

CETTIRE

Level 40/140 William Street
Melbourne VIC 3000

NOTICE OF 2024 ANNUAL GENERAL MEETING

Melbourne, Victoria: 11 October 2024 – Cettire Limited (ASX:CTT) (Cettire or Company), a global luxury online retailer, gives notice that the Annual General Meeting (**AGM**) of Cettire will be held on Thursday 14 November 2024 commencing at 1.30 pm (AEDT). To provide all shareholders the opportunity to participate in the Meeting, the AGM will be held as a virtual online meeting. Shareholders will be able to ask questions and vote during the AGM.

In accordance with the provisions of the Corporations Act 2001, the Notice of Meeting, accompanying explanatory notes and information on how to attend and vote at the virtual AGM (**AGM Documents**) are being made available to shareholders electronically only and will not be dispatched to shareholders (unless a shareholder requests a copy).

A copy of the AGM Documents are attached and are available for download at:

https://staff-web.automicgroup.com.au/er/public/api/documents/CTT?fileName=CTT_Note_of_Meeting_2024.pdf

A copy of the FY24 Annual Report is available on the Company's corporate website at:

<http://www.cettireinvestors.com/publications>.

Shareholders who have provided an email address and have elected to receive electronic communications from the Company, will receive an email to your nominated email address with a link to an electronic copy of the AGM documents and voting form.

Shareholders who have not yet elected to receive electronic communications from the Company, will receive a copy of this communication and a personalised proxy form by post.

We encourage all shareholders to lodge a directed voting form as soon as possible in advance of the AGM, even if you are planning to attend the AGM online. Voting forms can be lodged online, by mail or in person by following the instructions on the voting form. Voting forms must be received by the Company's share registry, Automic by 1.30 pm (AEDT) on Tuesday 12 November 2024.

Electronic communications are convenient, efficient, cost effective and importantly reduces the impact on the environment. The Company therefore encourages its shareholders to receive all communications electronically. To do this, please update your communication elections online at <https://investor.automic.com.au/#/home>. If you have not yet registered with Automic, you will need your shareholder information including SRN/HIN.

If you are unable to access the AGM documents online, please contact CTT's share registry on meetings@automicgroup.com.au or by phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8.30 am and 5.30 pm (AEDT) Monday to Friday, for assistance or to arrange a copy.

Yours sincerely



Kerry Robert East (Bob)

Chair

11 October 2024

About Cettire

Launched in 2017, Cettire is a global online platform, offering a large selection of in-demand personal luxury goods via its website, cettire.com. Cettire has access to an extensive catalogue of more than 2,500 luxury brands and 500,000 products of clothing, shoes, bags, and accessories. Visit: www.cettireinvestors.com

CETTIRE LIMITED

**NOTICE OF ANNUAL
GENERAL MEETING**

THURSDAY 14 NOVEMBER 2024

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Cettire Limited (ASX:CTT) (CTT or the Company), a global luxury online retailer, gives notice that the Annual General Meeting (AGM) of Shareholders of the Company for purposes of transacting the items of business set out in this Notice of Meeting (Notice), will be held as a virtual online meeting on:

Date: Thursday 14 November 2024

Time: 1.30 pm (AEDT)

Place: Virtual online

To provide all shareholders the opportunity to participate in the Meeting, the AGM of the Company will be held as a virtual meeting. Information on how to attend the virtual meeting is included in the Virtual Meeting Registration and Voting Guide, enclosed with this Notice. The Company encourages shareholders to pre-register for the virtual meeting using the following link:

https://us02web.zoom.us/webinar/register/WN_-r0BRvVVQzyiYY5kNJolVw.

After registering, you will receive a confirmation email containing information on how to attend the virtual AGM.

In accordance with the provisions of the Corporations Act, the Notice of Meeting, accompanying explanatory statement and the Virtual Meeting Registration and Voting Guide (**AGM Documents**) are being made available to shareholders electronically only and physical copies will not be dispatched to shareholders (unless a shareholder requests a copy).

Shareholders will be able to ask questions and vote during the Meeting.

A copy of the FY24 Annual Report is available on the Company's corporate website:

<http://www.cettireinvestors.com/publications>.

