swiftannouncement

Swift TV Ltd
ASX : STV

BOARD
CHAIRMAN
Charles Fear
MANAGING DIRECTOR
Brian Mangano
NON-EXECUTIVE DIRECTORS
Brad Denison
Nick Berry

HEAD OFFICE
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West Perth WA 6005

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Swift Investor Centre
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ABN 54 006 222 395

26 June 2026

Notice of General Meeting, Proxy Form and Shareholder Letter

Swift TV Ltd (ASX Code: STV) (**Swift** or **Company**) attaches the following documents, despatched to shareholders, in relation to its General Meeting, to be held on Thursday 30 July 2026 commencing at 10.00 am (AWST) as a physical meeting at the Company's registered office, 1060 Hay Street, West Perth WA 6005:

- Letter to Shareholders
- General Meeting – Notice of Meeting
- Sample Proxy Form

This announcement was approved and authorised for release by the Company Secretary of Swift.

For further information, please contact:

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About Swift

Swift TV Ltd (ASX: STV) is a technology company delivering enterprise in-room engagement and entertainment. Swift TV, its flagship market-first all-in-one connected TV product, is designed for scalable deployment in enterprise environments such as Mining, Oil & Gas, Aged Care and Hospitality, unifying entertainment, communication and engagement while supporting integrations that optimise business outcomes.

26 June 2026

Dear Shareholder,

General Meeting – Notice of Meeting

Notice is given that the General Meeting of Shareholders of Swift TV Ltd ACN 006 222 395 (**Company**) will be held on Thursday 30 July 2026 commencing at 10.00am (AWST) as a physical meeting at the Company's registered office, 1060 Hay Street, West Perth WA 6005.

In accordance with the Corporations Act, the Notice of Meeting (**NOM**) is being made available to Shareholders by electronic means, and the Company will not be dispatching physical copies of the NOM. Instead, a copy of the NOM is available through the Company's website at https://swift.tv/announcements/.

If you have not elected to receive notices by email, a personalised copy of your proxy form will be mailed to you directly.

Shareholders are encouraged to vote online by scanning the QR code in the Proxy Form or by visiting https://investor.automic.com.au/#/loginsah to vote directly online or by returning a physical version of the proxy form to:

post to: Automic, GPO Box 5193, Sydney, NSW 2001
by email: to meetings@automicgroup.com.au

Your proxy voting instruction must be received by 10.00am (AWST) on 28 July 2026 being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant, or other professional adviser. If you have any difficulties obtaining a copy of the Notice, please contact the Company on investor@swift.tv or +61 (8) 6103 7595.

Yours faithfully

Suzie Foreman
Company Secretary

Swift TV Ltd

ACN 006 222 395

Notice of General Meeting

Notice is given that the general meeting of the Company (**Meeting**) will be held at:

Time	10:00am (AWST)
Date	Thursday, 30 July 2026
Place	Registered Office of Swift TV Ltd 1060 Hay Street West Perth WA 6005

Important: This Notice is an important document that should be read in its entirety. If you are in any doubt or have any questions about this document, you should promptly consult your stockbroker, accountant or other professional adviser.

Notice of General Meeting

Notice is given that the general meeting of Swift TV Ltd (ACN 006 222 395) (**Company**) will be held at 10:00am (AWST) on Thursday, 30 July 2026 at the Company's registered office, 1060 Hay Street, West Perth WA 6005.

Agenda

Resolutions

1 Resolutions 1(a) and (b) – Ratification of agreement to issue Placement Shares to Placement Participants

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

"That, for the purposes of Listing Rule 7.4 and for all other purposes, approval is given to ratify the issue of or agreement to issue 230,000,000 Placement Shares using the Company's placement capacity under Listing Rules 7.1 and 7.1A on or around 15 June 2026 under the Placement as follows:

(a) 117,467,599 Placement Shares under Listing Rule 7.1; and

(b) 112,532,401 Placement Shares under Listing Rule 7.1A,

as described in the Explanatory Statement."

