan facility of up to \$10 million to fund its RentBond product, the Company would issue the funder, Bolt Capital Pty Ltd 30,000,000 options at an exercise price of \$0.04 per option and an expiry date of 31 January 2027 (**Funder Options**).

Funder Options were issued by the Company using its annual limit permitted under Listing Rule 7.1 without the need for Shareholder approval, entirely to Bolt Capital Pty Ltd.

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), without the approval of shareholders, issue or agree to issue during any 12 month period any equity securities, or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made (pursuant to Listing Rule 7.1). If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 4 seeks Shareholder ratification of the issue of 30,000,000 Funder Options (which were issued pursuant to the Company's 15% capacity under Listing Rule 7.1) under and for the purposes of Listing Rule 7.4.

7.2 Technical information required by Listing Rule 14.1A

If Resolution 4 is passed, the issue of the Funder Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the date of issue of the Funder Options.

If Resolution 4 is not passed, the issue of the Funder Options will be included in calculating the Company's 15% limit in Listing Rule 7.1 and additional 10% placement capacity under Listing Rule 7.1A, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the date of issue of the Funder Options or during the balance of the 12 months from the date of the Company's 2024 Annual General Meeting (as applicable).

7.3 Information required by Listing Rule 7.5

The following information is provided for the purposes of Listing Rule 7.5:

- (a) 30,000,000 Funder Options were issued to Bolt Capital Pty Ltd on 30 July 2025.

- (b) The Funder Options were issued to Bolt Capital Pty Ltd pursuant to the Senior Secured Facility Agreement between Bolt Capital Pty Ltd and the Company, a summary of the material terms of which is included in Schedule 3.
- (c) The Funder Options were issued at a nil issue price in consideration for services provided, with an exercise price of \$0.04 per option and an expiry date of 31 January 2027, a summary of the terms of which is included in Schedule 4.
- (d) A voting exclusion statement is included in the Notice for this Resolution.
- (e) The issue did not breach Listing Rule 7.1 at the time the issue was made.

8. Resolution 5 – Approval of 10% Placement Capacity

8.1 General

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Under Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25% (**10% Placement Facility**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of \$300 million or less. The Company is an eligible entity for these purposes. Based on the closing price of the Company's Shares on ASX on 3 October 2025 (being \$0.043 per Share), the Company's market capitalisation is approximately \$42.1 million.

Resolution 5 seeks shareholder approval by way of special resolution for the Company to have the additional 10% capacity provided for in Listing Rule 7.1A to issue equity securities without shareholder approval.

8.2 Technical information required by Listing Rule 14.1A

If Resolution 5 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval.

If Resolution 5 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1.

The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (refer to Section 8.3(c) below).

The Company intends to continue the expansion of its key products, including RentBond and RentPay and set out a broad view of Company targets in the Shareholder Update Presentation announced to ASX on 4 September 2025, that are doubling revenue, achieving profitability and building a recurring revenue based in excess of 70% of group revenue. The Company may use the 10% Placement Facility for these purposes and for general working capital.

Resolution 5 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote at the Meeting (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

The Directors of the Company believe that Resolution 5 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of this Resolution.

8.3 Description of ASX Listing Rule 7.1A

(a) Shareholder approvals

The ability to issue Equity Securities under the 10% Placement Facility is subject to shareholder approval by way of a special resolution at an annual general meeting.

(b) Equity Securities

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company.

As at the date of this Notice, the Company has only one class of quoted Equity Securities on issue, being the Shares (ASX Code: RNT).

(c) **Formula for calculating 10% Placement Facility**

Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an annual general meeting may, during the period of approval, issue or agree to issue, a number of Equity Securities calculated in accordance with the following formula:

$(A \times D) - E$

Where:

A is the number of Shares on issue at the commencement of the relevant period:

- plus the number of Shares issued in the relevant period under an exception in Listing Rule 7.2 other than exception 9, 16 or 17;
- plus the number of Shares issued in the relevant period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where the convertible securities were issued/agreed to be issued before the commencement of the relevant period; or the issues/agreement to issue the convertible securities was approved or taken under the Listing Rules to have been approved under Listing Rules 7.1 or 7.4;
- plus the number of Shares issued in the relevant period under an agreement to issue securities within Listing Rule 7.2 exception 16 where the agreement was entered into before the commencement of the relevant period; or the agreement was approved or taken under the Listing Rules to have been approved under Listing Rules 7.1 or 7.4;
- plus the number of any other Shares issued in the relevant period with approval of holders of Shares under Listing Rule 7.1 or 7.4
- plus the number of partly paid shares that became fully paid in the relevant period;
- less the number of Shares cancelled in the relevant period.
- Where the relevant period means the 12 month period preceding the date of the issue/agreement to issue the Equity Securities.
- Note that A has the same meaning in Listing Rule 7.1 when calculating an entity's 15% placement capacity.

D is 10%

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period where the issue or agreement has not been subsequently approved by Shareholders under Listing Rule 7.4.

8.4 Specific information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, information is provided in relation to the approval of the 10% Placement Facility as follows:

(a) **Period for which 10% Placement Facility will be valid**

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A will be valid from the date of the Meeting and will expire on the earlier to occur of:

- (i) the date that is 12 months after the date of the Meeting;
- (ii) the time and date of the Company's next annual general meeting; or
- (iii) the time and date of the approval by shareholders of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(10% Placement Period).

(b) **Minimum Price**

The Equity Securities will be issued at an issue price of not less than 75% of the VWAP for the Company's Equity Securities over the 15 Trading Days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or

- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in subparagraph (i) above, the date on which the Equity Securities are issued.

(c) **Purpose of funds raised**

The Company may only seek to issue the Equity Securities under the 10% Placement Facility for cash consideration. While the Company has no current intention to use the 10% Placement Facility, the Company is now seeking Shareholder approval by way of a special resolution to have the ability, if required, to issue Equity Securities under the 10% Placement Facility. The Company may use the funds raised to continue the expansion of its key products, including RentBond and RentPay and set out a broad view of Company targets in the Shareholder Update Presentation announced to ASX on 4 September 2025, that are doubling revenue, achieving profitability and building a recurring revenue based in excess of 70% of group revenue, and otherwise for general working capital purposes.

(d) **Risk of Economic and Voting Dilution**

If Resolution 5 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Capacity, the existing Shareholders' voting power in the Company will be diluted as shown in the below table.

There is a risk that:

- (i) the market price for the Company's Equity Securities in that class may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and
- (ii) the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the issue date,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The table below shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated in accordance with the formula in Listing Rule 7.1A(2) as at the date of this Notice. The current number of ordinary securities for variable "A" has been calculated inclusive of listed options, RNT0, as if all RNT0 have been fully exercised. At 22 September 2025, the number of RNT0 is 181,070,747.

