



ASX ANNOUNCEMENT | 2 July 2025

ASX:
SRJ

Notice of Extraordinary General Meeting

Dear Securityholders

SRJ Technologies Group Plc - Notice of Extraordinary General Meeting

SRJ Technologies Group Plc (ASX: SRJ) (the **Company**) advises that the Extraordinary General Meeting of the Company (the **Meeting**) will be held on Friday 25 July 2025 at 5pm (AEST) / 8am (UK) via a virtual meeting held **via Teleconference**.

The Company will not be sending hard copies of the Notice of Extraordinary General Meeting (the **Notice**) to shareholders and holders of CHESS Depositary Interests in the Company (together, the **Security Holders**), but Security Holders can view and download the Notice of Meeting from the Company's website at www.srj-technologies.com/investors.

The board of directors of the Company have decided to hold the meeting virtually. Accordingly, Security Holders will **NOT** be able to attend the Meeting in person. The Meeting will be held by Teleconference, with log in details provided in the Notice of Meeting.

To ensure that as many votes as possible are recorded, the Board of directors strongly encourage all shareholders to vote by lodging the proxy form attached to the Notice of Meeting prior to the proxy cut off time, being 5pm AEST / (8am UK) on Wednesday, 23 July 2025. Similarly, holders of CHESS Depositary Interests in the Company will need to lodge the CDI Voting Instruction Form by no later than 10am AEST on Tuesday 22 July 2025.

If it becomes necessary or appropriate to make alternative arrangements for the Meeting, the Company will notify Security Holders via the Company's website at www.srj-technologies.com/investors and the ASX announcement platform.

For and on behalf of the board of directors.

Ben Donovan
Company Secretary

- Ends -

This announcement has been authorised for release by the Board of Directors.

FOR FURTHER INFORMATION PLEASE CONTACT

INVESTORS

George Gourlay

Non-Executive Chair, SRJ Technologies

E. info@srj-technologies.com

ABOUT SRJ TECHNOLOGIES

SRJ delivers a range of asset integrity products, consulting services and solutions to the energy and maritime industries.

Remote inspection services are provided utilising advanced robotics and custom UAV technologies. SRJ's specialised consulting services and range of containment management solutions enable customers to assure the integrity of new and ageing assets subject to ever more demanding regulatory pressures.

By providing advanced robotic and UAV systems, ACE (an SRJ Group company) is revolutionising asset inspection in terms of minimising human risk and providing accurate and repeatable inspection data. ACE is able to inspect the previously un-inspectable, delivering asset integrity assurance and management to the Energy and Marine industries. ACE has achieved accreditation with all the major Marine Class Societies.

SRJ's consulting expertise covers all areas of the asset integrity management value chain. Understanding the integrity risks our customers face generates high margin revenues and provides visibility of future product/solution needs particularly as assets degrade with age but require safe and efficient life extension.

SRJ's range of asset integrity products and solutions have gained industry approval across the energy sector and are now in use across the world. SRJ's products are designed to maintain and assure the integrity of pressure containment systems and therefore play an important role in the overall integrity of operating facilities.

Using pre-qualified service providers and manufacturers local to customer, SRJ is geolocation flexible and able to deliver a range of high quality, agile and cost-conscious solutions globally.

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Satchell Lane, Hamble, Southampton



2 July 2025

Dear Securityholder,

On behalf of the Directors of SRJ Technologies Group Plc ARBN 642 229 856 (ASX:SRJ) (**SRJ Technologies**), I am pleased to invite you to attend the Extraordinary General Meeting (**Meeting**) of SRJ Technologies.

The Meeting will be held on Friday, 25 July 2025 commencing at 5:00pm (AEST) / 8:00am (UK). The Meeting will be held virtually (online).

Shareholders must register to attend the Meeting virtually no later than 48 hours before the date of the Meeting, being 5:00pm (AEST) on 23 July 2025, at which time they will be provided with a personalised poll form to vote at the Meeting. Details as to how Shareholders can register to attend the Meeting can be found in this Notice. Alternatively, Shareholders may vote by completing the Proxy Form which accompanies this Notice.

Holders of CDIs (**CDI Holders**) will not be able to vote online during the Meeting but will be able to ask questions and submit a CDI Voting Form ahead of the Meeting. CDI Holders must submit their properly completed CDI Voting Form and lodge it with the Company by no later than 10:00am (AEST) on 21 July 2025 and in a manner as set out in this Notice of Meeting. The CDI Voting Form accompanies this Notice.

You are able to view and download a copy of the Notice of Meeting from our website <https://www.srj-technologies.com/> or via the ASX announcements platform. Also available on our website, will be all the information you need to attend the Meeting. It will include our virtual meeting online guide on how to register for online voting.

