
HITIQ LIMITED

ACN 609 543 213

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 3.30pm AEDT

DATE: Friday, 28 November 2025

PLACE: The meeting is a **hybrid meeting** which will be held at:

Online:

https://us02web.zoom.us/webinar/register/WN_7uebNe4pTeSwCAAJUeisyg

In Person:

Unit 4/38-42 White Street
SOUTH MELBOURNE VIC 3205

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

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

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 Shareholders at 3.30pm (AEDT) on 26 November 2025.

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BUSINESS OF THE MEETING

FINANCIAL STATEMENTS AND REPORTS

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.

1. 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, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2025."

Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.

A voting prohibition statement applies to this Resolution. Please see below.

2. RESOLUTION 2 – ELECTION OF DIRECTOR – JENNIFER TUCKER

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

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

3. RESOLUTION 3 – ELECTION OF DIRECTOR – TONY TOOHEY

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

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

4. RESOLUTION 4 – RE-ELECTION OF DIRECTOR – MATTHEW CLAYWORTH

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

"That Matthew Clayworth, a Director, in accordance with clause 14.2 of the Company's Constitution, retires by rotation, and being eligible, be re-elected as a Director of the Company, effective immediately."

5. RESOLUTION 5 – APPROVAL OF 7.1A MANDATE

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

"That for the purposes of ASX 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 ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."

6. RESOLUTION 6 – RATIFICATION OF SEPTEMBER PLACEMENT SECURITIES

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 11,363,637 Shares at \$0.022 per Share and 5,681,819

accompanying Options on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

7. RESOLUTION 7 – RATIFICATION OF SHARES ISSUED TO IP ADVISER

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 4,090,909 Shares at \$0.022 per Share on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

8. RESOLUTION 8 – RATIFICATION OF SECURITIES ISSUED TO SPARK PLUS

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 2,363,637 Shares and 681,819 Options to Spark Plus Pte Ltd on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

9. RESOLUTION 9 – RATIFICATION OF MAY PLACEMENT SECURITIES

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 ratify the issue of 30,909,091 Shares and one (1) Option for every two (2) Shares subscribed for and issued to the Placement Participants on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

10. RESOLUTION 10 – APPROVAL TO ISSUE OPTIONS TO UNDERWRITER

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 7.1 and for all other purposes, approval is given for the Company to issue 16,402,640 Options to GBA Capital Pty Ltd on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

11. RESOLUTION 11 – APPROVAL TO ISSUE OPTIONS TO JOINT LEAD MANAGERS

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 7.1 and for all other purposes, approval is given for the Company to issue up to 6,181,818 Options to GBA Capital Pty Ltd and SP Corporate Advisory Pty Ltd on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

12. RESOLUTION 12 – RATIFICATION OF SHARES ISSUED TO SERVICE PROVIDERS

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 ratify the issue of 5,248,043 Shares to two external services providers on the terms and conditions set out in the Explanatory Statement."

A voting exclusion statement applies to this Resolution. Please see below.

Dated: 29 October 2025

By order of the Board

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Voting Prohibition Statements

Resolution 1 – Adoption of Remuneration Report	<p>A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:</p> <ul style="list-style-type: none"> (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or (b) a Closely Related Party of such a member. <p>However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:</p> <ul style="list-style-type: none"> (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or (b) the voter is the Chair and the appointment of the Chair as proxy: <ul style="list-style-type: none"> (i) does not specify the way the proxy is to vote on this Resolution; and (ii) 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.
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Voting Exclusion Statements

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the resolution set out below by or on behalf of the following persons:

Resolution 6 – Ratification of Prior Issue of September Placement Securities	The September Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 7 – Ratification of Shares issued to IP Adviser	Forward Intellectual Property Pty Ltd or any other person who participated in the issue or an associate of that person or those persons.
Resolution 8 – Ratification of Securities issued to Spark Plus	Spark Plus Pty Ltd or any other person who participated in the issue or an associate of that person or those persons.
Resolution 9 – Ratification of May Placement Securities	The May Placement Participants or any other person who participated in the issue or an associate of that person or those persons.
Resolution 10 – Approval to issue Options to Underwriter	GBA Capital Pty Ltd or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 11 – Approval to Issue Options to Joint Lead Managers	GBA Capital Pty Ltd and SP Corporate Advisory Pty Ltd or any other person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons).
Resolution 12 – Ratification of Shares Issued to Service Providers	Keystonegroup Investments Pty Ltd and Henslow Pty Ltd or any other person who participated in the issue or an associate of that person or those persons.