The table also shows:

two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities on issue may increase as a result of issues of ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting; and

two examples of where the issue price of ordinary securities has decreased by 50% and increased by 100% as against the current market price

Variable 'A' in ASX Listing Rule 7.1A2	DILUTION			
	Issue Price (per Share)	\$0.021 50% decrease in Issue Price	\$0.042 Issue Price	\$0.084 100% increase in Issue Price
Current Variable A: 1,159,718,243 Shares	Shares issued: 10% voting dilution	115,971,824	115,971,824	115,971,824
	Funds raised	\$2,435,824	\$4,870,817	\$9,741,633
50% increase in current Variable A: 1,467,971,244 Shares	Shares issued: 10% voting dilution	173,957,736	173,957,736	173,957,736
	Funds raised	\$3,653,112	\$7,306,225	\$14,612,450

Variable 'A' in ASX Listing Rule 7.1A2	DILUTION			
	Issue Price (per Share)	\$0.021 50% decrease in Issue Price	\$0.042 Issue Price	\$0.084 100% increase in Issue Price
100% increase in current Variable A: 1,957,294,992 Shares	Shares issued: 10% voting dilution	231,943,649	231,943,649	231,943,649
	Funds raised	\$4,870,817	\$9,741,633	\$19,483,266

* The number of Shares on issue (Variable A in the formula) could increase because of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under ASX Listing Rule 7.1.

The table has been prepared on the following assumptions:

- The Company issues/agrees to issue the maximum number of Equity Securities available under the 10% Placement Facility.
- The issue of Equity Securities under the 10% Placement Capacity consists only of Shares. If the issue of Equity Securities includes listed Options, it is assumed that those listed Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
- No Options are exercised and no Performance Rights or Performance Shares converted into Shares before the date of the issue/agreement to issue the Equity Securities.
- At 22 September 2025, the date at which the above table is based, there were 978,647,496 Shares on issue and 181,070,747 listed options on issue. Since 22 September 2025 a further 279,000 options have been exercised so that at the date of this Notice there are 978,926,496 Shares on issue and 180,791,747 listed options on issue. The exercise of these options is taken into account in the above table as it includes all options on issue at 22 September 2025 as if they were converted to fully paid ordinary shares.
- The market price is \$0.042, being the closing price of the Shares on ASX on 22 September 2025.
- Also note that in the table:
 - The 10% voting dilution reflects the aggregate percentage dilution against the issued Share capital at the time of issue/agreement. This is why the voting dilution is shown in each example as 10%.
 - The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
 - The table shows only the effect of issues/agreements to issue Equity Securities under Listing Rule 7.1A and not under the 15% placement capacity under ASX Listing Rule 7.1.

(e) **Allocation Policy**

The Company's allocation policy for issues of Equity Securities under the 10% Placement Facility is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the recipients of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

- the purpose of the issue;
- the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate;
- the effect of the issue of the Equity Securities on the control of the Company;

- (iv) the financial situation and solvency of the Company; and
- (v) advice from corporate, financial and broking advisers (if applicable).

The recipients of Equity Securities issued under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial Shareholders and/or new Shareholders who are not related parties or associates of a related party of the Company.

(f) **Previous issues under the 10% Placement Facility**

In the 12 months preceding the date of the Meeting, the Company has not issued or agreed to issue any Equity Securities under the 10% Placement Facility.

8.5 **Voting Exclusion**

At the date of the Notice, the Company has not approached any existing Shareholder or security holder or an identifiable class of existing security holder to participate in the issue of the Equity Securities under the 10% Placement Facility. No existing Shareholder's votes will therefore be excluded from voting on Resolution 5.

9. **Resolution 6 – Renewal of Employee Incentive Securities Plan**

9.1 **General**

The Company's existing "Rent.com.au Long-Term Incentive Plan" was last approved by Shareholders at the Company's annual general meeting in October 2022.

Under the Plan, the Board may offer to eligible persons the opportunity to subscribe for Securities in the Company as the Board may decide and on the terms set out in the rules of the Plan.

The aim of the Plan is to allow the Board to attract, motivate and retain eligible employees, who in the Board's opinion, are dedicated and will provide ongoing commitment and effort to the Company. The Plan also allows eligible employees to participate in the future growth of the Company.

Resolution 6 seeks Shareholder approval for the adoption of a new employee incentive plan in accordance with Listing Rule 7.2 Exception 13 entitled the "Employee Incentive Securities Plan" (**Plan**). The Plan is in substantially the same form as the Company's existing plan, but has been prepared so that it is in compliance with the amendments made to the Corporations Act which governs employee incentive schemes, and that came into effect on 1 October 2022.

9.2 **Effect of the Company Employee Incentive Securities Plan**

Listing Rule 7.2, Exception 13 provides that issues under an employee incentive scheme will not expend any of the Company's placement capacity to issue, or agree to issue, securities under Listing Rules 7.1 or 7.1A if the issue is made within 3 years of the date that the Plan was last approved by Shareholders (and assuming there have been no material changes to the terms of the Plan since such approval was obtained).

9.3 **Technical Information required by Listing Rule 14.1A**

If Resolution 6 is passed, the Company will be able to issue up to a maximum of 174,000,000 securities under the Plan to eligible participants over a period of 3 years from the date the Resolution is approved without expending the Company's capacity to issue securities without Shareholder approval under Listing Rules 7.1 and 7.1A. This illustrative number of available securities to issue under the Plan is calculated on 15% of the total number of ordinary shares the company has on issue at 22 September 2025, being 978,647,496 and the number of listed options on issue at 22 September 2025, being 181,070,747, as if they were full exercised.

If Resolution 6 is not passed, the issue of securities under the Plan will use the Company's capacity under Listing Rule 7.1 or the Company will need to use alternative methods to attract, motivate and retain eligible employees such as paying cash bonuses.

A summary of Listing Rules 7.1 and 7.1A are in Section 6.2 above. Prior Shareholder approval will be required under Listing Rule 10.14 before any Director or associate of a Director can be issued securities under the Plan.

9.4 **Technical information required by Listing Rule 7.2 (Exception 13)**

The maximum number of Securities proposed to be issued under the Plan in reliance on to Listing Rule 7.2 (Exception 13), following Shareholder approval, is 174,000,000 securities. It is not envisaged that the maximum number of securities for which approval is sought will be issued immediately. The Company may also seek Shareholder approval under Listing Rule 10.14 in respect of any future issues of Securities under the Plan to a related party or a person whose relationship with the Company or the related party is, in ASX's opinion, such that approval should be obtained.

A detailed summary of the terms of the Plan is contained in Schedule 5. In addition, a copy of the Plan is available for review by Shareholders at the registered office of the Company until the date of the Meeting. A copy of the Plan can also be sent to Shareholders upon request to the Company Secretary. Shareholders are invited to contact the Company if they have any queries or concerns.