Voting exclusion: The Company will disregard any votes cast in favour of Resolutions 1(a) and 1(b) by or on behalf of any person who participated in the agreement to issue the Placement Shares under the Placement (or any of their respective associates), subject to any applicable exception described below.

2 Resolution 2 – Approval to issue Placement Shares to Mr Charles Fear

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

"That, pursuant to and in accordance with Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of 7,500,000 Placement Shares to Mr Charles Fear (or his nominees) at an issue price of $0.008 per Share, as described in the Explanatory Statement."

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Mr Fear (and his nominees), any person who will obtain a material benefit as a result of the proposed issue of the Placement Shares to Mr Fear (or his nominees) (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

3 Resolution 3 – Ratification of agreement to issue Lead Manager Options to Lead Manager

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, approval is given to ratify the issue of or agreement to issue 12,000,000 Lead Manager Options to the Lead Manager (or its nominees) using the Company's placement capacity under Listing Rule 7.1 on or around 16 June 2026 as partial consideration for lead manager services with respect to the Placement, as described in the Explanatory Statement."

Voting exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of the Lead Manager (and/or its nominees) or any of its associates.

4 Resolution 4 – Approval to issue Conversion Shares to Pure Asset Management Pty Ltd

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

"That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 53,750,000 Conversion Shares to Pure Asset Management Pty Ltd (or its nominees), as described in the Explanatory Statement."

Voting exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of Pure Asset Management Pty Ltd (and/or its nominees) or any of its associates.

Voting exclusions and exceptions

Where a voting exclusion and / or voting prohibition applies to a Resolution, it is set out below the relevant Resolution. The voting exclusions and / or voting prohibitions (as applicable) for the following Resolutions are subject to the exceptions stated in the table below (as applicable).

Resolution	Exceptions
1(a), 1(b), 2, 3 and 4	The voting exclusion does not apply to a vote cast in favour of the Resolution 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; (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 Shareholder 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 Shareholder 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 Shareholder votes on the Resolution in accordance with directions given by the beneficiary to the Shareholder to vote in that way.

Voting entitlements

The Company has determined that, in accordance with section 7.11.37 of the *Corporations Regulations 2001* (Cth), for the purposes of the Meeting, Shares will be taken to be held by the persons who are the registered holders at 5.00pm (AWST) on Tuesday, 28 July 2026. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Voting instructions

(a) Votes at the Meeting may be given personally or by proxy, attorney or representative.

(b) A proxy need not be a Shareholder of the Company.

(c) The Proxy Form sent with this Notice should be used for the Meeting.

(d) Each Shareholder who is entitled to cast 2 or more votes at the Meeting may appoint up to 2 persons to act as proxies and may specify the proportion or number of votes that each proxy is entitled to exercise. If a Shareholder does not specify the proportion or number of that Shareholder's votes that each proxy may exercise, then each proxy will be entitled to exercise half of that Shareholder's votes. An additional Proxy Form will be supplied by the Company on request. No Shareholder may appoint more than 2 proxies.

(e) In the case of a Shareholder who is an individual, a Proxy Form must be executed under the hand of the individual or their attorney duly authorised in writing and, in the case of a member that is a corporation, a Proxy Form must be executed by the corporation under common seal, pursuant to section 127 of the Corporations Act or under the hand of its duly authorised officer or attorney.

(f) Any Shareholder may by power of attorney appoint an attorney to act on his or her behalf and such power of attorney or a certified copy of it must be received by the Company in accordance with this Notice.

(g) Any corporation that is a Shareholder may appoint a representative to attend and vote for that corporation at the Meeting. Appointments of corporate representatives must be received by the Company in accordance with this Notice or handed in at the Meeting when registering as a corporate representative.

(h) Any directed proxies that are not voted on a poll at the Meeting by a Shareholder's appointed proxy will automatically default to the Chair, who is required to vote proxies as directed on a poll.

