

ASX Announcement

31 July 2026



2026 AGM and B Class Meeting Letter of Access, Notices of Meeting and Proxy Forms

Ricegrowers Limited (ABN 55 007 481 156) (ASX: SGLLV) (SunRice) attaches the following documents in relation to its 2026 Annual General Meeting being held at 10.00am (AEST) on Thursday 3 September 2026 and meeting of B Class Shareholders to be held immediately following the AGM or at 11.30am (AEST) (whichever is the later).

1. Letter of Access;
2. AGM Notice of Meeting and Proxy Form; and
3. B Class Notice of Meeting and Proxy Form.

Authorised by Kate Cooper, Group General Counsel and Company Secretary.

Investor enquiries:

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Group Corporate Affairs Director
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To ask any questions about this announcement, or other investor queries, please visit the [SunRice Investor Hub](#).

About SunRice Group's structure

The structure of SunRice Group contains non-standard elements including its dual class share structure comprising A Class Shares and B Class Shares.

A Class Shares confer on their holders the right to vote at general meetings but no right to dividends. A Class Shares are not quoted on ASX and may only be held by rice growers who meet the production quotas prescribed by the SunRice constitution. No person may hold more than 5 A Class Shares. In practical terms the voting rights held by A Class Shareholders give those shareholders the right to control the election of directors and any changes to SunRice Group's constitution.

B Class Shares are quoted on ASX and confer on their holders the right to receive dividends, as determined by the directors from time to time. Holders of B Class Shares do not generally have the right to vote at general meetings of SunRice Group. This means B Class Shareholders have no right to vote on the election of directors of SunRice Group. No person may hold more than 10% of the total number of B Class Shares on issue.

For more details of the non-standard elements of SunRice Group's structure see: <https://investors.sunrice.com.au/>

Ricegrowers Limited

ABN 55 007 481 156

Registered Office

57 Yanco Avenue, Leeton, NSW 2705 Australia
Locked Bag 2, Leeton, NSW 2705 Australia
T +61 2 6953 0411
www.sunrice.com.au

2026 Annual General Meeting and B Class Meeting

Letter of Access

31 July 2026

Ricegrowers Limited (ABN 55 007 481 156) (ASX:SGLLV) (“the Company”) advises that the 2026 Annual General Meeting will be held at 10.00am (AEST) on Thursday, 3 September 2026 (“Annual General Meeting” or “Meeting”) at the Roxy Theatre, 114 Pine Avenue, Leeton, with registration commencing at 9.00am. A separate meeting of B Class Shareholders (“B Class Meeting”) will be held immediately following the Annual General Meeting or at 11.30am (AEST) (whichever is later).

The Company will only be dispatching physical copies of the Notices of Meeting (Notices) to Shareholders who have elected to receive Notices in the physical form.

Shareholders who have provided an email address and have elected to receive electronic communications from the Company will receive an email to their nominated email address with a link to an electronic copy of the Notices and the proxy voting form. Otherwise, a personalised proxy voting form will be printed and dispatched to Shareholders.

Notices of Annual General Meeting and B Class Meeting

The full Notice of Meeting for each of the Annual General Meeting and the B Class Meeting is available:

At <https://investors.sunrice.com.au/announcements>

At <https://www.asx.com.au/markets/company/SGLLV>

Business and Resolutions at the Annual General Meeting and B Class Meeting

The business and resolutions being put to the Annual General Meeting and B Class Meeting, as outlined in the Notices, are:

Annual General Meeting

- Financial Statements and Reports
- Sustainability Report
- Remuneration Report
- Re-election of Mr Ian Glasson

B Class Meeting

- Long Term Incentive Award for the CEO & Managing Director

Attending the Meetings and voting

Shareholders are encouraged to lodge their votes online in advance of the Meetings using the MUFG link provided below.

Shareholders can lodge a directed proxy or direct vote and submit written questions using the Question Form accompanying the Notices in advance of the Meetings, even if they plan to attend the Meetings. Please note that individual responses to pre-submitted questions will not be sent to Shareholders.