Since the Plan was last approved by Shareholders at its annual general meeting on 30 November 2022, the Company has on issue the following Securities under the Plan in reliance on Listing Rule 7.2, Exception 13:

Types of Securities	Issued
Shares	2,577,400
Options	-
Performance Rights	55,125,000 ¹
Total	57,702,400

Note: ¹ – excludes 17,386,364 Performance Rights that were on issue prior to the AGM held 30 November 2022.

Movement in Performance Rights

Types of Securities	Issued	Cancelled	Exercised	Balance
Performance Rights – FY23 ¹	17,386,364	(17,386,364)	-	-
Performance Rights – FY24	23,625,000	(9,281,250)	-	14,343,750
Performance Rights – FY25	27,750,000	(2,500,000)	-	25,250,000
Remuneration Rights – FY25	2,750,000	(172,600)	(2,577,400)	-
Remuneration Rights – FY26	1,000,000	-	-	1,000,000
Total	72,511,364	(29,340,214)	(2,577,400)	40,593,750

Note: ¹ – Performance Rights on issue at the time of the previous annual general meeting held on 30 November 2022, and approved by Shareholders at that meeting, were 17,386,364. These Performance Rights were cancelled on 29th August 2025.

A voting exclusion statement is included in this Notice.

10. Resolution 7 – Renewal of Proportional Takeover Provisions

10.1 General

The existing Constitution contains proportional takeover provisions which are set out in schedule 5 of the Constitution.

Schedule 5 of the Constitution was last approved by Shareholders at the Company's annual general meeting on 30 November 2022, but that approval will cease to have effect on 30 November 2025.

These provisions are designed to ensure that shareholders have an equal opportunity to participate in the benefits of a change of control of a company by limiting the ability of a Shareholder or group of Shareholders from obtaining a practical controlling interest of the Company by acquiring less than a majority interest. Shareholders are exposed to the risk of being left as a minority in the Company and the risk of the bidder being able to acquire control of the Company without payment of an adequate control premium. These provisions allow Shareholders to decide whether a proportional takeover bid is acceptable in principle, and assist in ensuring that any partial bid is appropriately priced.

The Directors consider it is in the interests of Shareholders to continue to have the proportional takeover provisions in the Constitution remain in effect and, accordingly, recommend that Shareholders approve the renewal of the proportional takeover provisions contained in schedule 5 of the Constitution.

Accordingly, Resolution 7 seeks Shareholder approval for the renewal of the proportional takeover provisions in the Constitution, which will take effect from the date of approval of the Resolution for a further period of three years. This Resolution is a special resolution, requiring approval of 75% of the votes cast by Shareholders entitled to vote on the resolution in order to be passed.

If Resolution 7 is passed, the proportional takeover provisions will be in exactly the same terms as the existing proportional takeover provisions and will have effect until the date three years from the date the Resolution is approved. After a period of three years from the date of approval, schedule 5 will cease to be in effect unless renewed by a further special resolution of Shareholders.

Section 648G(5) of the Corporations Act requires certain information to be included in a notice of meeting where a company seeks the approval of its members to renew or adopt proportional takeover provisions. This information is set out below.

10.2 Proportional takeover bid

A proportional takeover bid is a takeover offer sent to all shareholders of a company, offering to purchase only a specified proportion of each shareholder's shares (i.e. less than 100%). If a shareholder accepts, the shareholder disposes of that specified portion of shares and retains the balance.

10.3 Effects of the proposed proportional takeover provisions

If a proportional takeover bid is made, the Directors must ensure that a general meeting to approve the takeover bid is held more than 14 days before the last day of the bid period, at which Shareholders will consider a resolution to approve the takeover bid. Each Shareholder will have one vote for each fully paid Share held, with the vote to be decided on a simple majority. The bidder and its associates are not allowed to vote.

10.4 Reasons for proportional takeover provisions

A proportional takeover bid may result in control of the Company changing without Shareholders having the opportunity to dispose of all of their Shares. By making a proportional bid, a bidder can obtain practical control of the Company by acquiring less than a majority interest. Shareholders are exposed to the risk of not being able to exit their investment in the Company by selling their entire shareholding and consequently being left as a minority shareholder in the Company. The bidder may be able to acquire control of the Company without payment of an adequate control premium.

The proportional takeover provisions allow Shareholders to decide if a proportional takeover bid is acceptable in principle, and may assist in ensuring that any proportional takeover bid is appropriately priced. To assess the merits of the proportional takeover provisions, Shareholders should make a judgement as to what events are likely to occur in relation to the Company during the three year life of the proposed provisions.

10.5 Advantages and disadvantages

The Corporations Act requires this Explanatory Memorandum to discuss the advantages and disadvantages for Directors and Shareholders of the proportional takeover provisions which are proposed to be inserted in the Constitution.

The Directors consider that the proportional takeover approval provisions proposed to be renewed have no potential advantages for the Directors, but do have some for Shareholders including:

- (a) Shareholders have the right to decide, by majority vote, whether an offer under a proportional takeover bid should proceed. The proposal would enable Shareholders to act in a cohesive manner and thereby avoid the coercion of Shareholders that arises where they believe the offer to be inadequate, but nevertheless accept through fear that other Shareholders will accept;
- (b) the provisions may assist Shareholders and protect them from being locked in as a minority;
- (c) the existence of the approval mechanics in the Constitution may make it more probable that any takeover bid will be a full bid for the whole shareholding of each Shareholder, so that Shareholders may have the opportunity of disposing of all their shares rather than of a proportion only;
- (d) the provisions may increase the bargaining power of Shareholders and may assist in ensuring that any proportional takeover bid is adequately priced; and
- (e) each individual Shareholder may better assess the likely outcome of the proportional takeover bid by knowing the view of the majority of Shareholders and assist in deciding whether to accept or reject an offer under a proportional takeover bid.

The Directors consider that the proportional takeover approval provisions proposed to be renewed have no potential disadvantages for the Directors, but do have some for Shareholders including:

- (a) proportional takeover bids for Shares in the Company may be discouraged;
- (b) Shareholders may lose an opportunity to sell some of their Shares at a premium; and
- (c) it is possible that the existence of the provisions might have an adverse effect on the market value of the Company's Shares by making a proportional takeover bid less likely and thereby reducing any takeover speculation element in the Share price.

10.6 Knowledge of any acquisition proposal

At the date of this Notice of Meeting, no Director of the Company is aware of any proposal by any person to acquire, or to increase the extent of a substantial interest in the Company.

10.7 Right to set aside Resolution

If Resolution 7 is passed, then within 21 days after the meeting, the holders of at least 10% of the Company's Shares have the right to apply to the court to have the Resolution set aside. The court may set aside the Resolution if the court is satisfied in all the circumstances that it is appropriate to do so.