(i) Proxy Forms (including any instruments under which they have been executed) and powers of attorney granted by Shareholders must be lodged with the Company's share registry, Automic Pty

Ltd:

(i) by post to Automic, GPO Box 5193, Sydney, NSW 2001;

(ii) online by scanning the QR code in the Proxy Form or visiting https://investor.automic.com.au/#/loginsah;

(iii) in person at Automic, Level 5, 126 Phillip Street, Sydney NSW 2000; or

(iv) by facsimile to +61 2 8583 3040,

so that they are received no later than 48 hours before the commencement of the Meeting.

(j) The Chair intends to exercise all available proxies in favour of ***all*** Resolutions unless the Shareholder has expressly indicated a different voting intention.

Access to Notice

In accordance with section 110D of the Corporations Act, this Notice and Explanatory Statement are being made available to Shareholders by electronic means and the Company will not be dispatching physical copies of this Notice, other than to any Shareholder who has elected to receive notices of meeting in hard copy only pursuant to section 110E, or who otherwise requests a hard copy of this Notice at least 48 hours before the Meeting.

The Notice can be viewed and downloaded at the following link:

- the Company's website at https://swift.tv/announcements/;
- the Company's ASX platform at https://www.asx.com.au/markets/company/STV ; or
- if the Shareholder has nominated an email address and has elected to receive electronic communications from the Company, the link sent by the Company to the Shareholder's nominated email address.

Document components

This document includes this Notice and the accompanying Explanatory Statement and Proxy Form.

Authorisation

By order of the Board.

Suzie Foreman
Company Secretary

23 June 2026

Explanatory Statement

This Explanatory Statement sets out the information which the Directors believe is material to Shareholders in deciding whether or not to pass the Resolutions.

The Explanatory Statement forms part of the Notice which should be read in its entirety. The Explanatory Statement contains the terms and conditions on which the Resolutions will be voted.

A Proxy Form is located at the end of the Explanatory Statement.

1 Resolutions 1(a) and (b) – Ratification of agreement to issue Placement Shares to Placement Participants

1.1 Background

On 9 June 2026, the Company announced that it had received binding commitments for a placement to raise approximately $1.9 million before costs (**Placement**) by the issue of Shares at $0.008 each (**Placement Shares**).

On 15 June 2026, the Company issued a total of 230,000,000 Placement Shares to unrelated sophisticated and professional investors (**Placement Participants**) using the Company's placement capacity under Listing Rules 7.1 and 7.1A to raise $1.84 million (before costs) as follows:

- 117,467,599 Placement Shares were issued using the Company's placement capacity under Listing Rule 7.1 (which the Company is seeking to ratify pursuant to Resolution 1(a)); and
- 112,532,401 Placement Shares were issued using the Company's additional placement capacity under Listing Rule 7.1A (which the Company is seeking to ratify pursuant to Resolution 1(b)).

In addition to the Placement Shares issued to the Placement Participants, the Company has agreed to issue 7,500,000 Shares to Mr Charles Fear (or his nominees) subscribed for at $0.008 per Share to raise a further $60,000 (before costs) subject to shareholder approval (being the subject of Resolution 2).

Resolutions 1(a) and (b) seek the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of or agreement to issue the Placement Shares.

Resolutions 1(a) and (b) are ordinary resolutions.

The Board recommends that Shareholders vote in favour of Resolutions 1(a) and (b).

1.2 Listing Rules 7.1, 7.1A and 7.4

Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more Equity 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.

Under Listing Rule 7.1A an eligible entity can seek shareholder approval at its annual general meeting to allow it to issue Equity Securities comprising up to 10% of its issued capital. The Company obtained this approval at its annual general meeting held on 27 November 2025.