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

- (a) a person as a 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
- (b) the Chair 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.

Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is 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. If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Voting in person and online

To vote in person, attend the Meeting at the time, date and place set out above.

The company is pleased to also provide shareholders with the opportunity to attend and participate in the Meeting through an online meeting platform, where shareholders will be able to watch, listen, ask questions and vote online.

To access the virtual meeting:

1. Open your internet browser and go to:
2. https://us02web.zoom.us/webinar/register/WN_7uebNe4pTeSwCAAJUeisyg Enter your registered holding name, HIN/SRN and postcode and click "**register**".
3. Shareholders are encouraged to register prior to the day of the meeting to ensure there is no delay in attending the meeting.
4. Once your details are verified, you will receive a separate email with details of how to logon on the day of the meeting.
5. Click on the URL you will be sent to join the webcast where you can view and listen to the hybrid meeting, as well as ask questions in relation to the business of the meeting.
6. Once the Chair of the Meeting has declared the poll open for voting, select "For", "Against" or "Abstain" for each resolution.

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary at hello@hitq.com.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, 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. The Company's annual financial report is available on its website at www.hitiq.com.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

2.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the annual general meeting.

2.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. 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.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

2.3 Previous voting results

At the Company's previous annual general meeting, the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution will not be relevant for this Annual General Meeting.

3. RESOLUTION 2 – ELECTION OF DIRECTOR – JENNIFER TUCKER

3.1 General

Clause 14.4 of the Company's Constitution provides that any Director appointed in addition to the existing Directors will hold office until the next following annual general meeting and is then eligible for re-election.

ASX Listing Rule 14.4 also provides that each additional director appointed during the year is to hold office until the next annual general meeting and is then eligible for election as a Director of the Company.

Ms Jennifer Tucker was appointed to the Board of Directors on 31 January 2025 and, under this Resolution, seeks election as a Director of the Company at this Meeting.

3.2 Qualifications and other material directorships

Ms Tucker has a proven track record in commercial leadership across the consumer products and health sectors. Jennifer brings a strong expertise in marketing, operations and scaling consumer-focused technology businesses.

Ms Tucker also serves as a Director of National Heart Foundation Limited, CAD Frontiers and FightMND.

3.3 Independence

The Board considers that Ms Tucker is an independent Director.

3.4 Board recommendation

The Board, other than Ms Tucker, supports the election of Ms Tucker and recommends that Shareholders vote in favour of this Resolution.

4. RESOLUTION 3 – ELECTION OF DIRECTOR – TONY TOOHEY

4.1 General

Clause 14.4 of the Company's Constitution provides that any Director appointed in addition to the existing Directors will hold office until the next following annual general meeting and is then eligible for re-election.

ASX Listing Rule 14.4 also provides that each additional director appointed during the year is to hold office until the next annual general meeting and is then eligible for election as a Director of the Company.

Mr Toohey was appointed to the Board on 31 October 2025 and, under this Resolution, seeks election as a Director of the Company at this Meeting.

4.2 Qualifications and other material directorships

Mr Toohey has over 35 years of experience in the gaming, hospitality, leisure and technology industries. He is the former managing director, CEO & executive chairman of ASX-listed Intecq Limited (formerly eBet Limited). Mr Toohey served as GM Business Development Gaming Tabcorp from 2016 until July 2018.

Mr Toohey brings a wealth of experience in senior executive roles as well as an exceptional track record in business sustainability and growth.

Mr Toohey also serves as a Director of North Sydney Leagues Club Ltd, Focus on Gaming Ltd, Boronia International Ltd and KEM Family Trust.

4.3 Independence

The Board considers that Mr Toohey is an independent Director.

4.4 Board recommendation

The Board, other than Mr Toohey, supports the election of Mr Toohey and recommends that Shareholders vote in favour of this Resolution.

5. RESOLUTION 4 – RE-ELECTION OF DIRECTOR – MATTHEW CLAYWORTH

5.1 General

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Mr. Matthew Clayworth, who has served as a director since 29 November 2023 as the representative of the Company's largest shareholder, Harmil Angel Investments, was last re-elected on 27 November 2024, retires by rotation and seeks re-election.