10.8 Directors' recommendation

The Directors do not believe the potential disadvantages outweigh the potential advantages of adopting the proportional takeover provisions and as a result consider that the proportional takeover provisions in the Constitution are in the interest of Shareholders and unanimously recommend that Shareholders vote in favour of Resolution 7.

11. Resolutions 8 - 11 – Approval to issue Performance Rights to Directors

11.1 General

These Resolutions seek Shareholder approval for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.14 for the issue of up to an aggregate of 34,000,000 Performance Rights to all Directors (or their nominee(s)) pursuant to the Employee Securities Incentive Plan (**Plan**), the subject of Resolution 6, on the terms and conditions set out below.

It is proposed that the Performance Rights will be issued to the Directors subject to Shareholder approval being obtained at this Meeting, and vest in three equal tranches as follows:

- (a) **Tranche 1:** 14,000,000 Performance Rights will vest and become exercisable into Shares subject to:
- (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and
 - (ii) the Company achieving a 200% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2028.
- (b) **Tranche 2:** 12,000,000 Performance Rights will vest and become exercisable into Shares subject to:
- (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and
 - (ii) the Company achieving a 300% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2029.
- (c) **Tranche 3:** 8,000,000 Performance Rights will vest and become exercisable into Shares subject to:
- (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and
 - (ii) the Company achieving a 400% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2029.

Further details in respect of the Performance Rights proposed to be issued are set out in the table below.

RECIPIENT	RESOLUTION	TRANCHE 1	TRANCHE 2	TRANCHE 3
Phil Warren	8	3,500,000	3,000,000	2,000,000
Samuel McDonagh	9	3,500,000	3,000,000	2,000,000
Garry Garside	10	3,500,000	3,000,000	2,000,000
John Wood	11	3,500,000	3,000,000	2,000,000
Total	-	14,000,000	12,000,000	8,000,000

11.2 Director Recommendation

Each Director has a material personal interest in the outcome of these Resolutions on the basis that all of the Directors (or their nominee(s)) are to be issued Securities should these Resolutions be passed. For this reason, the Directors do not believe that it is appropriate to make a recommendation on these Resolutions.

11.3 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act requires that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue constitutes giving a financial benefit and each of the proposed recipients is a related party of the Company by virtue of being a Director.

As Securities are proposed to be issued to all of the Directors, the Directors are unable to form a quorum to consider whether one of the exceptions set out in sections 210 to 216 of the Corporations Act applies to the issue. Accordingly, Shareholder approval for the issue is sought in accordance with Chapter 2E of the Corporations Act.

11.4 Listing Rule 10.14

Listing Rule 10.14 provides that an entity must not permit any of the following persons to acquire equity securities under an employee incentive scheme without the approval of the holders of its ordinary securities:

- 10.14.1 a director of the entity;
- 10.14.2 an associate of a director of the entity; or
- 10.14.3 a person whose relationship with the entity or a person referred to in Listing Rules 10.14.1 to 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by security holders.

The issue falls within Listing Rule 10.14.1 and therefore requires the approval of Shareholders under Listing Rule 10.14.

11.5 Technical information required by Listing Rule 14.1A

If these Resolutions are passed, the Company will be able to proceed with the issue within 15 months after the date of the Meeting. As approval pursuant to Listing Rule 7.1 is not required for the issue (because approval is being obtained under Listing Rule 10.14), the issue will not use up any of the Company's 15% annual placement capacity.

If these Resolution are not passed, the Company will not be able to proceed with the issue. [In these circumstances, the

11.6 Technical information required by Listing Rule 10.15 and section 219 of the Corporations Act

REQUIRED INFORMATION	DETAILS
Name of the persons to whom Securities will be issued	The proposed recipients of the Securities are set out in Section 11.1.
Categorisation under Listing Rule 10.14	Each of the proposed recipients falls within the category set out in Listing Rule 10.14.1 as they are a related party of the Company by virtue of being a Director. Any nominee(s) of the proposed recipients who receive Securities may constitute 'associates' for the purposes of Listing Rule 10.14.2.
Number of Securities and class to be issued	The maximum number of Performance Rights to be issued (being the nature of the financial benefit proposed to be given) is 34,000,000 which will be allocated as set out in the table included at Section 11.1 above.
Terms of Securities	The Performance Rights will be issued on the terms and conditions set out in Schedule 6.

REQUIRED INFORMATION	DETAILS								
Material terms of the Plan	A summary of the material terms and conditions of the Plan is set out in Schedule 5.								
Material terms of any loan	No loan is being made in connection with the acquisition of the Securities.								
Date(s) on or by which the Securities will be issued	The Company expects to issue the Securities within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than 15 months after the date of the Meeting.								
Price or other consideration the Company will receive for the Securities	The Securities will be issued at a nil issue price.								
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to provide a performance linked incentive component in the remuneration package for the Directors to motivate and reward their performance as a Director and to provide cost effective remuneration to the Directors, enabling the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Directors.								
Consideration of type of Security to be issued	<p>The Company has agreed to issue the Options for the following reasons:</p> <p>(a) the issue of Performance Rights has no immediate dilutionary impact on Shareholders;</p> <p>(b) the milestones attaching to the Performance Rights to the Directors will align the interests of the recipient with those of Shareholders;</p> <p>(c) the issue is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to the Directors; and</p> <p>(d) it is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Incentive Performance Rights on the terms proposed.</p>								
Consideration of quantum of Securities to be issued	<p>The number of Securities to be issued has been determined based upon a consideration of:</p> <p>(a) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;</p> <p>(b) the remuneration of the proposed recipients; and</p> <p>(c) incentives to attract and ensure continuity of service/retain the service of the proposed recipients who have appropriate knowledge and expertise, while maintaining the Company’s cash reserves.</p> <p>The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Incentive Options upon the terms proposed.</p>								
Remuneration package	<p>The total remuneration package for each of the recipients for the previous financial year and the proposed total remuneration package for the current financial year, excluding the Performance Rights proposed by Resolutions 8, 9, 10 & 11 of this Notice of Meeting, are set out below:</p> <table><tr><th>RELATED PARTY</th><th>PROPOSED FINANCIAL YEAR ENDING 30 JUNE 2026</th><th>PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025</th></tr><tr><td>Phil Warren¹</td><td>\$40,000</td><td>\$40,000</td></tr></table>			RELATED PARTY	PROPOSED FINANCIAL YEAR ENDING 30 JUNE 2026	PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025	Phil Warren ¹	\$40,000	\$40,000
RELATED PARTY	PROPOSED FINANCIAL YEAR ENDING 30 JUNE 2026	PREVIOUS FINANCIAL YEAR ENDED 30 JUNE 2025							
Phil Warren ¹	\$40,000	\$40,000							