Whether or not you expect to virtually attend the Meeting, we strongly encourage you to submit your Proxy Form or CDI Voting Form as soon as possible so that your applicable Shares and / or CDIs can be voted at the Meeting.

The Directors of SRJ Technologies unanimously recommend that Securityholders vote in favour of all resolutions.

Thank you for your continued support of SRJ Technologies.

Yours faithfully,

George Gourlay

Non-Executive Chairman

For personal use only



SRJ TECHNOLOGIES GROUP PLC

ARBN 642 229 856

Notice of Extraordinary General Meeting of Shareholders

This Extraordinary General Meeting of Shareholders of SRJ Technologies Group Plc ARBN 642 229 856 ("**SRJ**" or "**Company**") will be held at:

TIME: 5:00pm AEST / 8:00am UK

DATE: Friday 25th July 2025

PLACE: The meeting will be held virtually and can be accessed using the following link

https://teams.microsoft.com/join/19%3ameeting_M2JkZGU2NDQtNWYxNy00MDE2LWEyZGUtZGE3MGlxOTEyNjI0%40thread.v2/0?context=%7b%22id%22%3a%221dc58bf2-2efa-463a-81e2-6f9c09e2812d%22%2c%22oid%22%3a%22705821de-9fc8-4363-9925-2f63377fdf3a%22%7d

The business of the Meeting affects your security holding and your vote is important.

This Notice of Meeting should be read in its entirety. If Securityholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Meeting is being held by way of a virtual meeting which will be held electronically using an online meeting platform (further instructions are enclosed in this Notice).

All Securityholders (being both holders of fully paid ordinary shares in the Company and holders of CDIs) are urged to vote their Shares or CDIs, whether by attending the Meeting electronically or submitting a Proxy Form (in the case of Shareholders) or submitting a CDI Voting Form (in the case of CDI Holders).

For personal use only



SRJ Technologies Group Plc
ARBN 642 229 856

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Shareholders of the Company will be held virtually at 5:00pm AEST / 8:00am UK on Friday 25 July 2025 ("**Meeting**").

The Explanatory Statement provides additional information on matters to be considered at the Meeting. The Explanatory Statement, the Proxy Form and CDI Voting Form accompany and form part of this Notice.

The Directors have determined pursuant to the Articles of Association that the persons eligible to vote at the Meeting are those who are registered Shareholders at 7:00pm AEST on 23 July 2025.

Terms and abbreviations used in this Notice (including the Explanatory Statement) are defined in the Glossary.

SPECIAL BUSINESS

1. Approval of increase to the Authorised Share Capital (Resolution 1)

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

"That Securityholders approve:

- the authorised share capital of the Company being increased from £100,000 divided into 800,000,000 Shares of £0.000125 each to £100,000 divided into 1,700,000,000 Shares of £0.0000588 each, having the rights and being subject to the restrictions set out in the Articles of Association of the Company; and*
- the memorandum of association of the Company be altered accordingly by the deletion of paragraph 4 and its replacement with the following as a new paragraph 4:*

"4. The share capital of the company is £100,000 divided into 1,700,000,000 Shares of £0.0000588 each."

Explanatory Statement

This Explanatory Statement forms part of this Notice of Extraordinary General Meeting and should be read in conjunction with it.

Shareholders and CDI Holders are specifically referred to in the Glossary in the Explanatory Statement which contains definitions of capitalised terms used in this Notice of Extraordinary General Meeting and the Explanatory Statement.

Action to be taken by Shareholders and CDI Holders

Shareholders and CDI Holders should read this Notice including the Explanatory Statement carefully before deciding how to vote on the Resolutions.

Voting

The Company has determined to hold the Meeting as a virtual meeting. Please refer to the information below on how Securityholders can participate in the Meeting.

As Securityholders will not be able to physically attend the Meeting, it will be deemed to be held at the registered office of the Company.

Proxies

All voting will be conducted by poll using proxy instructions received in advance of the Meeting and any live votes. The poll will be conducted based on votes submitted by proxy and at the Meeting by Shareholders who have indicated that they intend to vote at the Meeting in accordance with the instructions set out below.

The Directors instruct all Shareholders who would like to have their vote counted to either:

- a) vote by lodging a Proxy Form by Wednesday 23 July 2025 at 5:00pm (AEST) (**Proxy Cut-Off Time**) (recommended); or
- b) Shareholders who wish to participate and vote at the Meeting should contact the Company at bdonovan@arguscorp.com.au prior to 5:00pm (AEST) on Wednesday 23 July 2025 providing their holder name, SRN/ HIN, address and number of Shares held, at which point the Company will email you a personalised poll form for the purpose of voting on a poll at the Meeting.

The Directors instruct all CDI Holders who would like to have their vote counted, to vote by lodging their CDI Voting Form by Tuesday 22 July at 10:00am (AEST) (**CDI Form Cut-Off Time**) (recommended).

