23 June 2026
2026 Notice of Extraordinary General Meeting

Thrive Tribe Technologies Limited (ASX: 1TT) gives notice of its upcoming Extraordinary General Meeting of Shareholders (**Meeting**). The Meeting will be held as follows:

Date	Friday, 24 July 2026
Time	11:00am (AEST)
Venue	At the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

The attached Notice of Meeting (including explanatory statement and proxy form) provides details of the items of business to be considered by Shareholders.

Shareholders are encouraged to attend or, if unable to attend, to vote on the resolution proposed by appointing a proxy or using any other means included in the Notice of Meeting.

– ENDS –

This ASX announcement has been authorised by Thrive Tribe Technologies Limited's Board of Directors.

For further information, please contact:

Thrive Tribe Technologies Limited
Wes Culley
Executive Director
T: +61 2 9236 7229
E: info@thrivetribetech.com

Thrive Tribe

Notice of Extraordinary General Meeting

2026

EXTRAORDINARY GENERAL MEETING

Friday, 24 July 2026
11:00am (AEST)

At the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

Thrive Tribe Technologies Limited
ABN 64 600 717 539

Thrive Tribe Technologies Limited (**Company** or **Thrive Tribe**) gives notice that an Extraordinary General Meeting (**Meeting**) of Shareholders will be held on:

Friday, 24 July 2026 at 11:00am (AEST) at the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

It is recommended that Shareholders read the Notice of Meeting and Explanatory Statement in full and seek professional advice if they are uncertain about how they should cast their votes at the Meeting.

Capitalised terms are defined in the Glossary.

VOTING ELIGIBILITY

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 of the Company as at 7:00pm (AEST) on Wednesday, 22 July 2026.

POLL VOTING

Each resolution considered at the Meeting will be conducted by a poll rather than on a show of hands. The Board and the Chair consider that voting by poll is in the interests of the Shareholders as a whole.

VOTING BY PROXY

The Proxy Form has been enclosed with this Notice.

For your vote to be effective it must be recorded before 11:00am AEST on Wednesday, 22 July 2026.

A Shareholder entitled to vote at a Meeting is entitled to appoint a proxy to participate and vote on the Shareholder's behalf. A Shareholder who is entitled to cast two or more votes may appoint up to two proxies and may specify the proportion or number of the Shareholder's votes each proxy is entitled to exercise. If two proxies are appointed but no proportion or number is specified, each proxy may exercise half of the Shareholder's votes. If the specified proportion or number of votes exceeds that which the Shareholder is entitled to, each proxy may exercise half of the Shareholder votes. Any fractions of votes brought about by the apportionment of votes to a proxy will be disregarded.

A proxy has the same rights as a Shareholder to speak at the Meeting and to vote (but only to the extent permitted by law). Shareholders who have appointed a proxy may still participate in the Meeting. The proxy is not revoked by the Shareholder participating and taking part in the meeting, unless the Shareholder actually votes at the meeting on a resolution for which the proxy is proposed to be used.

Where more than one joint holder votes, the vote of the holder whose name appears first in the register of Shareholders shall be accepted to the exclusion of the others, regardless of whether the vote is by proxy, by representative or by attorney.

A proxy need not be a Shareholder of the Company and may be an individual or a body corporate. If a Shareholder appoints a body corporate as a proxy, that body corporate will need to ensure it:

- appoints an individual as its corporate representative to exercise its powers at the meeting, in accordance with section 250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative to the Company at least 48 hours prior to commencement of the meeting.

If such evidence is not received at least 48 hours prior to the commencement of the Meeting, then the body corporate proxy (through its representative) will not be permitted to act as the Shareholder's proxy.

Proxy forms (and if the appointment is signed by the appointer's attorney, the original authority under which the appointment was signed or a certified copy of the authority) must be received by the Company's Share Registry, Boardroom Pty Limited, by 11:00am (AEST) on Wednesday, 22 July 2026.

A proxy may be lodged with Boardroom Pty Limited:

Online	https://www.votingonline.com.au/1TTJulyegm2026
By Fax	+ 61 2 9290 9655
By Mail	BoardRoom Pty Limited GPO Box 3993, Sydney NSW 2001 Australia
In Person	BoardRoom Pty Limited, Level 8, 210 George Street Sydney NSW 2000 Australia

UNDIRECTED PROXIES

The Chair intends to vote all undirected proxies **IN FAVOUR** of each resolution.