REQUIRED INFORMATION	DETAILS					
	Samuel McDonagh ²	\$150,000	\$104,167			
	Garry Garside ¹	\$40,000	\$46,250			
	John Wood ¹	\$40,000	\$40,000			
	Notes:					
	1. Comprising Directors’ fees/salary of \$40,000 inclusive of superannuation obligations. 2. Comprising Directors’ fees/salary of \$150,000 inclusive of superannuation obligations.					
Valuation	The Company values the Performance Rights at \$840,000 (being \$0.025 per Performance Right) and a valuation range of between \$795,000 to \$865,500 from a +/-ve 5% sensitivity on the share price at 20 November 2025 modelling. The Company obtained the services of BDO to assist with an independent valuation guide of the valuation impacts relating to the market conditions relating to the Performance Rights, being the share price hurdles. BDO used a Monte Carlo Simulation based methodology on which a management overlay for the service conditions was applied. Further information in respect of the valuation of the Securities and the pricing methodology is set out in Schedule 7.					
Interest in Securities	The relevant interests of the recipients in Securities as at the date of this Notice and following completion of the issue are set out below:					
	As at the date of this Notice					
	RELATED PARTY	SHARES	OPTIONS	UNDILUTED	FULLY DILUTED	
	Phil Warren	6,847,733	3,586,603	0.70%	10.06%	
	Samuel McDonagh	13,233,961	6,549,530	1.35%	2.01%	
	Garry Garside	24,919,552	9,948,585	2.55%	3.53%	
	John Wood	63,473,222	14,616,731	6.49%	7.86%	
	Post issue					
	RELATED PARTY	SHARES	OPTIONS	PERFORMANCE RIGHTS	UNDILUTED	FULLY DILUTED
	Phil Warren	6,847,733	3,586,603	8,500,000	0.70%	1.91%
Samuel McDonagh	13,233,961	6,549,530	8,500,000	1.35%	2.85%	
Garry Garside	24,919,552	9,948,585	8,500,000	2.55%	4.35%	
John Wood	63,473,222	14,616,731	8,500,000	6.49%	8.64%	
Dilution	If the milestones attaching to the Performance Rights issued under these Resolutions are met and the Performance Rights are converted, a total of 34,000,000 Shares would be issued. This will increase the number of Shares on issue from 978,647,496 (being the total number of Shares on issue as at the date of this Notice) to 1,012,647,496 (assuming that no Shares are issued and no other convertible securities vest or are exercised) with the effect that the shareholding of existing Shareholders would be diluted by an aggregate of 3.36%, comprising 0.84% by Mr Warren, 0.84% by Mr McDonagh, 0.84% by Dr Garside and 0.84% by Mr Wood.					

REQUIRED INFORMATION	DETAILS																				
Trading history	<p>The trading history of the Shares on ASX in the 12 months before the date of this Notice is set out below:</p> <table><tr><th>CLOSING PRICE</th><th>PRICE</th><th>DATE</th></tr><tr><td>Highest</td><td>\$0.044</td><td>24 Sept 2025</td></tr><tr><td>Lowest</td><td>\$0.016</td><td>28 Apr 2025</td></tr><tr><td>Last</td><td>\$0.043</td><td>3 Oct 2025</td></tr></table>	CLOSING PRICE	PRICE	DATE	Highest	\$0.044	24 Sept 2025	Lowest	\$0.016	28 Apr 2025	Last	\$0.043	3 Oct 2025								
CLOSING PRICE	PRICE	DATE																			
Highest	\$0.044	24 Sept 2025																			
Lowest	\$0.016	28 Apr 2025																			
Last	\$0.043	3 Oct 2025																			
Securities previously issued to the recipient/(s) under the Plan	<p>The following Securities have previously been issued to Directors for nil cash under the Company’s incentive plan.</p> <table><tr><th>DIRECTOR</th><th>\$0.10 OPTIONS EXPIRING 1- DEC-2025</th><th>\$0.125 OPTIONS EXPIRING 1- DEC-2025</th><th>\$0.15 OPTIONS EXPIRING 1- DEC-2025</th></tr><tr><td>Phil Warren</td><td>500,000</td><td>500,000</td><td>500,000</td></tr><tr><td>Samuel McDonagh</td><td>500,000</td><td>500,000</td><td>500,000</td></tr><tr><td>Garry Garside</td><td>900,000</td><td>900,000</td><td>900,000</td></tr><tr><td>John Wood</td><td>500,000</td><td>500,000</td><td>500,000</td></tr></table>	DIRECTOR	\$0.10 OPTIONS EXPIRING 1- DEC-2025	\$0.125 OPTIONS EXPIRING 1- DEC-2025	\$0.15 OPTIONS EXPIRING 1- DEC-2025	Phil Warren	500,000	500,000	500,000	Samuel McDonagh	500,000	500,000	500,000	Garry Garside	900,000	900,000	900,000	John Wood	500,000	500,000	500,000
DIRECTOR	\$0.10 OPTIONS EXPIRING 1- DEC-2025	\$0.125 OPTIONS EXPIRING 1- DEC-2025	\$0.15 OPTIONS EXPIRING 1- DEC-2025																		
Phil Warren	500,000	500,000	500,000																		
Samuel McDonagh	500,000	500,000	500,000																		
Garry Garside	900,000	900,000	900,000																		
John Wood	500,000	500,000	500,000																		
Additional Information	<p>Details of any Securities issued under the Plan will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.</p> <p>Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of Securities under the Plan after this Resolution is approved and who were not named in this Notice will not participate until approval is obtained under Listing Rule 10.14.</p>																				
Other information	<p>The Board is not aware of any other information that is reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass these Resolutions.</p>																				
Voting exclusion statements	<p>Voting exclusion statements apply to these Resolutions.</p>																				
Voting prohibition statements	<p>Voting prohibition statements apply to these Resolutions.</p>																				

12. Definitions

In this Notice, Explanatory Memorandum and Proxy Form:

\$ means Australian Dollars.

10% Placement Facility has the meaning in Section 8.1.

10% Placement Capacity Period has the meaning in Section 5.2.

Annual Report means the Directors' Report, the Financial Report, the Remuneration Report and the Auditor's Report in respect of the financial year ended 30 June 2025.

Article means an article of the Constitution.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

ASX Listing Rules means the listing rules of ASX.

Auditor's Report means the auditor's report on the Financial Report.

Board means the board of Directors.

Chair means the person appointed to chair the Meeting.

Closely Related Party has the meaning in section 9 of the Corporations Act.

Company means Rent.com.au Limited ACN 062 063 692.

Constitution means the current constitution of the Company.

Corporations Act means the Corporations Act 2001 (Cth).

Director means a director of the Company.

