PENGANA INTERNATIONAL EQUITIES LIMITED

ASX: PIA

PENGANA INTERNATIONAL EQUITIES LIMITED

ASX ANNOUNCEMENT

EXTRAORDINARY GENERAL MEETING UPDATE - WITHDRAWAL OF RESOLUTION 2 (CONDITIONAL WINDING UP)

For personal use only

6 July 2026

Further to the Company's announcement dated 26 June 2026 titled "Notice of Extraordinary General Meeting", Pengana International Equities Limited (ASX: PIA) (**Company**) announces that, following further deliberation, the Board has determined to withdraw Resolution 2 (Conditional Voluntary Winding Up of the Company) from the Extraordinary General Meeting (**EGM**) scheduled to be held at 2:00pm (AEST) on Monday 27 July 2026.

Resolution 2 will not be put to a vote of members at the EGM. Any proxy votes, directed or undirected, submitted in respect of Resolution 2 (whether by proxy form, online or otherwise) will be disregarded and will have no effect.

Resolution 1 and capital management proposals unaffected

Resolution 1 (Approval of the Off-Market Equal Access Buy-Back) and the remaining elements of the Company's capital management proposals - including the Special Dividend, the Buy-Back and the proposed Capital Raise - remain unaffected and will proceed as described in the Notice of Meeting and Explanatory Memorandum dated 26 June 2026.

Shareholders who have already submitted proxy forms in respect of Resolution 1 do not need to take any further action. Those proxy votes remain valid.

Post-Buy-Back process if Minimum Viable Entity Threshold is not met

If, following completion of the Buy-Back, the Board determines that the Company does not meet the Minimum Viable Entity Threshold (as defined in the Notice of Meeting and Explanatory Memorandum), the Board intends to convene a further general meeting of the Company's shareholders at that time to consider an unconditional resolution for the voluntary winding up of the Company under Part 5.5 of the Corporations Act 2001 (Cth). That resolution would be put to the shareholders who remain on the register following the Buy-Back.

Conversely, if the Board determines that the Company meets the Minimum Viable Entity Threshold following completion of the Buy-Back, the Board intends to proceed with the proposed Capital Raise (non-renounceable pro-rata rights issue) as described in the Notice of Meeting and Explanatory Memorandum.

The Board will provide shareholders with further information regarding the post-Buy-Back process, including a fresh notice of meeting and explanatory memorandum in respect of any winding up resolution, if and when required.

No change to timetable

The indicative timetable for the EGM, the Special Dividend and the Buy-Back as set out in the Notice of Meeting dated 26 June 2026 remains unchanged.

This announcement has been authorised for release to ASX by the Board of Pengana International Equities Limited.

For further information please contact:

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