5.2 Qualifications and other material directorships

Mr Clayworth is a Senior Investment Advisor with Wilson's Advisory with over 20 years' experience in Financial Markets. Previous roles include working for Deutsche Bank, Citi Smith Barney and Morgan Stanley as Vice President in Private Wealth.

Mr Clayworth holds a Bachelor of Commerce from the University of Queensland and a Graduate Diploma in Applied Finance and Investment. He is currently a director of DHD Surf and a co-founder and director of Smart AI Connect.

5.3 Independence

If re-elected, the Board considers Mr Clayworth will not be an independent Director given he is the representative of the Company's largest shareholder, Harmil Angel Investments.

5.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, Mr Clayworth will be re-elected to the Board as a Non-Executive Director.

In the event that this Resolution is not passed, Mr Clayworth will not continue in his role as a Non-Executive Director. The Company may seek nominations from Harmil Angel Investments for otherwise suitably qualified candidates to join the Board as their representative. As an additional consequence, this may detract from the Board and Company's ability to execute on its strategic vision.

5.5 Board recommendation

The Board has reviewed Mr Clayworth's performance since his appointment to the Board and considers that his skills and experience will continue to enhance the Board's ability to perform its role. Accordingly, the Board, excluding Mr Clayworth, supports the re-election of Matthew Clayworth and recommends Shareholders vote in favour of this Resolution.

6. RESOLUTION 5 – APPROVAL OF 7.1A MANDATE

6.1 General

This Resolution seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

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, an Eligible Entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**). An Eligible Entity means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less. As of the date of this Notice, the Company's market capitalisation is \$9,747,649. The Company is therefore an Eligible Entity.

6.2 Technical information required by Listing Rule 14.1A

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

For note, a special resolution is a resolution requiring at least 75% of votes cast by shareholders present and eligible to vote at the meeting in favour of the resolution.

If this Resolution 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 this Resolution is not passed, the Company will not be able to access the additional 10% capacity to issue equity securities without Shareholder approval under 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.

6.3 Technical information required by Listing Rule 7.1A

REQUIRED INFORMATION	DETAILS
Period for which the 7.1A Mandate is valid	<p>The 7.1A Mandate will commence on the date of the Meeting and expire on the first to occur of the following:</p> <ul style="list-style-type: none"> (a) the date that is 12 months after the date of this Meeting; (b) the time and date of the Company's next annual general meeting; and (c) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).
Minimum price	<p>Any Equity Securities issued under the 7.1A Mandate must be in an existing quoted class of Equity Securities and be issued for cash consideration at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:</p> <ul style="list-style-type: none"> (a) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or (b) if the Equity Securities are not issued within 10 trading days of the date in paragraph (a) above, the date on which the Equity Securities are issued.
Use of funds	<p>The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate to raise funds for the development of the Company's existing assets, the acquisition of new assets or investments (including assets associated with such acquisition), to repay debt or to fund working capital.</p>
Risk of economic and voting dilution	<p>Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.</p> <p>If this Resolution is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.</p> <p>The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares as at 22 October 2025 and the number of Equity Securities on issue or proposed to be issued as at the date of the Meeting.</p>