CORPORATE REPRESENTATIVE

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority can be mailed or faxed to the Company at least 24 hours before the Meeting. Alternatively, this document can be lodged at the registration desk on the day of the Meeting.

BUSINESS OF THE MEETING

RESOLUTION 1:
APPROVAL TO ISSUE BROKER OPTIONS UNDER INITIAL PLACEMENT

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

"That, for the purpose of ASX Listing Rule 7.1, and for all other purposes, the issue of up to 1,500,000,000 Broker Options to Clee Capital pursuant to the Initial Placement be approved on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 2:
APPROVAL TO ISSUE SHARES UNDER ADDITIONAL PLACEMENT

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

"That, for the purpose of ASX Listing Rule 7.1, and for all other purposes, the issue of up to 1,000,000,000 Shares to Placement Participants pursuant to the Additional Placement be approved on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 3:
APPROVAL TO ISSUE ADDITIONAL PLACEMENT OPTIONS UNDER ADDITIONAL PLACEMENT

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

"That, for the purpose of ASX Listing Rule 7.1, and for all other purposes, the issue of up to 500,000,000 Additional Placement Options to Placement Participants pursuant to the Additional Placement be approved on the terms and conditions set out in the Explanatory Memorandum."

VOTING EXCLUSION STATEMENT

The Corporations Act and the ASX Listing Rules contain prohibitions on certain individuals voting on specific resolutions being considered at general meetings of companies due to potential or perceived conflicts of interest.

As set out below, the Company has established procedures to appropriately manage 'voting exclusions' which will minimise the risk of excluded votes being cast or counted as well as ensuring that all eligible votes are included.

RESOLUTION 1:
APPROVAL TO ISSUE BROKER OPTIONS PURSUANT TO INITIAL PLACEMENT

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of Clee Capital or any person who is expected to participate in, or 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 any associates of that person.

However, this does not apply to a vote cast in favour of Resolution 1 by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

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

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting on the Resolution; and

    (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTIONS 2 AND 3:
APPROVAL TO ISSUE SHARES AND ADDITIONAL PLACEMENT OPTIONS UNDER ADDITIONAL PLACEMENT

The Company will disregard any votes cast in favour of Resolutions 2 and 3 by or on behalf of Placement Participants or any person who is expected to participate in, or 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 any associates of that person.

However, this does not apply to a vote cast in favour of Resolutions 2 and 3 by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

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

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting on the Resolution; and

    (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

By Order of the Board

Joshua Quinn
Company Secretary
23 June 2026

EXPLANATORY STATEMENT

This Explanatory Statement accompanies the notice of Extraordinary General Meeting of the Company to be held on Friday, 24 July 2026 at 11:00am (AEST) at the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

The Explanatory Statement has been prepared to assist Shareholders in determining how to vote on the resolution set out in the Notice of Meeting and is intended to be read in conjunction with the Resolution.

RESOLUTION 1:
APPROVAL TO ISSUE BROKER OPTIONS PURSUANT TO INITIAL PLACEMENT

Background to Placement

At the Company's previous extraordinary general meeting held on 25 May 2026 (**Last EGM**), the Company received approval to raise $3,000,000 before costs (**Initial Placement**) from the issue to Sophisticated and Professional Investors (**Placement Participants**) of:

- 3,000,000,000 Shares, under Resolution 5 at the Last EGM. On 3 June 2026, these 3,000,000,000 Shares were issued to Placement Participants for an issue price of $0.001 per Share.
- 1,500,000,000 free attaching options, under Resolution 6 at the Last EGM. On 15 June 2026, these 1,500,000,000 options were issued pursuant to a transaction-specific prospectus.

As announced to the ASX on 26 May 2026, the Company advised it received firm commitments from Placement Participants to raise a total of $4,000,000 before costs. This capital raise comprises of $3,000,000 per the Initial Placement described above, and an additional placement of $1,000,000 through the issue of an additional 1,000,000,000 Shares together with 500,000,000 free-attaching options (**Additional Placement Options**) on the same terms as the Initial Placement (**Additional Placement**), (Initial Placement and Additional Placement together referred to as the **Placement**).