Directors' Report means the annual directors report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Equity Securities has the same meaning as in the ASX Listing Rules.

Explanatory Memorandum means the explanatory memorandum attached to the Notice.

Financial Report means the financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

Key Management Personnel means a person 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 has the meaning in the introductory paragraph of the Notice and **Annual General Meeting** has the same meaning.

Nominees has the meaning given to that term in Section 8.1.

Notice means this notice of meeting.

Participant means a participant in the Plan.

Plan has the meaning given to it in Section 9.1.

Proxy Form means the proxy form attached to the Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means a resolution contained in this Notice.

Section means a section contained in this Explanatory Memorandum.

Securities means a Share, Option or Performance Right.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a shareholder of the Company.

Trading Day means a day determined by ASX to be a trading day in accordance with the ASX Listing Rules.

VWAP means volume weighted average price.

WST means Western Standard Time, being the time in Perth, Western Australia.

In this Notice, words importing the singular include the plural and vice versa.

13. SCHEDULE 1 – SUMMARY OF UNDERWRITING AGREEMENT

The Company entered into an underwriting agreement with RM Corporate Finance (**Underwriting Agreement**) pursuant to which the Company has engaged RM Corporate Finance to fully underwrite and lead manage the entitlement offer announced by the Company on 21 March 2025 (**Entitlement Offer**).

- (a) **Fees:** Pursuant to the Underwriting Agreement, the Company has agreed to pay RM Corporate Finance a management fee of 4% of the total amount raised under the Entitlement Offer and an underwriting fee of 2% of the total amount underwritten by RM Corporate Finance or their affiliates pursuant to the Entitlement Offer. Under a separate lead manager mandate with RM Corporate Finance, the Company has also agreed to pay RM Corporate Finance a corporate retainer fee of \$30,000. In addition, RM Corporate Finance, or its nominees, will be granted 7,500,000 Underwriter Options details of which are included in Schedule 2.
- (b) **Expenses:** RM Corporate Finance will pay any fees, commissions or other payments due to any sub-underwriter from the aforementioned fees payable by the Company. RM Corporate Finance is entitled to be reimbursed reasonable costs of, and incidental to, the Entitlement Offer provided that RM Corporate Finance must obtain the Company's consent to any individual item greater than \$5,000.
- (c) **Termination events:** The obligation of the Underwriter to underwrite the Entitlement Offer is subject to customary termination events as set out in detail in the Company's entitlement issue prospectus lodged with ASIC and the ASX on 21 March 2025.
- (d) **Undertakings, representations and warranties:** The Underwriting Agreement contains several undertakings, indemnities, representations and warranties from the Company to RM Corporate Finance that are considered standard for an agreement of its type. Details on these terms may be found in the Company's Prospectus dated 21 March 2025 and ASX Announcement of the Entitlement offer on the same date.

14. SCHEDULE 2 –TERMS OF UNDERWRITER OPTIONS

The terms and conditions attaching to the Underwriter Options are as follows:

(a) Entitlement

The Options entitle the holder to subscribe for one Share upon the exercise of each Option.

(b) Exercise price

The exercise price of each Option is \$0.04 (**Exercise Price**).

(c) Expiry date

31 December 2025 (**Expiry Date**).

(d) Exercise period

The Options are exercisable at any time on or prior to the Expiry Date.

(e) Notice of exercise

The Options may be exercised by notice in writing to the Company (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised. Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.

(f) Shares issued on exercise

Shares issued on exercise of the Options will rank equally with the then issued Shares of the Company.

(g) Quotation of Shares on exercise

Application will be made by the Company to ASX for official quotation of the Shares issued upon the exercise of the Options.

(h) Timing of issue of Shares

After an Option is validly exercised, the Company must within 5 Business Days of exercise:

(A) issue the Share;

(B) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

(C) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options;

If a notice delivered under paragraph (h)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(i) Participation in new issues

There are no participation rights or entitlements inherent in the Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options.

(j) **Adjustment for bonus issues of Shares**

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(A) the number of Shares which must be issued on the exercise of Option will be increased by the number of Shares which the option holder would have received if the option holder had exercised the Option before the record date for the bonus issue; and

(B) no change will be made to the Exercise Price.

(k) **Adjustment for rights issue**

If the Company makes an issue of Shares pro rata to existing Shareholders, there will be no adjustment of the Exercise Price of an Option.

(l) **Adjustments for reorganisation**

If there is any reconstruction of the issued share capital of the Company, the rights of the option holder may be varied to comply with the Listing Rules which apply to the reconstruction at the time of the reconstruction.

(m) **Options transferable**

The Options are transferable, subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

15. SCHEDULE 3 – SUMMARY OF SENIOR SECURED FACILITY AGREEMENT

A summary of the material terms of the senior secured facility agreement is as follows:

Loan amount	\$10,000,000 with monthly advances against eligible loan receivable subject to not exceeding covenant limits
Term	18-month term with the fund to receive first and last look rights to future debt facilities.
Covenants and other limits	Covenants are based on arrears performance and loan to value thresholds. Portfolio concentration limits on geography, credit scores, loan values and loan terms.
Security	Cash security of \$1.5 million to be deposited with the fund or in a secured bank account, earning interest. A fixed and floating charge will also be placed over the RNT group's assets (including the RentBond loan book).
Interest	Fixed interest rate of 15% per annum on the drawn balance of the loan facility.
Options	RNT to pay 30 million options with an exercise price of \$0.04 and an expiry date of 31 January 2027.

16. SCHEDULE 4 – SUMMARY OF FUNDER OPTIONS

The terms and conditions attaching to the Funder Options are as follows:

(a) Entitlement

The Options entitle the holder to subscribe for one Share upon the exercise of each Option.

(b) Exercise price

The exercise price of each Option is \$0.04 (**Exercise Price**).

(c) Expiry date

31 January 2027 (**Expiry Date**).

(d) Exercise period

The Options are exercisable at any time on or prior to the Expiry Date.

(e) Notice of exercise

The Options may be exercised by notice in writing to the Company (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised. Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.

(f) Shares issued on exercise

Shares issued on exercise of the Options will rank equally with the then issued Shares of the Company.

(g) Quotation of Shares on exercise

Application will be made by the Company to ASX for official quotation of the Shares issued upon the exercise of the Options.

(h) Timing of issue of Shares

After an Option is validly exercised, the Company must within 5 Business Days of exercise:

(A) issue the Share;

(B) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

(C) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options;

If a notice delivered under paragraph (h)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(i) Participation in new issues

There are no participation rights or entitlements inherent in the Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options.

(j) **Adjustment for bonus issues of Shares**

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(A) the number of Shares which must be issued on the exercise of Option will be increased by the number of Shares which the option holder would have received if the option holder had exercised the Option before the record date for the bonus issue; and

(B) no change will be made to the Exercise Price.