Listing Rule 7.4 sets out an exception to Listing Rules 7.1 and 7.1A. It provides that where a company in general meeting ratifies the issue of or agreement to issue securities pursuant to Listing Rules 7.1 and 7.1A (and provided that the previous issue did not breach Listing Rule 7.1 and 7.1A), those securities will be deemed to have been made with shareholder approval for the purpose of Listing Rule 7.1 and 7.1A.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such issues under Listing Rules 7.1 and 7.1A. To this end, Resolutions 1(a) and (b) seek shareholder approval for the issue of or agreement to issue the Placement Shares under and for the purposes of Listing Rule 7.4.

If Resolution 1(a) is passed, the issue of 117,467,599 Placement Shares will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 15 June 2026).

If Resolution 1(a) is not passed, the 117,467,599 Placement Shares will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares.

If Resolution 1(b) is passed, the issue of 112,532,401 Placement Shares will be excluded in calculating the Company's 10% limit under Listing Rule 7.1A, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12-month period following the date of issue of the Placement Shares (being 15 June 2026).

If Resolution 1(b) is not passed, the 112,532,401 Placement Shares will be included in calculating the Company's 10% limit under Listing Rule 7.1A, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Placement Shares.

1.3 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the ratification of the issue of the Placement Shares:

(a) The Placement Shares were issued to the Placement Participants, none of whom are a related party of the Company. Investors were selected by the Company in consultation with the Lead Manager and Co-Manager following a bookbuild process. None of the Placement Participants are "material investors" as per ASX Guidance Note 21, sections 7.2 to 7.4.

(b) The Company issued a total of 230,000,000 Placement Shares as follows:

  (i) 117,467,599 Placement Shares within the 15% annual limit permitted under Listing Rule 7.1, without the need for Shareholder approval; and

  (ii) 112,532,401 Placement Shares within the 10% limit permitted under Listing Rule 7.1A, without the need for Shareholder approval.

(c) The Placement Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.

(d) The Placement Shares were issued on 15 June 2026.

(e) A total of 230,000,000 Placement Shares were issued at $0.008 per Placement Share.

(f) The proceeds from the issue of the Placement Shares will be applied towards the scaling of Swift TV and for general working capital.

(g) The material terms on which the Placement Shares were issued are set out in section 1.1.

(h) A voting exclusion statement is included in the Notice.

2 Resolution 2 – Approval to issue Placement Shares to Mr Charles Fear

2.1 General

Background to the Placement is set out in section 1.1.

Director Mr Charles Fear (**Related Party Participant**) wishes to participate in the Placement, subject to Shareholder approval being obtained.

Resolution 2 seeks the approval of Shareholders pursuant to Listing Rule 10.11 for the issue of up to 7,500,000 Placement Shares to the Related Party Participant (or his nominees) arising from their participation in the Placement (**Participation**).

Resolution 2 is an ordinary resolution.

The Board (other than Mr Fear, who has a material personal interest in the outcome of Resolution 2) recommends that Shareholders vote in favour of Resolution 2.

2.2 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue Equity Securities to:

(a) a related party (Listing Rule 10.11.1);

(b) a person who is, or was at any time in the 6 months before the issue or agreement, a substantial holder (30%+) in the company (Listing Rule 10.11.2);

(c) a person who is, or was at any time in the 6 months before the issue or agreement, a substantial holder (10%+) in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them a right or expectation to do so (Listing Rule 10.11.3);

(d) an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3 (Listing Rule 10.11.4); or

(e) a person whose relationship with the company or a person referred to in Listing Rule 10.11.1 or 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders (Listing Rule 10.11.5), unless it obtains the approval of its shareholders.

The Related Party Participant is a related party of the Company by virtue of being a Director. As the Participation involves the issue of Shares to a related party of the Company, Shareholder approval pursuant to Listing Rule 10.11 is required unless an exception applies. It is the view of the Directors that the exceptions set out in Listing Rule 10.12 do not apply in the current circumstances.

Resolution 2 seeks the required Shareholder approval to the proposed issue of Placement Shares to the Related Party Participant under and for the purposes of Listing Rule 10.11.