The Company intends to apply the funds raised from the Placement towards general working capital requirements, costs associated with the capital raise and the commercialisation and redeployment of the Company's legacy WooBoard and Reffind HR and remote-working enterprise software suite, with a particular focus on enterprise, government and defence-related workforce application. Refer to the Company's ASX Announcement on 26 May 2026 for further details.

Broker Options

The Company engaged Clee Capital as lead manager and broker to assist with the Placement. In consideration for these services, the Company agreed to pay a fee of $240,000 plus GST to the Lead Manager (being an amount equal to 6% plus GST of the funds raised under the Placement). The Company also agreed to issue a total of 1,500,000,000 options to the Lead Manager or its nominees (**Broker Options**).

The Broker Options will have the same terms as the free attaching options offered to Placement Participants, which are set out in the **Schedule**.

The Company intends to issue a transaction-specific prospectus in connection with the offer of Broker Options and Additional Placement Options (**Prospectus**). Quotation of these options will be subject to the satisfaction of ASX listing requirements. Only the Lead Manager will be entitled to subscribe for the Broker Options under the Prospectus.

The issue of the Broker Options will be conditional upon the Company obtaining shareholder approval pursuant to Resolution 1.

ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more Securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary Securities on issue at the commencement of that 12 month period (**15% Placement Capacity**).

The proposed issue of Broker Options does not fall within any of the exceptions set out in ASX Listing Rule 7.2 and the Company has decided not to utilise any of its remaining capacity to issue Securities without Shareholder approval. The Company is therefore seeking approval of Shareholders under ASX Listing Rule 7.1.

Information required by ASX Listing Rule 14.1A

If Resolution 1 is approved, the Broker Options can be issued and will be excluded from the calculation of the number of Securities that the Company can issue without Shareholder approval under ASX Listing Rule 7.1.

If Resolution 1 is not passed, the Company will not be able to proceed with the issue of the Broker Options. In those circumstances, the Company would need to consider alternative compensation arrangements and may need to pay an additional cash compensation to the Lead Manager in lieu of the issue of Broker Options.

Information required by ASX Listing Rule 7.3

Pursuant to ASX Listing Rule 7.3, the following information is provided in relation to the issue of the Lead Manager Options:

Required Information	**Details**
Names of persons to whom Securities will be issued or the basis on which those persons were identified or selected	Clee Capital Pty Ltd (ACN 637 619 937) or its nominees
Number and class of Securities to be issued	Up to 1,500,000,000 Broker Options
Terms of Securities	The Broker Options will have an exercise price of $0.003 per Broker Option and expire at 5:00pm (AEST) on 15 June 2029, and will otherwise be subject to the terms set out in the **Schedule**. The Broker Options will be issued under the Prospectus. There are no further material terms to disclose in

	respect of the Broker Options to be issued under this Resolution.
Date of issue	The Company expects to issue Broker Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Broker Options later than three months after the date of the Meeting.
Price or other consideration the Company has received	The Broker Options will be issued in agreement with the Lead Manager for nil cash consideration as they are to be issued in part consideration for lead manager services under the Placement.
Purpose of the issue, including the use or intended use of any funds raised by the issue	The purpose of the issue of Broker Options is as part consideration for lead manager services under the Placement. No funds will be raised from the issue of the Broker Options as they are issued for nil cash consideration. However, funds raised from the exercise of the Broker Options are proposed to be used for general working capital requirements, and the commercialisation and redeployment of the Company's legacy WooBoard and Reffind HR and remote-working enterprise software suite, with a particular focus on enterprise, government and defence-related workforce application. Refer to the Company's ASX Announcement on 26 May 2026 for further details.
Voting exclusion statement	A voting exclusion statement applies to this Resolution and is set out above.

Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolution 1.

RESOLUTIONS 2 AND 3:
APPROVAL TO ISSUE SHARES AND ADDITIONAL PLACEMENT OPTIONS UNDER ADDITIONAL PLACEMENT

General

The background to the Placement is set out above. In connection with the Additional Placement, the Company wishes to offer to Placement Participants an additional 1,000,000,000 Shares and 1 free attaching option for every 2 Shares subscribed for.

The Shares under the Additional Placement are offered on the same terms as the Shares offered under the Initial Placement. The Additional Placement Options will have the same terms as the Broker Options and the free attaching options offered to Placement Participants under the Initial Placement, which are set out in the **Schedule**.