(k) **Adjustment for rights issue**

A change to the Exercise Price will be made will be made to take account of any pro-rata issue (as defined by ASX listing Rules) by the Company (other than a bonus issue) after the date of issue of the Options and before an Option is exercised, provided the pro-rata issue involves an offer of Shares representing at least 25% of the number of Shares on issue at the date of the pro-rata offer. Any such change will be in accordance with ASX Listing Rule 6.22.2 at the relevant time.

(l) **Adjustments for reorganisation**

If there is any reconstruction of the issued share capital of the Company, the rights of the option holder may be varied to comply with the Listing Rules which apply to the reconstruction at the time of the reconstruction.

(m) **Options transferable**

The Options are transferable, subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

17. SCHEDULE 5 –SUMMARY OF INCENTIVE PLAN

A summary of the material terms of the Company's Employee Securities Incentive Plan (**Plan**) is set out below.

Eligible Participant	Eligible Participant means a person that is a 'primary participant' (as that term is defined in Division 1A of Part 7.12 of the Corporations Act) in relation to the Company or an Associated Body Corporate (as defined in the Corporations Act) and has been determined by the Board to be eligible to participate in the Plan from time to time.
Purpose	The purpose of the Plan is to: (a) assist in the reward, retention and motivation of Eligible Participants; (b) link the reward of Eligible Participants to Shareholder value creation; and (c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Plan Share, Option, Performance Right or other Convertible Security (Securities).
Maximum number of Convertible Securities	The Company will not make an invitation under the Plan which involves monetary consideration if the number of Shares that may be issued, or acquired upon exercise of Convertible Securities offered under an invitation, when aggregated with the number of Shares issued or that may be issued as a result of all invitations under the Plan during the 3 year period ending on the day of the invitation, will exceed 5% of the total number of issued Shares at the date of the invitation (unless the Constitution specifies a different percentage and subject to any limits approved by Shareholders under Listing Rule 7.2 Exception 13(b) – refer to Resolution 6). The maximum number of equity securities proposed to be issued under the Plan in reliance on Listing Rule 7.2 (Exemption 13(a)) , following Shareholder approval, is 174,000,000 Securities. It is not envisaged that the maximum number of Securities will be issued immediately.
Plan administration	The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion (except to the extent that it prevents the Participant relying on the deferred tax concessions under Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth)). The Board may delegate its powers and discretion.
Eligibility, invitation and application	The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for any (or any combination of) the Securities provided under the Plan on such terms and conditions as the Board decides. On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.
Grant of Securities	The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number and type of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.
Rights attaching to Convertible Securities	A Convertible Security represents a right to acquire one or more Plan Shares in accordance with the Plan (for example, an Option or a Performance Right). Prior to a Convertible Security being exercised, the holder: (d) does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security other than as expressly set out in the Plan; (e) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company; (f) is not entitled to receive any dividends declared by the Company; and

		(g) is not entitled to participate in any new issue of Shares (see Adjustment of Convertible Securities section below).
Restrictions dealing with Convertible Securities	on with	Convertible Securities issued under the Plan cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances as defined under the Plan (including in the case of death or total or permanent disability of the holder) with the consent of the Board in which case the Convertible Securities may be exercisable on terms determined by the Board. A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.
Vesting Convertible Securities	of	Any vesting conditions applicable to the Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that security will lapse.
Forfeiture Convertible Securities	of	Other than in certain circumstances and subject to the Corporations Act and the Listing Rules, where a Participant who holds Convertible Securities becomes a leaver, the Board may in its discretion determine, and detail in the Invitation to the Participant or the Convertible Security terms and conditions, the manner in which any or all of the Participant's Convertible Securities are to be dealt with.
Listing Convertible Securities	of	Convertible Securities granted under the Plan will not be quoted on the ASX or any other recognised exchange. The Board reserves the right in its absolute discretion to apply for quotation of Convertible Securities granted under the Plan on the ASX or any other recognised exchange.
Exercise Convertible Securities and cashless exercise	of and	To exercise a security, the Participant must deliver a signed notice of exercise (Exercise Notice) and, subject to a cashless exercise (see next paragraph below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Securities (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice. An invitation may specify that, at the time of exercise of the Securities, the Participant may elect not to be required to provide payment of the Exercise Price for the number of Convertible Securities specified in an Exercise Notice but that on exercise of those Convertible Securities, the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the then market value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities (with the number of Shares rounded down to the nearest whole Share). Convertible Securities may not be exercised unless and until that security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.
Timing of issue of Shares and quotation of Shares on exercise		Within five business days after the issue of a valid Exercise Notice by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.
Restriction periods and restrictions on transfer of Shares on exercise		If the invitation provides that any Shares issued upon the valid exercise of a Convertible Security are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction. Additionally, Shares issued on exercise of the Convertible Securities are subject to the following restrictions:

		<p>(a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on exercise of the Convertible Securities may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act;</p> <p>(b) all Shares issued on exercise of the Convertible Securities are subject to restrictions imposed by applicable law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and</p> <p>(c) all Shares issued on exercise of the Convertible Securities are subject to the terms of the Company's Securities Trading Policy.</p>
Rights attaching to Shares on exercise		All Shares issued upon exercise of Convertible Securities will rank equally in all respects with the then Shares of the Company.
Change of control		Notwithstanding any other provisions of the Rules but subject at all times to the Listing Rules, if a change of control event occurs, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the Participant's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control event, provided that, in respect of Convertible Securities that have not yet vested, the maximum number of Convertible Securities (that have not yet been exercised) that the Board may determine will vest and be exercisable into Shares is that number of Convertible Securities that is equal to 10% of the Shares on issue immediately following vesting in accordance with this provision, which as far as practicable will be allocated between holders on a pro-rata basis on the basis of their holdings of Convertible Securities on the date of determination of vesting. The Board may specify in the invitation how the Participant's Convertible Securities will be treated on a change of control event occurring, or the Board determining that such event is likely to occur.
Participation entitlements in and bonus issues		Subject always to the rights under the following two paragraphs, Participants will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.
Adjustment for bonus issue		If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the Participant is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.
Reorganisation		If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.
Buy-Back		Subject to applicable law, the Company may at any time buy-back Securities in accordance with the terms of the Plan.
Employee Share Trust		The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding Convertible Securities for holders under the Plan and delivering Shares on behalf of holders upon exercise of Convertible Securities.
Amendment of Plan		Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.

	No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.
Plan duration	<p>The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.</p> <p>If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.</p>
Income Tax Assessment Act	The Plan is a plan to which Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth) applies (subject to the conditions in that Act) except to the extent an invitation provides otherwise.

