

27 August 2025

EXTENSION OF TIME TO HOLD AGM AND ADDENDUM

Excite Technology Services Limited (ASX:EXT) (**EXT**) is pleased to advise that it has applied for and been granted by ASIC an extension of time to hold its annual general meeting (**AGM**) by one month.

The purpose of the extension of time to hold the AGM was to include additional resolutions in the business of the AGM, in particular resolutions seeking shareholder approval for the proposed issue of shares in lieu of cash for director services rendered to EXT by Neil Sinclair.

EXT has prepared an addendum to the notice of annual general meeting dated 28 July 2025 that amends the details of the AGM to 11:00am (Sydney time) on 29 September 2025 at Room 10C Christie Spaces, Level 10, 100 Walker Street, North Sydney NSW 2060 and includes the additional resolutions for the issue of shares in lieu of cash as described above in the business of the AGM.

A copy of the addendum is enclosed with this announcement.

The addendum is being dispatched to all shareholders with an amended proxy form. If you have already returned the old proxy form, you can complete and return the new proxy form to vote on the new resolutions (or to change your proxy voting instructions for any of the resolutions). Otherwise, your old proxy form will continue to be treated as your proxy form for the purposes of the AGM. The deadline for return of proxy forms is also updated to 11:00am (Sydney time) on 27 September 2025.

-ends-

This announcement has been authorised by the Board

Further information please visit

<https://excitecyber.com>

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About Excite Technology Services Limited

Excite offers comprehensive cybersecurity services, including threat prevention, managed cloud and IT services, specialist digital forensics, incident response, forensic investigations, and accredited training to ensure a safe Australia.

EXCITE TECHNOLOGY SERVICES LIMITED
ABN 61 120 658 497

ADDENDUM
TO THE NOTICE OF THE ANNUAL GENERAL MEETING

This addendum (**Addendum**) is an addendum to the Company's Notice of Annual General Meeting (**Notice**) dated 28 July 2025 for the 2025 Annual General Meeting of the shareholders of the Company (**the Meeting**).

The Notice was released as an announcement to ASX on 31 July 2025. Capitalised terms in this Addendum that are not defined in this Addendum have the meaning set out in the Notice.

The Meeting was originally scheduled to be held on 29 August 2025. The Board has determined to change the date of the Meeting to 29 September 2025, to be held at Room 10C Christie Spaces, Level 10, 100 Walker Street, North Sydney NSW 2060 at 11:00am (Sydney time).

Further details of the Meeting and the additional resolutions are set out in this Addendum.

This Addendum varies the Notice and the Explanatory Memorandum (**Memorandum**) which accompanied and formed part of the Notice, and should be read together with the Notice and the Memorandum. Except as set out in this Addendum, the Notice remains in the same form as released to ASX on 31 July 2025.

POSTPONEMENT OF ANNUAL GENERAL MEETING

The Company has applied to ASIC to extend the date by which the Company is required to hold its 2025 Annual General Meeting. ASIC granted the application for an extension and extended the date by which the Company was required to hold its 2025 Annual General Meeting by one month.

Having regard to the extension granted by ASIC, the Board has determined to change the date of the Meeting to 29 September 2025, to be held at Room 10C Christie Spaces, Level 10, 100 Walker Street, North Sydney NSW 2060 at 11:00am (Sydney time).

The purpose of the postponement is to add resolutions to the business of the Meeting as described in this Addendum. The deadline for return of proxy forms is also updated to 11:00am (Sydney time) on 27 September 2025.

NEW RESOLUTIONS

The Notice is amended pursuant to this Addendum to include two additional resolutions (Resolutions 8 to 9) as set out in this Addendum to the business to be considered at the Meeting. The additional resolutions are set out on pages 3 and 4 of this Addendum, which amend the agenda of the Meeting to add the additional resolutions. The explanatory text for the additional resolutions is set out on pages 5 to 7 of this Addendum, which update the Memorandum contained in the Notice to include details of the additional resolutions. New Annexure B on page 8 updates the Memorandum contained in the Notice to include one additional annexure with information in respect of the additional resolutions added under this Addendum.

REPLACEMENT PROXY FORM

A New proxy form accompanies this Addendum. The new proxy form replaces the old proxy form which accompanied the Notice and includes provision to vote on the new resolutions added to the business of the Meeting pursuant to the terms of this Addendum.

If you have already returned the old proxy form, you can complete and return the new proxy form to vote on the new Resolutions (or to change your proxy voting instructions for any of the resolutions). Otherwise, your old proxy form will continue to be treated as your proxy form for the purposes of the Meeting.

YOUR VOTE IS IMPORTANT

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

VOTING ENTITLEMENT

For the purposes of the Corporations Act and the Corporations Regulations, shareholders entered in the Company's Register of Members as at 7.00pm on 27 September 2025 are entitled to attend and vote at the Meeting. On a poll, members have one vote for every fully paid ordinary share held. Holders of convertible securities are not entitled to vote in respect of those convertible securities.