REQUIRED INFORMATION		DETAILS																																														
		The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.																																														
		<table><tr><th colspan="2"></th><th colspan="4">DILUTION</th></tr><tr><th colspan="2" rowspan="3">Number Of Shares On Issue (Variable A In Listing Rule 7.1a.2)</th><th rowspan="3">Shares Issued – 10% Voting Dilution</th><th colspan="3">Issue Price</th></tr><tr><th>\$0.010</th><th>\$0.020</th><th>\$0.030</th></tr><tr><th>50% decrease</th><th>Issue Price</th><th>50% Increase</th></tr><tr><th colspan="6">Funds Raised</th></tr><tr><td>Current</td><td>487,382,463 Shares</td><td>48,738,246 Shares</td><td>\$487,382</td><td>\$974,764</td><td>\$1,462,147</td></tr><tr><td>50% increase</td><td>731,073,695 Shares</td><td>73,107,369 Shares</td><td>\$731,073</td><td>\$1,462,147</td><td>\$2,193,221</td></tr><tr><td>100% increase</td><td>974,764,926 Shares</td><td>97,476,492 Shares</td><td>\$974,764</td><td>\$1,949,529</td><td>\$2,924,294</td></tr></table>							DILUTION				Number Of Shares On Issue (Variable A In Listing Rule 7.1a.2)		Shares Issued – 10% Voting Dilution	Issue Price			\$0.010	\$0.020	\$0.030	50% decrease	Issue Price	50% Increase	Funds Raised						Current	487,382,463 Shares	48,738,246 Shares	\$487,382	\$974,764	\$1,462,147	50% increase	731,073,695 Shares	73,107,369 Shares	\$731,073	\$1,462,147	\$2,193,221	100% increase	974,764,926 Shares	97,476,492 Shares	\$974,764	\$1,949,529	\$2,924,294
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The table above uses the following assumptions:																																																
<div><div>1.</div><div>There are currently 487,382,463 Shares on issue as at the date of this Notice.</div></div> <div><div>2.</div><div>This table excludes all proposed issues of Shares for which approval is sought under this Notice.</div></div> <div><div>3.</div><div>The issue price set out above is the closing market price of the Shares on the ASX on 22 October 2025 (being \$0.02) (Issue Price). The Issue Price at a 50% increase and 50% decrease are each rounded to three decimal places prior to the calculation of the funds raised.</div></div> <div><div>4.</div><div>The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate.</div></div> <div><div>5.</div><div>The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.</div></div> <div><div>6.</div><div>The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.</div></div> <div><div>7.</div><div>The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.</div></div> <div><div>8.</div><div>This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed.</div></div> <div><div>9.</div><div>The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.</div></div> <div><div>10.</div><div>The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A Mandate, based on that Shareholder’s holding at the date of the Meeting.</div></div>																																																

REQUIRED INFORMATION	DETAILS
	<p>Shareholders should note that there is a risk that:</p> <p>(a) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and</p> <p>(b) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.</p>
Allocation policy under 7.1A Mandate	<p>The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.</p> <p>The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:</p> <p>(a) the purpose of the issue;</p> <p>(b) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;</p> <p>(c) the effect of the issue of the Equity Securities on the control of the Company;</p> <p>(d) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;</p> <p>(e) prevailing market conditions; and</p> <p>(f) advice from corporate, financial and broking advisers (if applicable).</p>
Previous approval under Listing Rule 7.1A.2	<p>The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 27 November 2024 (Previous Approval).</p> <p>During the 12-month period preceding the date of the Meeting, being on and from 28 November 2024, the Company has not issued any Equity Securities pursuant to the Previous Approval.</p>
Voting exclusion statement	<p>As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. Accordingly, a voting exclusion statement is not included in this Notice.</p>

7. RESOLUTION 6 – RATIFICATION OF SEPTEMBER PLACEMENT SECURITIES

7.1 Background to the September Placement

The Company announced on 29 September 2025 that it had completed a placement of 11,363,637 Shares at an issue price of \$0.022 per Share to sophisticated and professional investors to raise up to \$250,000 (before costs) (**September Placement**). Additionally, the Company agree to issue one Option for every two Shares subscribed for and issued under the September Placement exercisable at \$0.022 on or before 30 December 2028.

The Company intends to use the funds raised from the September Placement to support the ongoing consumer market commercialisation of its concussion management technology.

7.2 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 11,363,637 Shares at an issue price of \$0.022 per Share and 5,681,819 Options exercisable at \$0.022 on or before 30 December 2028 to professional and sophisticated investors under the September Placement.

7.3 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

7.4 Listing Rule 7.4

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. 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, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

7.5 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

7.6 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Professional and sophisticated investors who were identified through a bookbuild process, which involved the Joint Lead Managers seeking expressions of interest to participate in the capital raising from non-related parties of the Company (the September Placement Participants). The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	11,363,637 Shares were issued. The Options were issued on the basis of one free attaching Option for every two Shares subscribed for and issued.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued	2 October 2025.

REQUIRED INFORMATION	DETAILS
Price or other consideration the Company received for the Securities	\$0.022 per Share and nil per Option as the Options were issued free attaching with the Shares on a one for two basis.
Purpose of the issue, including the intended use of any funds raised by the issue	Refer to Section 7.1 for details of the proposed use of funds.
Summary of material terms of agreement to issue	The Securities were issued to the September Placement Participants pursuant to standard form placement letter agreements broadly on the terms set out in Section 7.1.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

8. RESOLUTION 7 – RATIFICATION OF SHARES ISSUED TO IP ADVISER

8.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 4,090,909 Shares to Forward Intellectual Property Pty Ltd (ACN 624 203 461) (**Forward IP**) on 17 June 2025 in consideration for services provided by Forward IP in relation to the Company's intellectual property.