Explanatory Notes

All information included in this Notice should be read in conjunction with the Explanatory Notes.

Attendance, Voting Information & Voting Form

Please read all sections of this Notice carefully to understand how to attend and vote at the AGM.

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ORDINARY BUSINESS

FY24 Financial and Other Reports

To receive and consider the Annual Report, including the Financial Report, Directors' Report and Auditor's Report of the Company and its controlled entities for the financial year ended 30 June 2024.

Resolution 1 – FY24 Remuneration Report

To consider and, if thought fit, to pass the following non-binding ordinary resolution:

"That the Remuneration Report contained in the Directors' Report for the financial year ended 30 June 2024 be adopted."

The vote on this resolution is advisory only and does not bind the Directors or the Company.

Refer to 'Voting Exclusions' on page 9 for voting restrictions that apply.

Resolution 2 – Re-election of Richard Dennis (Rick) as Non-Executive Director

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

"That Rick Dennis who retires in accordance with section 20 of the Company's Constitution and Listing Rule 14.4, and being eligible, offers himself for re-election, be re-elected as a Director of the Company."

Resolution 3 – Re-election of Jonathan Gidney (Jon) as Non-Executive Director

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

"That Jon Gidney who retires in accordance with section 19 of the Company's Constitution and Listing Rule 14.4, and being eligible, offers himself for re-election, be re-elected as a Director of the Company."

Resolution 4 – Re-election of Caroline Elliott as Non-Executive Director

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

"That Caroline Elliott who retires in accordance with section 19 of the Company's Constitution and Listing Rule 14.4, and being eligible, offers herself for re-election, be re-elected as a Director of the Company."

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Attendance and voting at the AGM

Entitlement to attend and vote at the AGM

Pursuant to regulation 7.11.37 of the Corporations Regulations 2001, persons eligible to vote at the AGM are those who are registered shareholders at 7.00 pm (AEDT) on Tuesday, 12 November 2024.

Voting

Voting on each resolution will be on a poll. Each shareholder present in person, by attorney, by proxy or, in the case of a body corporate, by a representative, shall have one vote for each share held. In the case of joint shareholders, all holders may attend the AGM but only one holder may vote at the AGM in respect of relevant shares (including by proxy). If more than one joint holder is present, and more than one of the joint holders votes in respect of the relevant shares held, only the vote of the joint holder whose name appears first in the share register, in respect of the relevant shares, will be counted.

Shareholders who wish to attend and vote at the AGM can do so via the Automic website

<https://investor.automic.com.au/#/home> (the Company's share registry) using your username and password.

Shareholders who do not have an account with Automic will need to create an account as soon as possible and in advance of the AGM to avoid any delays on the day of the AGM.

How to create an account with Automic

To create an account with Automic, please login to <https://investor.automic.com.au/#/home>, click on 'register' and follow the steps. Shareholders will need their Securityholder Reference Number (SRN) or Holder Identification Number (HIN) to create an account with Automic.

Attending and voting at the AGM

Shareholders who have an existing account with Automic (with a username and password) will need to follow the steps below to attend and vote at the virtual AGM on the day of the AGM:

- a) Login to the Automic website <https://investor.automic.com.au/#/home> using your username and password.
- b) Once the virtual AGM is open, click on 'View' then 'Register' and follow the steps.
- c) Once the Chair declares voting open, click on 'Refresh' to access your voting card and follow the steps and instructions to completion of the voting process.

Attending the meeting online enables shareholders to ask questions and cast votes while the meeting is in progress.

If you have any questions or are unable to access any of the AGM documents online, please contact Automic on meetings@automicgroup.com.au or by phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (Overseas) between 8.30 am to 5.30 pm AEDT Monday to Friday, for assistance or to arrange a copy.

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EXPLANATORY NOTES

These Explanatory Notes form part of the Notice and are intended to assist you in consideration of the business proposed at the AGM.