If Resolution 2 is passed the Company will be able to proceed with the issue of the Placement Shares to the Related Party Participant (or his nominees).

If Resolution 2 is not passed, the Company will not be able to proceed with the issue of the Placement Shares to the Related Party Participant (or his nominees) and the Company will need to return funds received from the Related Party Participant.

As Shareholder approval is sought under Listing Rule 10.11, approval under Listing Rule 7.1 is not required. Accordingly, the issue of Placement Shares to the Related Party Participant (or his nominees) will not be included in the use of the Company's 15% annual placement capacity pursuant to Listing Rule 7.1.

2.3 Specific information required by Listing Rule 10.13

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in relation to the proposed Participation:

(a) The Placement Shares will be issued to Director, Mr Charles Fear (or his nominees).

(b) The Related Party Participant is a related party of the Company by virtue of being a Director and falls into the category stipulated by Listing Rule 10.11.1. In the event that the Placement Shares are issued to nominees of the Related Party Participant, those persons will fall into the category stipulated by Listing Rule 10.11.4.

(c) The maximum number of Placement Shares to be issued to the Related Party Participant (or his nominees) is 7,500,000 Shares.

(d) The Placement Shares issued will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.

(e) The Placement Shares will be issued no later than 1 month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).

(f) The issue price of each Placement Share will be $0.008 per Share, being the same as all other Shares issued under the Placement.

(g) The funds raised will be used for the same purposes as all other funds raised under the Placement as set out in section 1.3(f).

(h) The proposed Participation is not intended to remunerate or incentivise the Related Party Participant.

(i) The material terms on which the Placement Shares are to be issued are set out in section 2.1.

(j) A voting exclusion statement is included in the Notice.

2.4 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and

(b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue of Placement Shares to the Related Party Participant constitutes giving a financial benefit and the Related Party Participant is a related party of the Company by virtue of being a Director. However, the Board considers that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of the Placement Shares to the Related Party Participant on the basis that the Placement Shares will be issued to the Related Party Participant on the same terms as all other Placement Shares to be issued to non-related party participants in the Placement and as such the giving of the financial benefit is on arm's length terms.

3 Resolution 3 – Ratification of agreement to issue Lead Manager Options to Lead Manager

3.1 General

On or about 4 June 2026, the Company entered into an agreement with Peak Asset Management Pty Ltd (**Lead Manager**) and Lynx Advisors Pty Ltd (ACN 654 471 262) (**Co-Manager**) for the provision of lead management services in connection with the Placement (**Lead Manager Mandate**).

The material terms of the Lead Manager Mandate are set out below.

(a) (**Term**): The Lead Manager Mandate commenced on 4 June 2026 and will continue for 12 months.

(b) (**Services**): The services to be provided by the Lead Manager and Co-Manager to the Company in connection with the Lead Manager Mandate include (but are not limited to) the following:

  (i) lead managing and marketing the Placement; and

  (ii) liaising with the Company to agree an allocation of Placement Shares under the Placement.

(c) (**Lead Manager Fees):** The Company agreed to pay the following fees in connection with the Placement:

(i) 6% cash fee (plus GST) payable on the gross proceeds raised by investors introduced by the Lead Manager and Co Manager, respectively, pursuant to the Placement; and

(ii) 12,000,000 Lead Manager Options to be issued to the Lead Manager (or its nominees) on the terms and conditions set out in Schedule 1.

(d) (**Expenses**): The Company has agreed to reimburse the Lead Manager for expenses incurred in connection with the Lead Manager Mandate and the Placement.

The Lead Manager Mandate otherwise contains terms and conditions considered customary for an agreement of this nature (including in relation to representations, warranties, confidentiality and indemnities).

Resolution 3 seeks the approval of Shareholders pursuant to Listing Rule 7.4 to ratify the issue of 12,000,000 Lead Manager Options to the Lead Manager (or its nominees), which were issued as part consideration for the Lead Manager acting as lead manager to the Placement.