Direct votes and proxy appointments must be received by 10.00am (AEST) (for the Annual General Meeting) and 11.30am (for the B Class Meeting) on Tuesday, 1 September 2026. The Question Form must be received by no later than 5.00 pm (AEST) on Thursday, 27 August 2026.

Shareholders will also be able to watch the Meetings by viewing the webcast by visiting <https://meetings.openbriefing.com/SGL26>. Shareholders will not be able to vote, ask questions or make comments via the webcast.

Voting Forms and Question Forms can be submitted in the following ways:

Online

au.investorcentre.mpms.mufg.com

By Mail

Ricegrowers Limited
C/- MUFG Corporate Markets
Locked Bag A14, Sydney South NSW 1235 Australia; or

By Fax

+61 2 9287 0309.

Please contact MUFG Corporate Markets ("MUFG") (formerly Link Market Services) if you wish to update your contact details or to update your preferences to receive communications electronically or in hard copy. Contact details for MUFG are set out in the Notices.

The Chair intends to vote all open proxies in favour of all resolutions.

If you have any issues relating to the information provided in this document, please contact the Company Secretary, Kate Cooper, at companysecretary@sunrice.com.au or 02 9268 2074.

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Notice of Annual General Meeting 2026

Ricegrowers Limited (ABN 55 007 481 156)

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Letter from the Chair

Dear A Class Shareholders

I am pleased to announce that the 2026 Annual General Meeting of Ricegrowers Limited (ABN 55 007 481 156) (“the Company”) will be held at 10.00am (AEST) on Thursday, 3 September 2026 (“Annual General Meeting” or “Meeting”) with registration commencing at 9.00am. A separate meeting of B Class Shareholders (“B Class Meeting”) will be held immediately following the Annual General Meeting or at 11.30am (AEST) (whichever is later).

This year, the Annual General Meeting and B Class Meeting will be held at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705. Shareholders who are unable to attend the Meetings will also be able to watch the Meetings by viewing the webcast by visiting <https://meetings.openbriefing.com/SGL26>. Shareholders will not be able to vote, ask questions or make comments via the webcast.

This is the first time I will chair the Annual General Meeting and B Class Meeting as Chair of the Board. As most of you would be aware, I was elected as Chair following Laurie Arthur’s retirement at the close of the 2025 B Class Meeting. Together with Paul Serra the Group CEO, we continue to build on the strong foundations Laurie helped to establish over his 18 years of service to the Company. I look forward to working with our team to continue to evolve the Company, while staying true to its values and its heritage, and thank you for your support.

As highlighted in our 2026 Annual Report, the Financial Year ended 30 April 2026 (“FY26”) saw the Group deliver a solid result in a challenging trading environment. Group revenue for FY26 was \$1.80 billion, down 2% on FY25. EBITDA was \$143.6 million, down 3% on FY25, with EBITDA margin steady at 8.0%. NPAT was \$73.3 million, up 4% on FY25, driven by improved operational discipline and a lower effective tax rate. The paddy price for medium grain rice was \$400 per tonne, compared to \$406 per tonne in FY25.

We have been able to continue to reward our B Class Shareholders, with a total dividend of 70 cents per B Class Share, comprised of a fully franked interim dividend declared in December 2025 of 20 cents per B Class Share; complemented by a fully franked final dividend of 50 cents per B Class Share declared on 25 June 2026.

The FY26 result was driven by the efforts of our team as we began to implement our 2030 Growth Strategy, our discipline and agility in navigating challenging conditions, the strength of our consumer brands and product portfolio, and our continued focus on innovation.

Resolutions for the 2026 Annual General Meeting and B Class Meeting

The Board is proposing a number of resolutions at this year's Annual General Meeting and the separate B Class Meeting. I outline the proposals in more detail below. Please note only A Class Shareholders are entitled to vote on the resolutions before the Annual General Meeting and only B Class Shareholders are entitled to vote on the resolution before the B Class Meeting.