Questions

CTT invites you to submit questions (relevant to the business of the AGM) in writing to the Company or to the Company's auditor, at either of the addresses below. Written questions must be received no later than 5:00 pm (AEDT) on Thursday 7 November 2024:

Email address: investors@cettire.com

By mail to:

The Company Secretary
Cettire Limited
Level 40/140 William Street, Melbourne VIC 3000

During the AGM, the Chair will endeavour to address as many of the more frequently raised shareholder questions as reasonable. Please note that individual responses will not be sent to shareholders.

ORDINARY BUSINESS

FY24 Financial and Other Reports

The Corporations Act 2001 (**Corporations Act**) requires that the Annual Report including the Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 30 June 2024 (**Financial Reports**), be laid before the AGM. The Company's Constitution also provides for the Financial Reports to be received and considered at the AGM.

Neither the Corporations Act nor the Constitution requires a vote of shareholders at the AGM on the Financial Reports.

At the AGM, shareholders will be given a reasonable opportunity to raise questions on the Financial Reports and to ask the Company's auditor questions relevant to the conduct of the audit and the preparation and content of the auditor's report.

ORDINARY RESOLUTIONS

Resolution 1 – FY24 Remuneration Report

The Corporations Act requires that the Directors prepare the Remuneration Report as set out in the Annual Report.

Pursuant to section 250R(2) of the Corporations Act, Directors must put to the AGM a resolution to adopt the Remuneration Report. Section 250R(3) of the Corporations Act provides that the vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take into account the outcome of the vote when considering future remuneration arrangements.

Shareholders will be given a reasonable opportunity to comment or raise questions in relation to the Remuneration Report at the AGM.

Under the Corporations Act, if 25% or more of votes cast are against the remuneration report at two consecutive AGMs (known as the 'two-strikes' rule), shareholders will be required to vote at the second of those AGMs on a resolution (a 'spill resolution') that a further meeting be held within 90 days at which all of the Company's Directors (other than the Managing Director) must stand for re-election. No strike was recorded at the Company's last AGM. On this basis, while the vote on the remuneration report at this AGM may be counted towards the two-strikes in the future, no Board spill can occur this year.

The Corporations Act prohibits certain persons from voting on this resolution. The voting exclusion relating to this resolution is set out on page 9 of this notice.

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Board Recommendation

Noting that each Director has a personal interest in their own remuneration from the Company as set out in the Remuneration Report, the Board recommends that shareholders vote *in favour* of this resolution.

The Chair of the AGM intends to vote all available proxies *in favour* of this resolution.

Resolution 2 – Re-election of Richard Dennis (Rick) as Non-Executive Director

In accordance with section 20 of the Constitution of the Company and Listing Rule 14.4, at least one Director of the Company must retire at each AGM, and no Director can hold office for more than three years or past the third AGM following the Director's appointment, whichever is the longest.

Last re-elected as a Non-Executive Director at the 2021 AGM, Rick retires in accordance with section 20 of the Company's Constitution and is standing for re-election as a Director of the Company at the AGM. Rick is also Chair of the Audit and Risk Committee and a Member of the Remuneration & Nomination Committee.

Experience and Background

Rick had a 34 year career with Ernst & Young (EY) in Australia and Asia-Pacific. He was Queensland Managing Partner from 2001 to 2007 and again in 2014. Rick established and led EY Australia's China Business Group in 2005 and was CFO and Deputy COO of the firm in Asia Pacific from 2010 to 2013. Rick was a member of the firm's inaugural Asia Pacific executive Board and sat on several of EY's global Boards and Committees.

Rick holds several Directorship and Committee membership roles in ASX-listed and private companies in Australia.

Rick is a Chartered Accountant and holds an LLB and B Comm from the University of Queensland.

Rick has acknowledged to the Company that he will have sufficient time to fulfill his responsibilities as a Director of the Company.

Board Recommendation

The Directors (other than Rick) unanimously recommend that Rick be re-elected as a Director of the Company and that shareholders vote in favour of this resolution.

The Chair of the AGM intends to vote all available proxies in favour of this resolution.

Resolution 3 – Re-election of Jonathan Gidney (Jon) as Non-Executive Director

In accordance with section 19 of the Constitution of the Company and Listing Rule 14.4, any person appointed as an addition to the Board must retire at the next AGM following his or her appointment and stand for re-election at the AGM.