The Company intends to issue a Prospectus. Quotation of these options will be subject to the satisfaction of ASX listing requirements. Only Placement Participants will be entitled to subscribe for the Additional Placement Options under the Prospectus.

Resolution 2 seeks Shareholder approval under ASX Listing Rule 7.1 (and all other purposes) to permit the issue of 1,000,000,000 Shares. Resolution 3 seeks Shareholder approval under ASX Listing Rule 7.1 (and all other purposes) to permit the issue of up to 500,000,000 Additional Placement Options. The issue of Shares and the Additional Placement Options will be conditional upon the Company obtaining shareholder approval pursuant to Resolutions 2 and 3 respectively.

ASX Listing Rule 7.1

A summary of ASX Listing Rule 1 is set out above.

The proposed issue of Shares and Additional Placement Options does not fall within any of the exceptions set out in ASX Listing Rule 7.2 and the Company has decided not to utilise any of its remaining capacity to issue Securities without Shareholder approval. The Company is therefore seeking approval of Shareholders under ASX Listing Rule 7.1.

Information required by ASX Listing Rule 14.1A

If Resolutions 2 and 3 are approved, the Company will proceed with the issues as described above, and these issues will be excluded from the Company's 15% Placement Capacity calculation under ASX Listing Rule 7.1.

If Resolutions 2 and 3 are not passed, the Company will not be able to proceed with the issues as described above. In such circumstances, the Company would need to assess other avenues to raise the required capital.

Dilution

Set out below is a dilution table of the number of Shares that may be issued under Resolution 2 on the issue price of $0.001 per Share and on the basis that $1,000,000 is raised pursuant to the Additional Placement:

Issue Price	Maximum number of shares that may be issued	Shares on Issue	Dilution effect on existing Shareholders
$0.001	1,000,000,000	4,753,076,443	17.38%

Information required by ASX Listing Rule 7.3

Pursuant to ASX Listing Rule 7.3, the following information is provided in relation to the issue of the Shares under the Additional Placement:

Required Information	Details
Names of persons to whom Securities will be issued or the basis on which those persons were identified or selected	The Placement Participants will comprise of Sophisticated and Professional Investors who are not related parties of the Company.

Number and class of Securities to be issued	1,000,000,000 Shares
Terms of Securities	The Shares will be issued on the same terms and conditions as the Company's existing Shares. Subject to the passing of Resolution 3, Placement Participants will be entitled to be issued 1 free attaching option for every 2 Shares they subscribe for.
Date of issue	The Company expects to issue the Shares within 3 months after the date of the Meeting.
Price or other consideration the Company has received	The Shares will be issued at an Issue Price of $0.001.
Purpose of the issue, including the use or intended use of any funds raised by the issue	The Company intends to apply the funds raised from the Placement towards general working capital requirements, costs associated with the capital raise and the commercialisation and redeployment of the Company's legacy WooBoard and Reffind HR and remote-working enterprise software suite, with a particular focus on enterprise, government and defence-related workforce application. Refer to the Company's ASX Announcement on 26 May 2026 for further details.
Voting exclusion statement	A voting exclusion statement applies to this Resolution and is set out above.

Pursuant to ASX Listing Rule 7.3, the following information is provided in relation to the issue of the Additional Placement Options:

Required Information	**Details**
Names of persons to whom Securities will be issued or the basis on which those persons were identified or selected	The Placement Participants will comprise of Sophisticated and Professional Investors who are not related parties of the Company.
Number and class of Securities to be issued	Up to 500,000,000 Additional Placement Options
Terms of Securities	The Additional Placement Options will have an exercise price of $0.003 per Additional Placement Option and expire at 5:00pm (AEST) on 15 June 2029, and will otherwise be subject to the terms set out in the **Schedule**. The Additional Placement Options will be issued under the Prospectus. There are no further material terms to disclose in respect of the Additional Placement Options to be issued under this Resolution.
Date of issue	The Company expects to issue Additional Placement Options within 5 Business Days of the Meeting. In any event, the Company will not issue any Additional Placement Options later than three months after the date of the Meeting.
Price or other consideration the Company has received	The Additional Placement Options will be issued for nil cash consideration as they are free attaching options.
Purpose of the issue, including the use or intended use of any funds raised by the issue	The Additional Placement Options are issued for nil cash consideration and therefore no funds will be raised from the issue of the Additional Placement Options. However, funds raised from the exercise of the Additional Placement Options are proposed to be used for general working capital requirements, and the commercialisation and redeployment of the Company's legacy WooBoard and Reffind HR and remote-working enterprise software suite, with a particular focus on enterprise, government and defence-related workforce application. Refer to the Company's ASX Announcement on 26 May 2026 for further details.
Voting exclusion statement	A voting exclusion statement applies to this Resolution and is set out above.

Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolutions 2 and 3.

GLOSSARY

$ means an Australian dollar.

15% Placement Capacity has the meaning given to it in the Explanatory Statement of Resolution 1.

Additional Placement has the meaning given to it in the Explanatory Statement of Resolution 1.

Additional Placement Option has the meaning given to it in the Explanatory Statement of Resolution 1.

AEST means Australian Eastern Standard Time as observed in NSW.

ASX Listing Rules means the Listing Rules of ASX.

ASX means ASX Limited or the market operated by it, as the context requires.

Board means the current board of Directors of the Company.

Broker Option has the meaning given to it in the Explanatory Statement of Resolution 1.

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.

Company or **Thrive Tribe** means Thrive Tribe Technologies Limited (ACN 600 717 539).

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

Directors means the directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

Extraordinary General Meeting and **Meeting** means the meeting convened by this Notice.

Initial Placement has the meaning given to it in the Explanatory Statement of Resolution 1.

Last EGM means the extraordinary general meeting of the Company held on Monday, 25 May 2026.

Lead Manager (or Clee Capital) means Clee Capital Pty Ltd (ACN 637 619 937)

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.

Placement has the meaning given to it in the Explanatory Statement of Resolution 1.

Placement Participants has the meaning given to it in the Explanatory Statement of Resolution 1.

Prospectus has the meaning given to it in the Explanatory Statement of Resolution 1.

Proxy Form means the proxy form accompanying the Notice.

Resolution means a resolution set out in the Notice.

Schedule means the schedule to this Notice.

Securities as defined in Chapter 19 of the ASX Listing Rules, and **Security** means each of them.

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

Shareholder means a holder of a Share.

Sophisticated and Professional Investors means investors within the definition in sections 708(8) and 708(11) (respectively) of the Corporations Act.

SCHEDULE

Terms and Conditions of Broker Options and Additional Placement Options

(a) **Entitlement**

Each Broker Option and Additional Placement Option (referred to as **Option** in this Schedule) entitles the holder to subscribe for one Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be $0.003.

(c) **Expiry Date**

Each Option will expire at 5:00 pm (AEST) on 15 June 2029 (**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 five 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 Schedule 1(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) **Quotation of Shares issued on exercise**

The Company will use best endeavours for quotation of the Shares issued upon exercise of the Options.

(j) **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.

(k) **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.

(l) **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.

(m) **Transferability**

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

Thrive Tribe

All Correspondence to:

By Mail Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

By Fax: +61 2 9290 9655

Online: www.boardroomlimited.com.au

By Phone: (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 11:00am (AEST) on Wednesday, 22 July 2026.**

TO APPOINT A PROXY ONLINE

STEP 1: VISIT https://www.votingonline.com.au/1TTJulyegm2026

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

BY SMARTPHONE

Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1: APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy, you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

STEP 2: VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3: SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4: LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore before **11:00am (AEST) on Wednesday, 22 July 2026.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply-Paid Envelope or:

Online	https://www.votingonline.com.au/1TTJulyegm2026
By Fax	+ 61 2 9290 9655
By Mail	Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001 Australia
In Person	Boardroom Pty Limited Level 8, 210 George Street Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting, please bring this form with you to assist registration**.**

Thrive Tribe Technologies Limited
ABN 64 600 717 539

Your Address
This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.
Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of Thrive Tribe Technologies Limited (Company) and entitled to attend and vote hereby appoint:

☐ the **Chair of the Meeting (mark box)**

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the **Extraordinary General Meeting** of the Company to be held at the **offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000 on Friday, 24 July 2026 at 11:00am (AEST)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies **in favour** of each of the items of business.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Approval to Issue Broker Options under Initial Placement	☐	☐	☐
Resolution 2	Approval to Issue Shares under Additional Placement	☐	☐	☐
Resolution 3	Approval to Issue Additional Placement Options under Additional Placement	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name…………………………………………….... Contact Daytime Telephone……………………….............................. Date / / 2026