8.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

8.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 7.4 above.

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, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

8.4 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

8.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on	Forward Intellectual Property Pty Ltd.

REQUIRED INFORMATION	DETAILS
which those persons were identified/selected	
Number and class of Securities issued	4,090,909 Shares were issued.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued.	17 June 2025.
Price or other consideration the Company received for the Securities	The Shares were issued at a nil issue price, to satisfy a debt owing to Forward IP worth \$90,000 for services provided in relation to the Company's intellectual property.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to satisfy the Company's obligations under the Forward IP Agreement (summarised below).
Summary of material terms of agreement to issue	<p>The Shares were issued pursuant to a debt conversion agreement between the Company and Forward IP, whereby the Company agreed to convert a debt of \$90,000 owing to Forward IP into Shares in exchange for services in relation to the Company's intellectual property (Debt Conversion Agreement). Pursuant to the Debt Conversion Agreement, the Company agreed to issue the Shares to Forward IP at a deemed issue price of \$0.022.</p> <p>The Debt Conversion Agreement was otherwise on terms considered standard for an agreement of its nature.</p>
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

9. RESOLUTION 8 – RATIFICATION OF SECURITIES ISSUED TO SPARK PLUS

9.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of:

- (a) 1,363,637 Shares with a deemed issue price of \$0.022 per Share and 681,819 Options free-attaching to the Shares on a one for two basis exercisable at \$0.022 on or before 30 December 2028 on 3 October 2025; and
- (b) 1,000,000 Shares with a deemed issue price of \$0.03 per Share issued on 14 April 2025,

to Spark Plus Pte Ltd (**Spark Plus**) in consideration for corporate advisory services provided by Spark Plus.

9.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

9.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 7.4 above.

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, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

9.4 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

9.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Spark Plus Pte Ltd.
Number and class of Securities issued	(a) 1,363,637 Shares and 681,819 Options were issued on 3 October 2025. The Options were issued free-attaching to the Shares on a one for two basis. (b) 1,000,000 Shares were issued on 14 April 2025.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued.	(a) 1,363,637 Shares and 681,819 Options were issued on 3 October 2025. (b) 1,000,000 Shares were issued on 14 April 2025.
Price or other consideration the Company received for the Securities	The Securities were issued at a nil issue price, in consideration for corporate advisory services provided by Spark Plus. The Shares issued on 3 October 2025 had a deemed issue price of \$0.022 per Share and the Shares issued on 14 April 2025 had a deemed issue price of \$0.03 per Share.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue was to satisfy the Company's obligations under the investor relations mandate with Spark Plus.
Summary of material terms of agreement to issue	The Securities were issued to satisfy fees payable by the Company to Spark Plus under a corporate advisory mandate dated on around September 2025 (SP Mandate). Pursuant to the SP Mandate, Spark Plus agreed to provide corporate advisory, investor relations and other services and the Company agreed to pay/issue Spark Plus:

REQUIRED INFORMATION	DETAILS
	<p>(a) \$30,000 worth of Shares with a deemed issue price of \$0.03 per Share upon signing the mandate;</p> <p>(b) \$30,000 worth of Shares following completion of the September Placement with a deemed issue price of \$0.022 per Share (the same issue price as the Shares issued under the September Placement); and</p> <p>(c) a capital raising fee of 6% of the fees raised under the September Placement.</p> <p>The SP Mandate was otherwise on terms considered standard for an agreement of its nature.</p>
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

10. RESOLUTION 9 – RATIFICATION OF MAY PLACEMENT SECURITIES

10.1 General

As announced on 1 May 2025, the Company completed a placement of 30,909,091 Shares to sophisticated and professional investors who were clients of the GBA Capital Pty Ltd and SP Corporate Advisory Pty Ltd (the **Joint Lead Managers**) at an issue price of \$0.022 per Share, together with one free attaching Option for every two Shares subscribed for and issued exercisable at \$0.022 on or before 30 December 2028, to raise up to approximately \$680,000 (before costs) (**May Placement**).

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 30,909,091 Shares and 15,454,546 Options.

10.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

10.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 7.4 above.

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, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

10.4 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12 month period following the date of the issue.