Jon was appointed as a Non-Executive Director on 10 July 2024 and, being eligible, is standing for re-election as a Director of the Company at the AGM. Jon is also a Member of the Audit and Risk Committee.

Experience and Background

Jon has a strong financial background, a solid understanding of global capital markets and extensive corporate risk and governance expertise with a history of working with Australian and International Boards on strategy, M&A and capital market transactions. During his career, Jon held Senior Advisor and management roles with J.P. Morgan, Greenhill & Co and most recently as Vice Chairman – Banking Capital Markets & Advisory at Citi.

Jon is currently a Member of the Australian Takeovers Panel, Senior Advisor at Wilsons Advisory, Non-Executive Director of FNZ (APAC) Group of Companies and a Director of Australian Financial Services Licensee, El Calamar Capital Pty Ltd.

Jon is a Fellow Chartered Accountant (FCA) and Graduate of the Australian Institute of Company Directors (GAICD).

Jon has acknowledged to the Company that he will have sufficient time to fulfill his responsibilities as a Director of the Company.

Board Recommendation

*The Directors (other than Jon) unanimously recommend that Jon be re-elected as a Director of the Company and that shareholders vote **in favour** of this resolution.*

*The Chair of the AGM intends to vote all available proxies **in favour** of this resolution.*

Resolution 4 – Re-election of Caroline Elliott (Caroline) as Non-Executive Director

In accordance with section 19 of the Constitution of the Company and Listing Rule 14.4, any person appointed as an addition to the Board must retire at the next AGM following his or her appointment and stand for re-election at the AGM.

Caroline was appointed as a Non-Executive Director on 24 September 2024 and, being eligible, is standing for re-election as a Director of the Company, at the AGM.

Experience and Background

Caroline is an experienced Non-Executive Director and corporate executive with 25 years' experience in C-Suite roles across a range of sectors including retail, financial technology services, healthcare, accounting, and transport.

Caroline has held executive roles in the retail and fintech sectors. She has held and continues to hold independent Non-Executive Director roles on various public, private, and government sector Boards.

Caroline is currently a Non-Executive Director and Chair of the Audit and Risk Committee of ASX-listed Kelsian Group Limited (ASX: KLS).

Caroline is a Member of the Institute of Chartered Accountants, Australia and New Zealand, and Graduate of the Australian Institute of Company Directors.

Caroline has acknowledged to the Company that she will have sufficient time to fulfill her responsibilities as a Director of the Company.

Board Recommendation

*The Directors (other than Caroline) unanimously recommend that Caroline be re-elected as a Director of the Company and that shareholders vote **in favour** of this resolution.*

*The Chair of the AGM intends to vote all available proxies **in favour** of this resolution.*

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OTHER ATTENDANCE AND VOTING INFORMATION

Majority Required

All resolutions proposed at this AGM are ordinary resolutions. Each of these resolutions will be passed if more than 50% of votes cast by shareholders entitled to vote on the resolutions are cast in favour of the resolutions.

Voting Methods

Shareholders are encouraged to lodge a directed voting form as soon as possible in advance of the AGM, even if you are planning to attend the AGM online. Shareholders can vote in one of the following ways:

- By lodging a direct vote in advance of the AGM electronically by visiting <https://investor.automic.com.au/#/home>; or
- By appointing a proxy to attend and vote at the meeting on your behalf electronically by visiting <https://investor.automic.com.au/#/home>;
- By attending the meeting online and voting using the online voting facility as outlined on page 4 of this Notice.

Voting Deadline

Shareholders who wish to lodge a direct vote in advance of the AGM or appoint a proxy to attend and vote at the meeting on their behalf, must do so by 1.30 pm (AEDT) on Tuesday 12 November 2024 or if the meeting is adjourned, at least 48 hours before its resumption in relation to the adjourned part of the meeting. Direct votes or proxy appointments received after this time will be invalid.

Proxy Voting

If a shareholder is entitled to cast two or more votes at the meeting, they may appoint two proxies and may specify the proportion or number of votes that they wish to cast "For", "Against" or specify that they "Abstain" from voting on an item. Fractions of votes will be disregarded.

A proxy need not be a shareholder of the Company.