HOW THE CHAIR WILL VOTE UNDIRECTED PROXIES

Subject to the restrictions described in the Notice and in this Addendum, the Chair of the Meeting will vote undirected proxies in favour of all of the proposed resolutions.

PROXY AND VOTING INSTRUCTIONS

Except as expressly described in this Addendum, the proxy and voting instructions contained in page 5 of the Notice continue to apply to the Meeting and are incorporated into this Addendum (with such amendments as are expressly described in this Addendum).

AGENDA

RESOLUTION 8: APPROVAL FOR ISSUE OF SHARES IN LIEU OF CASH FEES – NEIL SINCLAIR

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

“That, for the purposes of Listing Rule 10.14 and for all other purposes, shareholders approve the issue of 7,798,442 fully paid ordinary shares under the Director Share Plan to Neil Sinclair (and/or his nominee(s)) in lieu of cash fees for director services rendered and as described in the Memorandum which accompanied and formed part of this Notice.”

A voting exclusion and proxy voting prohibition as set out below in this Notice applies to Resolution 8.

RESOLUTION 9: APPROVAL FOR ISSUE OF SHARES IN LIEU OF CASH FEES – NEIL SINCLAIR

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

“That, for the purposes of Listing Rule 10.14 and for all other purposes, shareholders approve the issue of up to 4,032,000 fully paid ordinary shares under the Director Share Plan to Neil Sinclair (and/or his nominee(s)) in lieu of cash fees for director services rendered and as described in the Memorandum which accompanied and formed part of this Notice.”

A voting exclusion and proxy voting prohibition as set out below in this Notice applies to Resolution 9.

Voting Exclusion Statement – Resolutions 8 and 9

The Company will disregard any votes cast in favour of Resolutions 8 and 9 respectively by or on behalf of a person referred to in ASX Listing Rules 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question and any of their associates.

However, this does not apply to a vote cast in favour of Resolutions 8 and 9 respectively by:

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the 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*
- *a holder acting solely as nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:*
 - *the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and*
 - *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

Proxy Voting Prohibition – Resolutions 8 and 9

Other than as set out below, a vote on Resolutions 8 and 9 respectively must not be cast as proxy by a Restricted Voter.

A Restricted Voter may cast a vote on Resolutions 8 and 9 respectively as a proxy if either:

- *the Restricted Voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this resolution; or*
- *the Restricted Voter is the chair and the written appointment of the chair as proxy:*
 - *does not specify the way the proxy is to vote on this resolution; and*
 - *expressly authorises the chair to exercise the proxy even though this resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.*

By the order of the Board

A handwritten signature in blue ink, appearing to read 'Patrick Gowans', with a stylized flourish at the end.

Patrick Gowans
Company Secretary

Dated: 27 August 2025

The accompanying updated Memorandum forms part of the Addendum.

For personal use only

EXPLANATORY MEMORANDUM – AMENDMENT & ADDITIONAL INFORMATION

The Company hereby gives notice of the amendment of the Memorandum which accompanied and formed part of the Notice as set out in this Addendum. The information contained herein is to following the end of the explanatory text in the Memorandum for resolution 7.

Background to Resolutions 8 and 9 – Issue of shares in lieu of cash fees to Neil Sinclair

Resolutions 8 and 9 seek shareholder approval, for the purposes of ASX Listing Rule 10.14 and for all other purposes, to issue fully paid ordinary shares (**Director Shares**) under the Director Share Plan (**Plan**) to Neil Sinclair (and/or his nominee(s)) in lieu of cash fees for director services rendered as a means of preserving the cash resources of the Company. It is proposed to issue Neil Sinclair (and/or his nominee(s)):

- 7,798,442 Director Shares at a deemed issue price of \$0.01 (1 cent) per Director Share in lieu of cash for director fees of \$77,984.42, which represents accrued but unpaid director fees. The issue of these Director Shares is subject to shareholder approval which is sought under resolution 8.
- Up to 4,032,000 Director Shares at a deemed issue price of \$0.01 (1 cent) per Director Share in lieu of cash for director fees on up to \$40,320, which represents the annual amount of director fees payable by the Company to Neil Sinclair. The issue of these Director Shares is subject to shareholder approval which is sought under resolution 9. The number of Director Shares that will be issued if shareholders approve resolution 9 will be as agreed between the Company and Neil Sinclair, provided however that the maximum number of Director Shares that may be issued pursuant to the shareholder approval of resolution 9 shall not exceed 4,032,000 Director Shares and such issue will only be in lieu of cash for director fees that would otherwise be payable by the Company in cash to Neil Sinclair.