10.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	Professional and sophisticated investors who were identified through a bookbuild process, which involved the Joint Lead Managers seeking expressions of interest to participate in the capital raising from non-related parties of the Company (the May Placement Participants). The Company confirms that no Material Persons were issued more than 1% of the issued capital of the Company.
Number and class of Securities issued	30,909,091 Shares and 15,454,546 Options were issued. The Options were issued on the basis of one (1) free attaching Option for every two (2) Shares subscribed for and issued.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The Options were issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities were issued	8 May 2025.
Price or other consideration the Company received for the Securities	\$0.022 per Share and nil per Option as the Options were issued free attaching with the Shares on a 1 for 2 basis.
Purpose of the issue, including the intended use of any funds raised by the issue	The funds raised from the Rights Issue and the Placement will be used towards manufacturing capacity; USA expansion; product enhancement; business development and marketing; continued R&D; and general working capital and capital raising costs.
Summary of material terms of agreement to issue	The Securities were not issued under an agreement.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

11. RESOLUTION 10 – APPROVAL TO ISSUE OPTIONS TO UNDERWRITER

11.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 16,402,640 Options to GBA Capital Pty Ltd (ACN 643 039 123) (the **Underwriter**) as part consideration for underwriting the Company's entitlement offer as announced on 1 May 2025 (**Entitlement Offer**).

The Company agreed to issue the Shares to the Underwriter pursuant to an underwriting agreement between the Company and the Underwriter entered into on 30 April 2025 (**Underwriting Agreement**). A summary of the material terms of the Underwriting Agreement is set out below.

The material terms and conditions of the Underwriting Agreement are summarised below:

Fees	The Company has agreed to pay the Underwriter a fee of 6% of the underwritten amount (being, \$1,202,860.20).
Underwriter Options	The Company has also agreed to issue the Underwriter (or their nominee/s) the 16,402,640 Options, representing 30% of the

	Shares issued under the underwritten amount (less any director participation as sub-underwriters issued under the Company's existing Listing Rule 7.1 placement capacity).
Reimbursement of Expenses	In addition, the Company agreed to reimburse the Underwriter for all costs, expenses and disbursements (including any applicable GST) reasonably incurred by the Underwriter in relation to the Entitlement Offer and the Underwriting Agreement. The Underwriter was to obtain the written consent of the Company prior to incurring any individual cost, expense or disbursement (excluding legal fees) greater than \$25,000.
Indemnity	<p>The Company indemnified and the Underwriter and its officers, employees, agents and advisers jointly and severally and held them harmless from and against all prosecutions, losses, penalties, actions, suits, claims, expenses, costs liabilities, charges, outgoings, payments, demands and proceedings (whether civil or criminal) suffered, incurred, paid or liable to be paid directly or indirectly arising out of or in respect of:</p> <ul style="list-style-type: none"> (a) the Entitlement Offer; (b) non-compliance by the Company with or breach of any legal requirement or the ASX Listing Rules in relation to the prospectus or any documents in respect of the Entitlement Offer which accompany the prospectus; (c) any statement, misstatement, misrepresentation, non-disclosure, inaccuracy in or omission from the prospectus, or any documents in respect of the Entitlement Offer which accompany the prospectus; (d) any advertising, publicity, announcements, statements and reports in relation to the Entitlement Offer made with the agreement of the Company; or (e) any breach or failure by the Company to observe any of the terms of the Underwriting Agreement or any breach of the representations and warranties given by the Company in the Underwriting Agreement.

11.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The proposed issue falls within exception 17 of Listing Rule 7.2 which excludes from the restrictions in Listing Rules 7.1 and 7.1A an agreement to issue equity securities that is conditional on the holders of its ordinary securities approving the issue under Listing Rule 7.1 before the issue is made. The proposed issue therefore requires the approval of Shareholders under Listing Rule 7.1.

11.3 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue. If the Company is unable to proceed with the issue, it may be required to renegotiate the terms of the Underwriting Agreement, which may require the Company to pay the Underwriter a cash fee to satisfy its obligations.

11.4 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be	GBA Capital Pty Ltd.