Resolution 3 is an ordinary resolution.

The Board recommends that Shareholders vote in favour of Resolution 3.

3.2 Listing Rules 7.1 and 7.4

A summary of Listing Rule 7.1 and 7.4 is contained in section 1.2 above.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1. To this end, Resolution 3 seeks approval for the issue or agreement to issue the Lead Manager Options under and for the purposes of Listing Rule 7.4.

If Resolution 3 is passed, the issue of 12,000,000 Lead Manager Options to the Lead Manager will be excluded in calculating the Company's 15% limit under Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12-month period following the date of issue of the Lead Manager Options (being 16 June 2026).

If Resolution 3 is not passed, the 12,000,000 Lead Manager Options to the Lead Manager will be included in calculating the Company's 15% limit under Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Shareholder approval over the 12-month period following the date of issue of the Lead Manager Options.

3.3 Information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to the proposed issue of the Lead Manager Options to the Lead Manager:

(a) The Lead Manager Options were issued to the Lead Manager (or its nominees) pursuant to the Lead Manager Mandate.

(b) The Company issued a total of 12,000,000 Lead Manager Options within the 15% annual limit permitted under Listing Rule 7.1, without the need for shareholder approval.

(c) The Lead Manager Options are exercisable at $0.03 each on or before 16 June 2028. The Lead Manager Options will otherwise be issued on the terms and conditions set out in Schedule 1.

(d) The Lead Manager Options were issued on 16 June 2026.

(e) The Lead Manager Options were issued for nil cash consideration as part consideration for lead management services provided by the Lead Manager to the Company in connection with the Placement.

(f) No funds were raised from the issue of the Lead Manager Options as the Lead Manager Options were issued as part consideration for lead management services provided by the Lead Manager to the Company in connection with the Placement.

(g) The Lead Manager Options were issued pursuant to the Lead Manager Mandate, a summary of the material terms of this agreement is set out in section 3.1.

(h) A voting exclusion is included in the Notice.

4 Resolution 4 – Approval to issue Conversion Shares to Pure Asset Management Pty Ltd

4.1 General

The Company currently has approximately $5.865 million in outstanding debt under its loan facility with Pure Asset Management Pty Ltd (**PURE**). PURE has agreed to subscribe for up to 53,750,000 Shares (**Conversion Shares**) at a deemed issue price of $0.008 (being the same issue price as Placement Shares), with the subscription amount to be satisfied by set-off against up to $430,000 of the outstanding debt under PURE's loan facility (**Conversion Amount**). The Conversion Amount will be extinguished on issue of the Conversion Shares, with the balance of the loan facility remaining outstanding in accordance with the terms of the loan facility.

As at the date of this Notice, PURE holds a relevant interest in 228,334,469 Shares, representing voting power of approximately 16.85% (based on 1,355,324,013 Shares currently on issue).

The number of Conversion Shares to be issued to PURE under Resolution 4 will be the lesser of:

(a) 53,750,000 Shares; and

(b) the maximum number of Shares that may be issued to PURE without PURE's voting power exceeding 19.99% immediately after the issue, calculated by reference to the total number of Shares on issue at that time (including any Shares issued under Resolution 2).

If both Resolution 2 and Resolution 4 are approved, PURE will be issued 53,750,000 Conversion Shares, increasing its relevant interest to 282,084,469 Shares and its voting power to approximately 19.9%. If Resolution 2 is not approved but Resolution 4 is approved, the number of Conversion Shares issued to PURE will be reduced to the extent necessary to ensure that PURE's voting power does not exceed 19.99% immediately after the issue (approximately 53,200,000 Shares calculated as at the date of this Notice). PURE's relevant interest would in that case increase to 281,534,469 Shares and the Conversion Amount would be reduced accordingly, with the balance of the Conversion Amount remaining outstanding in accordance with the terms of the loan facility.