The Corporations Act provides the following for the processing of proxy votes.

Directed Proxy Votes

If you appoint someone other than the Chair of the meeting as your proxy and give them voting instructions, the Corporations Act provides that the Chair of the meeting must cast those proxy votes on your behalf if your nominated proxy does not do so.

Undirected Proxy Votes

Shareholders are encouraged to consider how they wish to direct their proxies to vote. Other than members of CTT's Key Management Personnel (except the Chair of the Meeting) or their closely related parties voting as a proxy on resolution 1, if a proxy is not directed how to vote on an item of business, the proxy may vote or abstain from voting, as they think fit.

Should any resolution, other than those specified in this Notice, be proposed at the meeting, a proxy may vote on that resolution as they think fit.

If you wish to appoint a Director (other than the Chair) or other member of CTT's Key Management Personnel or their closely related parties as your proxy, you must specify how they should vote on resolution 1 by completing the "For", "Against" or "Abstain" boxes.

The Chair will exercise your vote on your behalf on all resolutions (including those directly or indirectly relating to the remuneration of Directors and other Key Management Personnel) as he sees fit, if you appoint the Chair as your proxy, but do not direct him how to vote (in which case the Chair intends to vote *in favour* on each item of business).

Revocation of proxies

Any revocation of proxies must be made at <https://investor.automic.com.au/#/home> before the time of commencement of the meeting.

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Voting by Corporations

In order to vote at the AGM (other than by proxy), a corporation that is a shareholder must appoint a person to act as its representative.

The appointment must comply with the Corporations Act. A letter of representation, including any authority under which it is signed, must be lodged with CTT's share registry, Automic prior to the commencement of the AGM.

Proxy Voting by Chair

The Chair intends to exercise all available proxies *in favour* of all resolutions, unless the appointing shareholder has expressly indicated a different voting intention.

If the Chair is appointed as your proxy and you have not specified the way the Chair is to vote on resolution 1, 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, even though resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel of the Company.

Voting Exclusions

Resolution 1 – Adoption of Remuneration Report

Voting Prohibition Statement

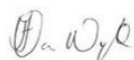
The Company will disregard any votes cast in favour of resolution 1 by or on behalf of any of the Company's Key Management Personnel (as that term is defined in the Corporations Act) details of whose remuneration are included in the Remuneration Report or a Closely Related Party (as that term is defined in the Corporations Act) of such a member. However, a person (the voter) described above may cast a vote on resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

- a) the voter is appointed as a proxy in writing that specifies the way the proxy is to vote on resolution 1; or
- b) the voter is the Chair of the AGM and the appointment of the Chair of the AGM as proxy does not specify the way the proxy is to vote on resolution 1; and expressly authorises the Chair to exercise the proxy even though resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Further Information

Shareholders should direct any questions in relation to this Notice to Automic (contact details on page 4 of this Notice) or to the Company Secretary on +61 434 189 506.

By order of the Board



Fiona van Wyk
Company Secretary
11 October 2024

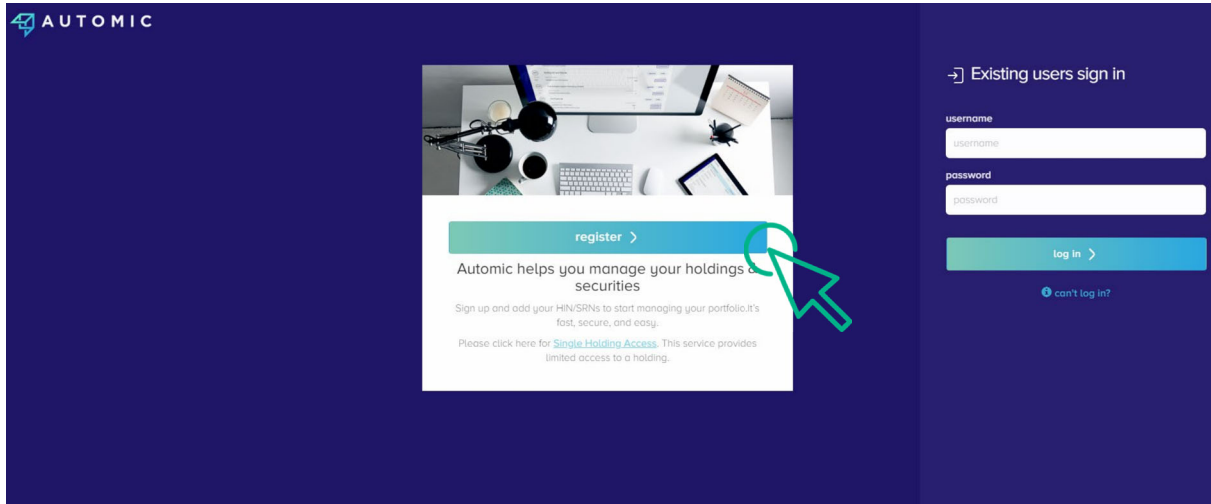
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Virtual Meeting Registration and Voting