REQUIRED INFORMATION	DETAILS
issued or the basis on which those persons were or will be identified/selected	
Number of Securities and class to be issued	16,402,640 Options will be issued.
Terms of Securities	The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Securities will be issued at a nil issue price, in consideration for the underwriting of the Entitlement Offer by the Underwriter.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Underwriting Agreement.
Summary of material terms of agreement to issue	The Options are being issued under the Underwriting Agreement, a summary of the material terms of which is set out in Section 11.1 above.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

12. RESOLUTION 11 – APPROVAL TO ISSUE OPTIONS TO JOINT LEAD MANAGERS

12.1 General

This Resolution seeks Shareholder approval for the purposes of Listing Rule 7.1 for the issue of 6,181,818 Options, comprising:

- (a) 3,090,909 Options to GBA Capital Pty Ltd; and
- (b) 3,090,909 Options to SP Corporate Advisory Pty Ltd,

(or their nominees) in consideration for lead manager services in relation to the May Placement.

12.2 Lead Manager Mandate

The Company has signed a mandate letter (**Lead Manager Mandate**) to engage GBA Capital and SP Advisory to act as joint lead managers for the May Placement, the material terms and conditions of which are summarised below:

Fees	<p>Under the terms of the Lead Manager Mandate, the Company agreed to:</p> <ul style="list-style-type: none"> (a) pay a management fee of 2% and a capital raising fee of 4% of the gross proceeds of the May Placement to the Joint Lead Managers; and (b) issue 6,181,818 Options to the Joint Lead Managers (or their nominees), subject to receiving Shareholder approval at this Meeting. <p>The Options will be issued on the same terms as Options issued under the May Placement and the Entitlement Offer.</p>
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	The Company will also pay Spark Plus a back-office fee of \$7,500 (plus GST) for management and execution of the DVP and cash settlement.
Termination Events	<p>The Lead Manager Mandate may be terminated by:</p> <ul style="list-style-type: none"> (a) either party by giving five business days' notice to the other party; (b) the Joint Lead Managers, immediately if the Company breaches the terms of the Lead Manager Mandate; or (c) the Company because of the gross negligence, wilful misconduct, recklessness, fraud or material breach of the Lead Manager Mandate by the Joint Lead Managers or their representatives.
Other Terms	<p>The Company has also granted the Joint Lead Managers a right of first refusal to act as lead manager to any capital raisings undertaken within 6 months of execution. If an equity capital raising is announced during this period (Alternative Capital Raising), the Company must pay the Joint Lead Managers a fee equivalent to the fee payable under the Lead Manager Mandate (Alternative Transaction Fee). The Alternative Transaction Fee will be payable on settlement of the Alternative Capital Raising. No Alternative Transaction Fee is payable if the Lead Manager Mandate is terminated by the Company for cause, where "for cause" means because of the inability to complete, gross negligence, wilful misconduct, recklessness, fraud or material breach of the Lead Manager Mandate by the Joint Lead Managers or their respective representatives.</p>

The Lead Manager Mandate otherwise contains provisions considered standard for an agreement of its nature (including representations, warranties and confidentiality provisions).

12.3 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The proposed issue does not fall within any of the exceptions set out in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

12.4 Technical information required by Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue. In addition, the issue will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If this Resolution is not passed, the Company will not be able to proceed with the issue. If the Company is unable to proceed with the issue, it may be required to re-negotiate the terms of the Lead Manager Mandate and remunerate the Joint Lead Managers in alternative ways.

12.5 Technical information required by Listing Rule 7.3

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	GBA Capital Pty Ltd (or its nominee(s)); and SP Corporate Advisory Pty Ltd (or its nominee(s)).
Number of Securities and class to be issued	6,181,818 Options, comprising:

REQUIRED INFORMATION	DETAILS
	<p>(a) 3,090,909 Options to GBA Capital Pty Ltd (or its nominee(s)); and</p> <p>(b) 3,090,909 Options to SP Corporate Advisory Pty Ltd (or its nominee(s)).</p>
Terms of Securities	The Options will be issued on the terms and conditions set out in Schedule 1.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Securities later than three months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).
Price or other consideration the Company will receive for the Securities	The Options will be issued at a nil issue price, in consideration for lead managerial services provided by the Joint Lead Managers in relation to the May Placement, summarised in Section 10.1.
Purpose of the issue, including the intended use of any funds raised by the issue	The purpose of the issue is to satisfy the Company's obligations under the Lead Manager Mandate.
Summary of material terms of agreement to issue	The Options are being issued under the Lead Manager Mandate, a summary of the material terms of which is set out in Section 12.2.
Voting exclusion statement	A voting exclusion statement applies to this Resolution.