1.	Consideration	Nil consideration is payable for the issue of the Performance Rights.
2.	Expiry Date	Each tranche of the Performance Rights will expire on the relevant expiry date noted below. For the avoidance of doubt, any unconverted Performance Rights will automatically lapse on the Expiry Date.
3.	Vesting Conditions	<p>The Performance Rights will vest and become exercisable into Shares as follows:</p> <p>(a) Tranche 1: 14,000,000 Performance Rights will vest and become exercisable into Shares subject to:</p> <ul style="list-style-type: none"> (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and (ii) the Company achieving a 200% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2028 (Expiry Date). <p>(b) Tranche 2: 12,000,000 Performance Rights will vest and become exercisable into Shares subject to:</p> <ul style="list-style-type: none"> (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and (ii) the Company achieving a 300% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2029 (Expiry Date). <p>(c) Tranche 3: 8,000,000 Performance Rights will vest and become exercisable into Shares subject to:</p> <ul style="list-style-type: none"> (i) the Director's continuous service with the Company for a period of 1 year following the date of issue of the Performance Rights; and (ii) the Company achieving a 400% increase to the volume-weighted average price of Shares calculated over the 20 trading days immediately preceding 20 November 2025, at 30 November 2029 (Expiry Date). <p>A Performance Right will vest when a vesting notice is given to you.</p>
4.	Plan	<p>The Performance Rights are granted under the Company's Employee Incentive Securities Plan (Plan).</p> <p>Defined terms in these terms and conditions have the same meaning as in the Plan. In the event of any inconsistency between the Plan and these terms and conditions, these terms and conditions will apply to the extent of the inconsistency.</p>
5.	Rights attaching to Performance Rights	<p>Prior to a Performance Right being converted, the holder:</p> <ul style="list-style-type: none"> (d) does not have any interest (legal, equitable or otherwise) in any Share which may be issued on conversion of the Performance Right other than as expressly set out in the Plan; (e) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company; (f) is not entitled to receive any dividends declared by the Company; and (g) is not entitled to participate in any new issue of Shares.

6.	Restrictions on dealing with Performance Rights	<p>The Performance Rights cannot be sold, assigned, transferred, have a security interest granted over or otherwise dealt with unless in Special Circumstances under the Plan (including in the case of death or total or permanent disability of the holder) with the consent of the Board.</p> <p>A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Performance Right that has been granted to them.</p>
7.	Conversion	The Performance Rights can be converted at any time on and from the delivery of a vesting notice until the Expiry Date (Conversion Period).
8.	Conversion Notice	The Performance Rights may be converted during the Conversion Period by delivery of a written notice specifying the number of Performance Rights being converted (Conversion Notice).
9.	Timing of issue of Shares and quotation of Shares on conversion	<p>Within five Business Days after the issue of a Conversion Notice by the holder, the Company will:</p> <ul style="list-style-type: none"> (a) issue, allocate or cause to be transferred to the holder the number of Shares to which the holder is entitled; and (b) if required, issue a substitute certificate for any remaining unconverted Performance Rights held by the holder. <p>Additionally, the Company will do all such acts, matters and things to obtain the grant of quotation of the Shares by ASX in accordance with the ASX Listing Rules and subject to the expiry of any restriction period that applies to the Shares under the Corporations Act or the ASX Listing Rules, as soon as reasonably practicable.</p>
10.	Restrictions on transfer of Shares on conversion	<p>Shares issued on conversion of the Performance Rights are subject to the following restrictions:</p> <ul style="list-style-type: none"> (a) if the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Shares issued on conversion of the Performance Rights may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act; (b) all Shares issued on conversion of the Performance Rights are subject to restrictions imposed by Applicable Law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available; and (c) all Shares issued on conversion of the Performance Rights are subject to the terms of the Company's Securities Trading Policy as set out on the Company's website.
11.	Rights attaching to Shares on conversion	Shares issued upon conversion of the Performance Rights will rank equally with the then Shares of the Company.
12.	Participation in new issues	Subject always to the rights under paragraphs 13 and 14, holders of Performance Rights will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.
13.	Adjustment for bonus issue	If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Performance Rights is entitled, upon conversion of the Performance Rights, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Performance Rights are converted.
14.	Reorganisation	If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Performance Rights will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.

19. SCHEDULE 7 – VALUATION OF PERFORMANCE RIGHTS

The value attributed to each of the Director Options is \$0.025 per Performance Right, being \$210,000 value for each Director receiving 8,500,000 Performance Rights, and a total of \$840,000 for the total 34,000,000 Performance Rights proposed for issue.

The Company has determined the value attributed to each of the Director Options (which have non-market based vesting conditions) using a Monte Carlo Simulation based valuation methodology. The Company obtained the services of BDO to assist with an independent valuation guide of the valuation impacts relating to the market conditions relating to the Performance Rights, being the share price hurdles. BDO used a Monte Carlo Simulation based methodology on which an overlay for the non-market vesting conditions, the period of service, was applied by the Company.

BDO used a **Monte Carlo Simulation** to estimate the 20 November share price to determine the underlying share price at that date and to determine the barriers related to the terms of the rights. A trinomial barrier up and in model was then used to determine the value of the rights, a Parisian adjustment was made to account for the 20 day VWAP condition. The key inputs and results are shown below with a +/-5% sensitivity on the share price at 20 November 2025.

The Performance Rights value reflects that all shares issued on exercise of the Performance Rights will be fully paid ordinary shares in the capital of the Company ranking equally in all respects with the Company's existing Shares on issue.

The Performance Rights are to be issued for nil consideration.

The Table below sets out the key inputs and outcomes of the valuation assessment:

Item	Tranche 1	Tranche 2	Tranche 3
Valuation Date	03-Oct-2025	03-Oct-2025	03-Oct-2025
Underlying security spot price (sensitivity analysis applied)	\$0.0422	\$0.0422	\$0.0422
Exercise Price	Nil	Nil	Nil
Commencement of performance period	20-Nov-2025	20-Nov-2025	20-Nov-2025
End of performance period	30-Nov-2028	30-Nov-2029	30-Nov-2029
Life of the Rights (years)	3.03	4.03	4.03
Performance period (years)	4.00	4.00	4.00
Volatility	90%	90%	90%
Risk-free rate	3.695%	3.695%	3.695%
Dividend yield	Nil	Nil	Nil
Number of Rights	3,500,000	3,000,000	2,000,000
Valuation per Right	\$0.036	\$0.032	\$0.029
Monte Carlo based assessment	\$126,000	\$96,000	\$58,000
Service condition	75%	75%	75%
Valuation per Tranche	\$378,000	\$288,000	\$174,000
-5% sensitivity	\$357,000	\$270,000	\$168,000
+5% sensitivity	\$388,500	\$297,000	\$180,000

Your proxy voting instruction must be received by **1:00pm (AWST) on Tuesday, 18 November 2025**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

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

Joint holding: Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



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