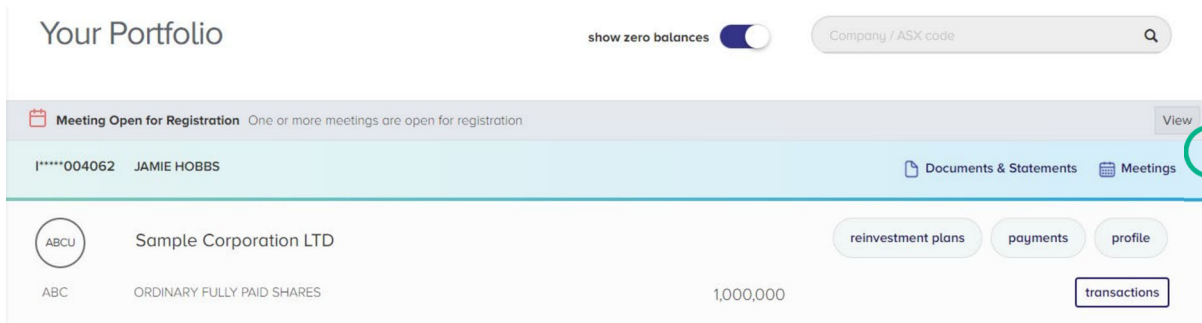
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REGISTRATION

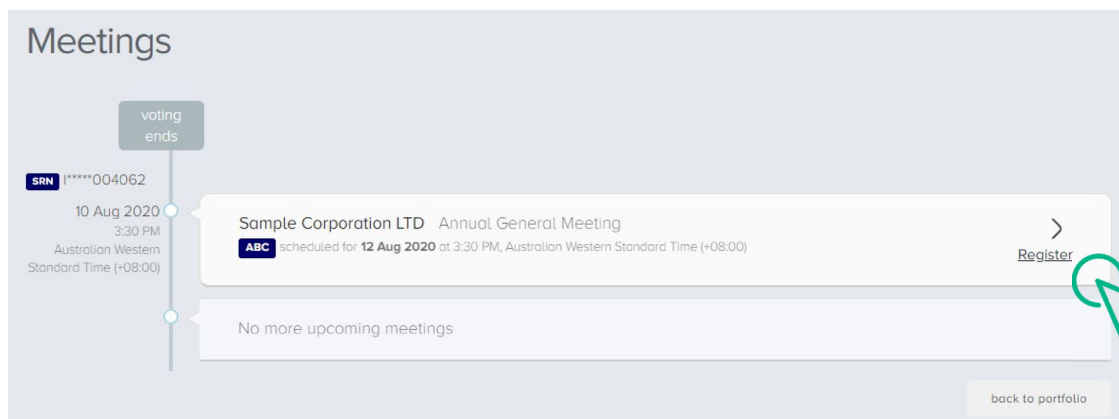
- Go to: <https://investor.automic.com.au/#/home>.
- Log in using your existing username and password or click on “register” and follow the on-screen prompts to create your login credentials.



- Once logged in you will see that the meeting is open for registration. Click on “view”.



- Click on “register” to register your attendance for the meeting.



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REGISTRATION

- Select “yes, I would like to vote” and then click “next”.