The Company notes that Mr Nick Berry is a director of both the Company and PURE, however Mr Berry does not control PURE on the basis that Mr Berry is one of three directors of PURE and holds a non-majority ownership interest in PURE. In addition, Mr Berry was not appointed to the Board under any agreement, arrangement or understanding giving PURE a right or expectation to nominate a director. Accordingly, the Company does not consider PURE is a related party of Mr Berry for the purposes of Listing Rule 10.11.1, nor a party to which Listing Rule 10.11.3 applies. On this basis, Resolution 4 seeks the approval of Shareholders pursuant to Listing Rule 7.1 for the issue of the Conversion Shares to PURE.

Resolution 4 is an ordinary resolution.

The Board (other than Mr Nick Berry) recommends that Shareholders vote in favour of Resolution 4. Mr Berry declines to make a recommendation in relation to Resolution 4 because of his interest as a director of PURE and having a relevant interest in the securities of Pure Asset Management as trustee for the Pure Income and Growth Fund.

4.2 Material terms of PURE loan facility

The Company originally entered into the loan facility with PURE in December 2019 (**Loan Facility**), with the Loan Facility having been subject to three separate amendments in January 2021, August 2022 and March 2025. The material terms of the Loan Facility (as amended) are as follows:

(a) **Principal**: the original loan facility was for $8m, however the current outstanding principal as at the date of this Notice is $5.865 million;

(b) **Interest:** 10.25% per annum payable quarterly;

(c) **Repayment Date:** the Loan Facility repayment date is 31 March 2027;

(d) **Security**: PURE holds a first ranking security over all assets of the Company and each of its subsidiaries; and

(e) **Financial covenants**: the Company must meet the following financial covenants during the term of the Loan Facility:

   (i) the Company must maintain a minimum cash balance of $1,000,000 at the end of each calendar month; and

   (ii) the capital expenditure of the Company must not exceed $350,000 in any quarter.

The terms of the Loan Facility (as amended) are otherwise considered customary for a document of this nature, including in relation to representations, warranties and indemnities.

4.3 Listing Rule 7.1

A summary of Listing Rules 7.1 is contained in section 1.2 above.

Listing Rule 7.2 sets out various types of equity issues that are excluded from the operation of Listing Rule 7.1 and 7.1A. The issue of the Conversion Shares does not fall within any of the exceptions to Listing Rule 7.1 and, at the time of agreeing to issue the Conversion Shares, did not fall within the 15% limit in Listing Rule 7.1. It therefore requires Shareholder approval under Listing Rule 7.1.

If Resolution 4 is passed, the Company will be allowed to issue the Conversion Shares during the period of 3 months after the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules), without using the Company's 15% annual placement capacity under Listing Rule 7.1.

If Resolution 4 is not passed, the Company will not issue the Conversion Shares and therefore the Company’s outstanding debt under its loan facility with PURE will not be reduced by the Conversion Amount.

4.4 Information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to the proposed issue of the Conversion Shares to PURE:

(a) the Conversion Shares will be issued to PURE (or its nominees);

(b) the maximum number of Conversion Shares that the Company proposes to issue to PURE (or its nominees) is 53,750,000 Shares;

(c) the Conversion Shares will be fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue;

(d) the Conversion Shares will be issued no later than 3 months after the date of the Meeting;

(e) the Conversion Shares will be issued for nil cash consideration;

(f) no funds will be raised from the issue of the Conversion Shares as the Conversion Shares will be issued for the purpose of reducing the Company’s outstanding debt under its loan facility with PURE;

(g) the material terms on which the Conversion Shares will be issued are set out in section 4.1;

(h) the Conversion Shares are not being issued under, or to fund, a reverse takeover; and

(i) a voting exclusion is included in the Notice.

Definitions

In the Notice, words importing the singular include the plural and vice versa.

$ or A$ means Australian Dollars.

ASIC means the Australian Securities and Investments Commission.

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

AWST means Australian Western Standard Time being the time in Perth, Western Australia.

Board means the board of Directors.

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 person appointed to chair the Meeting of the Company convened by the Notice.