13. RESOLUTION 12 – RATIFICATION OF SHARES ISSUED TO SERVICE PROVIDERS

13.1 General

This Resolution seeks Shareholder ratification for the purposes of Listing Rule 7.4 for the issue of 5,248,043 Shares to two external service providers, being Keystonegroup Investments Pty Ltd and Henslow Pty Ltd at an average issue price of \$0.03080 per Share to satisfy \$161,807 amounts owing for intellectual property and corporate advisory services respectively.

13.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 6.1 above.

The issue does not fit within any of the exceptions set out in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the date of the issue.

13.3 Listing Rule 7.4

A summary of Listing Rule 7.4 is set out in Section 7.4 above.

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, the Company is seeking Shareholder ratification pursuant to Listing Rule 7.4 for the issue.

13.4 Technical information required by Listing Rule 14.1A

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

If this Resolution is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of the issue.

13.5 Technical information required by Listing Rules 7.4 and 7.5

REQUIRED INFORMATION	DETAILS
Names of persons to whom Securities were issued or the basis on which those persons were identified/selected	(a) Keystonegroup Investments Pty Ltd was issued 2,170,187 Shares; and (b) Henslow Pty Ltd was issued 3,077,856 Shares.
Number and class of Securities issued	5,248,043 Shares.
Terms of Securities	The Shares were fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities were issued	3 February 2025.
Price or other consideration the Company received for the Securities	The Shares were issued at a nil issue price in consideration for services provided. The Shares issued to Keystonegroup Investments Pty Ltd had a deemed issue price of \$0.04. The Shares issued to Henslow Pty Ltd had a deemed issue price of \$0.0244.
Purpose of the issue, including the intended use of any funds raised by the issue	Satisfaction of amounts owing to the two external service provider recipients that would otherwise have been payable in cash.
Summary of material terms of agreement to issue	The Shares were issued to Henslow to satisfy a debt owing by the Company to Henslow Pty Ltd (Henslow) pursuant to a corporate advisory mandate between the Company and Henslow dated 30 April 2024. Pursuant to the mandate, Henslow invoiced the Company \$75,000 (plus GST) for strategic review and lead manager services, of which \$75,000 was to be paid in Shares and the remaining GST to be paid in cash. The Shares were issued to Keystonegroup Investments Pty Ltd (Keystone) pursuant to arms-length commercial discussions between the Company and Keystone and satisfy fees owing by the Company to Keystone of approximately \$86,000.
Voting Exclusion Statement	A voting exclusion statement applies to this Resolution.
Compliance	The issue did not breach Listing Rule 7.1.

GLOSSARY

7.1A Mandate has the meaning given in Section 6.1.

\$ means Australian dollars.

AEDT means Australian Eastern Daylight Time as observed in Melbourne, Victoria.

Annual General Meeting or **Meeting** means the meeting convened by the Notice.

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Closely Related Party of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means HITIQ Limited (ACN 609 543 213).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors means the current directors of the Company.

Eligible Entity means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less.

Entitlement Offer has the meaning given in Section 11.1.

Explanatory Statement means the explanatory statement accompanying the Notice.

Forward IP means Forward Intellectual Property Pty Ltd (ACN 624 203 461).

GBA Capital or the **Underwriter** means GBA Capital Pty Ltd (ACN 643 039 123).

General Meeting or **Meeting** means the meeting convened by the Notice.

Joint Lead Managers has the meaning given in Section 10.1.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Lead Manager Mandate has the meaning given in Section 12.2.

Listing Rules means the Listing Rules of ASX.

May Placement has the meaning given in Section 10.1

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Optionholder means a holder of an Option.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2025.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Securities means a Share, Option or Performance Rights (as applicable).

September Placement has the meaning given in Section 7.1.

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

Shareholder means a registered holder of a Share.

Spark Plus means Spark Plus Pte Ltd (a company incorporated under the laws of Singapore).

Underwriting Agreement has the meaning given in Section 11.1.

SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

(a) **Entitlement**

Each Option entitles the holder to subscribe for one (1) Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be \$0.022 (**Exercise Price**).

(c) **Expiry Date**

Each Option will expire at 5:00pm (EST) on 30 December 2028 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 5 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
- (ii) 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
- (iii) 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 (g)(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.

(h) **Shares issued on exercise**

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

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Change in exercise price**

An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(l) **Transferability**

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