How Shareholders can participate:

- a) Shareholders are strongly urged to appoint the Chairperson as their proxy. Shareholders can complete the Proxy Form to provide specific instructions on how a Shareholder's vote is to be cast on each item of business, and the Chairperson must follow your instructions. Lodgement instructions (which include the ability to lodge proxies online) are set out in the Proxy Form attached to the Notice.
- b) Shareholders who intend to participate and vote on a poll at the Meeting must contact the Company at bdonovan@arguscorp.com.au to notify the Company that you intend to participate and vote on a poll at the Meeting. You will also need to access the Meeting by videoconference to follow the progress of the Meeting to participate in the poll (see below). Once you have registered to attend the Meeting, and following the Proxy Cut-Off Time, the Company will send you a personalised poll form. The personalised poll form must be



completed and returned to the Company after the poll has been called and within 1 hour of the close of polling. The poll card can be returned to the Company Secretary at bdonovan@arguscorp.com.au. During the Meeting, the Chairperson will notify you when and how you are able to complete and return the personalised poll form. The results of the Meeting will then be announced on the ASX in accordance with the Listing Rules.

How CDI Holders can participate:

- a) CDI Holders will be able to attend the Meeting and ask questions but will not be able to vote at the Meeting. In order to vote, CDI Holders can complete the CDI Voting Form to provide specific instructions on how a CDI Holder's vote is to be cast on each item of business, and our CDI depository, CHESS Depository Nominees Pty Ltd (**CDN**), must follow your instructions. Lodgement instructions (which include the ability to lodge CDI Voting Forms online) are set out in the CDI Voting Form attached to the Notice.

A Proxy Form and a CDI Voting Form are enclosed with this Notice. The Directors strongly encourage all Shareholders and CDI Holders to sign and return the Proxy Form or complete the CDI Voting Form (as appropriate) in accordance with the instructions thereon.

Chairperson's voting intention

The Chairperson intends to vote all available proxies in favour of all Resolutions, unless the Securityholder has expressly indicated a different voting intention.

Submitting questions

Shareholders and CDI Holders may submit questions in advance of the Meeting to the Company. Questions must be submitted by emailing the Company Secretary at bdonovan@arguscorp.com.au by 4:00pm AEST by Wednesday 23rd July 2025.

Shareholders and CDI Holders will also have the opportunity to submit questions during the Meeting in respect to the formal items of business. In order to ask a question during the Meeting, please follow the instructions from the Chairperson.

The Chairperson will attempt to respond to the questions during the Meeting. The Chairperson will request prior to a Shareholder or CDI Holder asking a question that they identify themselves (including the entity name of their shareholding and the number of Shares or CDIs they hold).

Remote attendance via video conference

The Meeting will be accessible to all Shareholders and CDI Holders that have registered to attend the Meeting via a **live webinar**, which will allow Shareholders and CDI Holders to listen and observe the Meeting and ask questions in relation to the business of the Meeting. To register and access the Meeting by webinar, Shareholders and CDI Holders should copy the link below to your web browser.

https://teams.microsoft.com/join/19%3ameeting_M2JkZGU2NDQtNWYxNy00MDE2LWEyZGUtZGE3MGlxOTEyNjI0%40thead.v2/0?context=%7b%22id%22%3a%221dc58bf2-2efa-463a-81e2-6f9c09e2812d%22%2c%22oid%22%3a%22705821de-9fc8-4363-9925-2f63377fdf3a%22%7d

Voting Entitlements

The Board has determined that a Shareholder's entitlement to vote at the Extraordinary General Meeting will be the entitlement of that person set out in the register of Shareholders as at 7:00pm (AEST) on Wednesday 23 July 2025. Accordingly, transactions registered after that time will be



disregarded in determining a Shareholder's entitlement to attend and vote at this Extraordinary General Meeting.

Enquiries

Securityholders may contact the Company Secretary, Ben Donovan, on bdonovan@arguscorp.com.au if they have any queries in respect of the matters set out in these documents.

Voting requirements

Recommendation 6.4 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4th edition) and ASX guidance provide that an ASX listed entity should ensure that all substantive resolutions at a meeting of shareholders are decided by a poll rather than by a show of hands. In accordance with these recommendations, the Chairperson has determined in accordance with the Articles of Association that all resolutions put to Shareholders at the Meeting will be decided by poll rather than by a show of hands.

In accordance with the Articles of Association and the ASX Listing Rules, Resolution 1 requires a special resolution which requires over 75% of votes cast by Shareholders entitled to vote on those Resolutions.

ITEM 1 : Approval of increase to the Authorised Share Capital (Resolution 1)

Background

Pursuant to clause 4 of the Articles of Association, the total number of Shares that may be issued by the Company must not exceed 800,000,000 (**Authorised Number**).