If shareholders:

- Approve both resolutions 8 and 9, the Company will be able to issue the Director Shares to Neil Sinclair (and/or his nominee(s)) in lieu of cash for Director services rendered. The issue of Director Shares will also increase the placement capacity available to the Company under ASX Listing Rule 7.1 and, if approval is held at the time, ASX Listing Rule 7.1A.
- Approve one, but not both, of resolutions 8 and 9 then the Company will be able to issue Director Shares in lieu of cash for Director services rendered for all or a portion of such cash fees the subject of the resolution approved by shareholders and the issue of Director Shares will also increase the placement capacity available to the Company under ASX Listing Rule 7.1 and, if approval is held at the time, ASX Listing Rule 7.1A. The Company will not however be able to issue Director Shares in respect of the resolution not approved by shareholders.
- Do not approve either of resolutions 8 or 9, then the Company will not be able to issue Director Shares in lieu of cash for Director services rendered.

ASX Listing Rules

The following information is provided for resolutions 8 and 9 for the purposes of ASX Listing Rule 10.15:

- The Director Shares under resolutions 8 and 9 are to be issued to Neil Sinclair (and/or his nominee(s)).
- Neil Sinclair is a director and therefore falls within ASX Listing Rule 10.14.1.
- The number of Director Shares to be issued under resolution 8 is 7,798,442. The maximum number of Director Shares that may be issued under resolution 9 is 4,032,000.
- The annual remuneration of Neil Sinclair is \$40,320.
- No securities have previously been issued under the Plan, including to Neil Sinclair.
- The Company proposes issuing the Director Shares the subject of resolution 8 shortly after the Meeting. The Company proposes issuing the Director Shares the subject of resolution 9 on or around the date that

is 12 months after the Meeting in respect of annual accrued director fees. In any event, no securities will be issued under resolutions 8 or 9 later than the date that is 3 years after the date of the Meeting.

- The Director Shares will be issued at a deemed issue price of \$0.01 (1 cent) per Director Share. The issue of Director Shares will be in lieu of cash in respect of director fees that would otherwise be payable in cash by the Company to Neil Sinclair
- A summary of the material terms of the Plan is set out in Annexure B.
- No loans are proposed to be made in respect of the issue of the Director Shares.
- Details of any Director Shares issued under the Plan will be published in the annual report of the Company relating to the period in which the Director Shares were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
- Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after resolutions 8 and 9 are approved and who are not named in the Notice will not participate until approval is obtained under that rule.
- A voting exclusion statement as set out in the Notice applies to Resolutions 8 and 9.

Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits the Company from giving a financial benefit to a related party of the Company unless either:

- (a) the giving of the financial benefit falls within one of the exceptions to the provisions; or
- (b) Shareholder approval is obtained prior to the giving of the financial benefit.

The proposed issue of the Shares pursuant to Resolutions 8 and 9 (which are types of equity security, for the purposes of the Chapter 2E of the Corporations Act) constitutes the giving of a financial benefit.

A “related party” for the purposes of the Corporations Act and the Listing Rules is widely defined and includes a director of a public company, a spouse of a director of a public company or an entity controlled by a director of a public company. The definition of “related party” also includes a person whom there is reasonable grounds to believe will become a “related party” of a public company.

The directors (other than Neil Sinclair who was not present and did not participate in discussions or the decision making process in respect of the proposed issue of Director Shares) carefully considered the potential issue of Director Shares the subject of Resolutions 8 and 9 and formed the view that the giving of this financial benefit is reasonable remuneration, as the Director Shares are proposed to be issued in lieu of cash for services rendered to the Company at an issue price that is consistent with the market price of the fully paid ordinary shares of the Company as traded on ASX. Accordingly, the non-conflicted directors believe that the issue of Director Shares falls within the “reasonable remuneration” exception as set out in section 211 of the Corporations Act and relies on this exception for the purposes of resolutions 8 and 9.

Note: all monetary amounts are in Australian dollars.

ANNEXURE B
SUMMARY OF TERMS OF DIRECTOR SHARE PLAN

A summary of the material terms of the Director Share Plan (**Plan**) is set out below.

The maximum number of securities which may be issued under the Plan is 11,830,442, being the maximum number of shares that are proposed to be issued in aggregate under Resolutions 8 and 9.

Any issue of securities under the Plan will be announced to ASX.

The Plan provides for the issue of fully paid ordinary shares to Neil Sinclair (and/or his nominee(s)). The purpose of the Plan is to give effect to the shareholder approval which is sought under Resolutions 8 and 9 to allow the Neil Sinclair (and/or his nominee(s)) to receive fully paid ordinary shares in lieu of cash for director services provided to the Company.

Fully paid ordinary shares issued under the Plan will have a deemed issue price of \$0.01 (1 cent).

Only Neil Sinclair (and/or his nominee(s)) is eligible to participate in the Plan. The participation in the Plan is subject to and conditional upon compliance with applicable law, a requirement for prior shareholder approval in accordance with the ASX Listing Rules to be obtained, as required.

It is not anticipated any other entity will be able to participate in the Plan.

The shareholder approval that is sought pursuant to resolutions 8 and 9 will allow for Neil Sinclair (and/or his nominee(s)) to participate in the Plan.

The Board is to administer the Plan, including but not limited to determining the terms of securities to be issued and the suspension or termination of the Plan.

The Plan is to be interpreted and applied in accordance with and subject to the ASX Listing Rules.