The screenshot shows a web interface titled "Registration" for "Sample Corporation LTD - Annual General Meeting". A progress bar at the top indicates the current step is "Registration" (with a document icon) and the next step is "Complete" (with a checkmark icon). Below the progress bar, the text reads "Registration - Step 1 of 2". The main content area contains a question: "Will you be registering to vote?" followed by two instructions: "If you have already lodged a Proxy Form and wish for your proxy vote to stand, please select 'NO, I will not be voting'" and "If you have lodged a Proxy Form and wish to amend your vote, please select 'YES, I would like to vote'". There are two radio button options: "YES, I would like to vote" (which is selected) and "NO, I will not be voting". A blue "next" button is located at the bottom right of the form area. Green arrows point to the selected radio button and the "next" button.

- You will be placed on a holding page until voting opens for the meeting. From here you can access the meeting video/audio by selecting the meeting URL.
- Once the Chair of the Meeting declares voting open, you should select “refresh”.

The screenshot shows the "Registration" interface at "Complete - Step 2 of 2". The progress bar at the top now shows "Registration" as complete and "Complete" as the current step. The main content area features a green checkmark icon followed by the text "Registration Complete!". Below this, it says "The voting is not open yet. Refresh this page or come back here later." A blue "Refresh" button is positioned to the right of this text. At the bottom, a light blue box contains the text "You can join the meeting online using the following link" and a URL: <https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjbLYuZjNQd2xVWXdlMGgwZz09>. Green arrows point to the "Refresh" button and the meeting URL.

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VOTING

- The next screen will display the resolutions to be put to the meeting.
- The Chair of the meeting will provide instructions on when to mark your vote.
- You record your vote by selecting either “for”, “against” or “abstain” next to the appropriate resolution.
- Once voting has been declared closed you must select “next” to submit your vote.

Voting

Sample Corporation LTD - Annual General Meeting

Registration Poll Review Complete

Poll - Step 2 of 4

You can join the meeting online using the following link
<https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjbjYyZjNQd2xVWXciMGgwZz09>

Resolutions
You must vote on all resolutions, except for those marked as withdrawn.

1	Remuneration Report	for	against	abstain
2	Re-Election of Mr Robert Smith as Director	for	against	abstain

prev next

- On the next screen, check your vote is correct and select the box next to “declaration” – you cannot confirm your vote unless you select this box.
- Select “confirm” to confirm your vote – you CANNOT amend your vote after pressing the “confirm” button.

Review - Step 3 of 4

Confirmation
Please review and confirm.

1	Remuneration Report	for	against	abstain
2	Re-Election of Mr Robert Smith as Director	for	against	abstain

Declaration PLEASE NOTE: You will not be able to change your votes after pressing the confirm button.
By pressing **confirm** you agree that this online voting form has been signed, authorised and submitted by you, in your capacity as a registered holder (or legally authorised representative) of the Company, in accordance with the requirements under the Company's Constitution, the Corporations Act 2001 (Ch) and Automic's terms and conditions.

prev confirm

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VOTING COMPLETE


- Your vote is now lodged and is final.

Voting

Sample Corporation LTD - Annual General Meeting

Progress: Poll (0) — Review (1) — Complete (2)

Complete - Step 3 of 3

 Complete

You have successfully submitted your vote.

You can join the meeting online using the following link

<https://us02web.zoom.us/j/85784417406?pwd=TFf0TTdGTEhGSENIbUN5NzF3bUJlUQT09;>

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Your proxy voting instruction must be received by **01.30pm (AEDT) on Tuesday, 12 November 2024**, 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://automic.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.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

<https://automicgroup.com.au/>

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Cettire Limited, to be held virtually at **01.30pm (AEDT) on Thursday, 14 November 2024** hereby:

Appoint the Chair of the Meeting (Chair) OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

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The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

Unless indicated otherwise by ticking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

VIRTUAL PARTICIPATION AT THE MEETING:

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.

To access 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 attending the virtual meeting**

Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered.

STEP 2 - Your voting direction

Resolutions	For	Against	Abstain
1 FY24 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Richard Dennis (Rick) as Non-Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-election of Jonathan Gidney (Jon) as Non-Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Re-election of Caroline Elliott as Non-Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3 - Signatures and contact details

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).