The current issued share capital of the Company is 623,928,499 CDI/Shares and 46,421,187 options with various expiry terms.

The Company wishes to have the flexibility to raise additional capital or make acquisitions in the future.

As any future capital raising or acquisition would likely exceed the current Authorised Number of CDIs under the Company's Articles of Association, the Company is seeking Securityholder approval to increase the Authorised Number to 1,700,000,000 Shares.

Board recommendation

The Board recommends that Securityholders vote in favour of Resolution 1. The Chairperson intends to vote all available proxies in favour of Resolution 1.



Glossary

In the Explanatory Statement, the following terms have the following meaning unless the context otherwise requires:

\$	means Australian dollars.
AEST	means Australian Eastern Standard Time as observed in Sydney, New South Wales.
Articles of Association	means the Articles of Association of the Company.
ASIC	Australian Securities and Investments Commission.
ASX	means ASX Limited ACN 008 624 691 or the financial market operated by ASX Limited, as the context requires.
Board	means the Board of Directors of the Company.
CDI	means a Chess Depositary Interest over a Share.
CDI Holder	means a registered holder of a CDI.
CDI Voting Form	means the voting form accompanying this Notice.
Chairperson	means the Chairperson of the Meeting.
Company or SRJ	means SRJ Technologies Group Plc (ARBN 642 229 856).
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Director	means a Director of the Company.
Equity Security	has the meaning given in Chapter 19 of the Listing Rules.
Explanatory Statement	means the Explanatory Statement accompanying this Notice of Extraordinary General Meeting.
Extraordinary General Meeting or Meeting	means the meeting convened by this Notice
Listing Rules or ASX Listing Rules	means the listing rules of ASX.
Notice or Notice of Extraordinary General Meeting	means this Notice of Extraordinary General Meeting accompanying the Explanatory Statement.
Proxy Form	means the proxy form accompanying the Notice.
Registry	means Computershare Investor Services Pty Limited.
Resolution	means each resolution set out in the Notice.
Securities	means all of the securities in the capital of the Company, being both Shares and CDIs and otherwise.
Securityholder	means a holder of Securities.



Share(s)	means ordinary fully paid shares in the capital of the Company.
Shareholder	means a registered holder of a Share.



SRJ TECHNOLOGIES GROUP PLC
ARBN 642 229 856

SRJ

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **10:00am (AEST) on Tuesday, 22 July 2025.**

CDI Voting Instruction Form

How to Vote on the Item of Business

Each CHESS Depositary Interest (CDI) is equivalent to one Ordinary share in the Company, so that every 1 (one) CDI registered in your name at 7:00pm (AEST) on Monday, 21 July 2025 entitles you to one vote.

You can vote by completing, signing and returning your CDI Voting Instruction Form. This form gives your voting instructions to CHESS Depositary Nominees Pty Ltd, which will vote the underlying shares on your behalf. You need to return the form no later than the time and date shown above to give CHESS Depositary Nominees Pty Ltd enough time to tabulate all CHESS Depositary Interest votes and to vote on the underlying shares.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the Australian registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided, which state the office held by the signatory, ie Sole Director, Sole Company Secretary or Director and Company Secretary. Delete titles as applicable.

Lodge your Form:

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Online:

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

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

By Mail:

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

By Fax:

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



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

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

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

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



I 9999999999

I ND

■ **CDI Voting Instruction Form**

Please mark ☒ to indicate your directions

Step 1 **CHESS Depositary Nominees Pty Ltd will vote as directed**

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Voting Instructions to CHESS Depositary Nominees Pty Ltd

At the Extraordinary General Meeting of SRJ Technologies Group plc to be held virtually on Friday, 25 July 2025 at 5:00pm (AEST) / 8:00am (UK time) and at any adjournment of that meeting, I/We being a holder of CHESS Depositary Interests of SRJ Technologies Group plc, hereby:

Please mark box A **OR** B with an 'X'

A ☐ direct CHESS Depositary Nominees Pty Ltd (CDN) to appoint the Chairperson of the Meeting to vote on my/our behalf with respect to the Resolution below in the manner instructed in Step 2 below to attend and vote the shares underlying my/our holding

OR

B ☐ direct CDN to appoint the following person to vote on my/our behalf with respect to the Resolution below in the manner instructed in Step 2 below to attend and vote the shares underlying my/our holding.

If you instruct CDN to direct a Proxy to vote and do not mark either the "FOR", "AGAINST" or "VOTE WITHHELD" box, the Proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Step 2 **Item of Business**

Special Resolution

1. Approval of increase to the Authorised Share Capital (Resolution 1).

For Against **Vote**
Withheld

☐

☐

☐

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

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details *(Optional)*

Mobile Number

Email Address

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

■ **SRJ**

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Computershare