Co-Manager means Lynx Advisors Pty Ltd (ACN 654 471 262), a CAR of BR Securities Australia Pty Ltd AFSL 456663.

Company means Swift TV Ltd (ACN 006 222 395).

Constitution means the constitution of the Company as at the date of the Meeting.

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

Director means a director of the Company.

Equity Security has the same meaning as in the Listing Rules.

Explanatory Statement means the explanatory statement which forms part of the Notice.

Lead Manager means Peak Asset Management Pty Ltd (ACN 689 835 201), a CAR of LeMessurier Securities Pty Ltd AFSL 296877.

Lead Manager Mandate has the meaning in section 3.1

Lead Manager Option means an option on the terms set out in Schedule 1.

Listing Rules means the listing rules of ASX.

Meeting has the meaning given in the introductory paragraph of the Notice.

Notice means this notice of general meeting.

Option means an option to acquire a Share.

Participation has the meaning in section 2.1.

Placement has the meaning in Section 1.1.

Placement Share has the meaning in Section 1.1.

Placement Participants has the meaning in Section 1.1.

Proxy Form means the proxy form attached to or accompanying the Notice.

Related Party Participant has the meaning in section 2.1.

Resolution means a resolution referred to in the Notice.

Schedule means a schedule to the Notice.

Securities means any Equity Securities of the Company (including Shares, Options and / or Performance Rights).

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

Shareholder means the holder of a Share.

Trading Day has the meaning given in the Listing Rules.

VWAP means volume weighted average market price.

Schedule 1 - Terms and Conditions of Lead Manager Options

(a) Entitlement

Each Lead Manager Option entitles the holder to subscribe for one Share upon exercise of the Lead Manager Option.

(a) Exercise Price

Subject to paragraph (h), the amount payable upon exercise of each Lead Manager Option is $0.03 per Lead Manager Option (**Exercise Price**).

(b) Expiry Date

Each Lead Manager Option will expire at 5:00pm (AWST) on 16 June 2028 (**Expiry Date**). A Lead Manager Option not exercised before the Expiry Date will automatically lapse.

(c) Exercise Period

The Lead Manager Options are exercisable at any time before the Expiry Date (**Exercise Period**).

(d) Exercise Notice

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

(e) Exercise Date

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

(f) 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 in respect of the number of Lead Manager Options specified in the Exercise Notice 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 (**Cleansing Notice**) or, if the Company is unable to issue a Cleansing Notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act (**Cleansing Prospectus**) 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 the Shares issued pursuant to the exercise of the Lead Manager Options.

If for any reason a Cleansing Notice issued 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 the Cleansing Notice being ineffective, lodge with ASIC a Cleansing Prospectus 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.

(g) Shares issued on exercise

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

(h) Reconstruction of capital

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

(i) Participation in new issues

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

(j) Transferability

The Lead Manager Options are transferable.

(k) Quotation

The Company will not seek to have the Lead Manager Options quoted by ASX.

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Swift TV Ltd | ABN 54 006 222 395

Your proxy voting instruction must be received by **10:00am (AWST) on Tuesday, 28 July 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders should sign.
Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.
By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:
WEBSITE:

https://automicgroup.com.au

PHONE:

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

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the General Meeting of Swift TV Ltd, to be held at **10:00am (AWST) on Thursday, 30 July 2026 at Registered Office of Swift TV Ltd, 1060 Hay Street, West Perth WA, 6005** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1a	Ratification of agreement to issue Placement Shares to Placement Participants - 7.1			
1b	Ratification of agreement to issue Placement Shares to Placement Participants - 7.1A			
2	Approval to issue Placement Shares to Mr Charles Fear			
3	Ratification of agreement to issue Lead Manager Options to Lead Manager			
4	Approval to issue Conversion Shares to Pure Asset Management Pty Ltd			

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

STEP 3 – Signatures and contact details

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

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

/ /

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

AUTOMIC

STV