Re-election of Ian Glasson

At the 2023 Annual General Meeting, Ian Glasson was elected to the Board for a three-year term. Accordingly, Ian Glasson will be standing for re-election at the 2026 Annual General Meeting, seeking the support of A Class Shareholders for a further term of three years. Mr Glasson has indicated that if re-elected, he may not serve his full term and will work with the Chair and the Board to determine the appropriate duration of his tenure. More detail regarding his biography and experience is included in the Explanatory Notes on page 8 of this Notice.

Long Term Incentive Award for the CEO & Managing Director

Mr Paul Serra was appointed as Chief Executive Officer and Managing Director of the Company on 23 August 2023. On commencement of his role, the Board invited Mr Serra to participate in the Company's Long-Term Incentive Plan (and a one off Retention Plan).

Similar to last year's Meeting, the Board will be seeking approval for the granting of B Class Share Rights to Mr Serra under the Long-Term Incentive Plan at the B Class Meeting to be held immediately following the Company's 2026 Annual General Meeting.

Grower Director Election

The Board continues to work to ensure appropriate succession planning for the Grower Director roles. A postal and online ballot vote of the A Class Shareholders for the election of the two Grower Directors is being held prior to the AGM. The ballot closes at 10.00am on 1 September 2026. The results will be announced following the vote count and will also be noted at the AGM.

Attending the Meeting and voting

Shareholders should monitor our website and ASX announcements where updates will be provided if it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting. We will also contact Shareholders who have provided their email address to us via email.

Shareholders are encouraged to vote online using the MUFG link provided below. You can lodge a directed proxy or direct vote online and submit written questions (if you have any) using the Question Form accompanying this Notice in advance of the Meeting, even if you plan to attend the Meeting. Please note that individual responses to pre-submitted questions will not be sent to Shareholders. Shareholders can also lodge a directed proxy or direct vote, and submit questions, by mail or fax as set out below.

To lodge your direct vote or appoint a proxy, please follow the instructions in the attached 'Voting Information Schedule'. Direct votes and proxy appointments must be received by 10.00am (AEST) on Tuesday, 1 September 2026. The Question Form must be received by no later than 5.00 pm (AEST) on Thursday, 27 August 2026.

Voting Forms and Question Forms can be submitted in the following ways:

Online

au.investorcentre.mpms.mufg.com

By Mail

Ricegrowers Limited
C/- MUFG Corporate Markets
Locked Bag A14, Sydney South NSW 1235 Australia; or

By Fax

+61 2 9287 0309.

Please contact MUFG Corporate Markets (“MUFG”) (formerly Link Market Services) if you wish to update your contact details or to update your preferences to receive communications electronically or in hard copy. Contact details for MUFG are set out in the Notice of Meeting.

I will cover as many of the most frequently raised questions as possible in my Chair’s address, which will be lodged with the ASX prior to the Annual General Meeting.

Annual Report

SunRice is committed to preserving the environment and minimising paper usage. Accordingly, Shareholders can access the 2026 Annual Report on the ASX and the Company’s website at: investors.sunrice.com.au. Hard copy Annual Reports will be sent to Shareholders in accordance with their communication preferences. Shareholders can also request a hard copy of the Annual Report by contacting MUFG Corporate Markets on 1800 237 764 (toll free in Australia) or +61 1800 237 764 (if overseas) or visiting <https://au.investorcentre.mpms.mufg.com>



John Bradford

Chair of the Board

31 July 2026

Notice is hereby given that the 2026 Annual General Meeting of Ricegrowers Limited (ABN 55 007 481 156) (“the Company”) will be held at 10.00am (AEST) on Thursday, 3 September 2026 (“Annual General Meeting” or “Meeting”) at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705.

Agenda

Financial Reporting

Consideration of the Annual Financial Report, Directors’ Report, Sustainability Report and Independent Auditor’s Report for the year ended 30 April 2026.

Resolution 1 – Remuneration Report

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

“That the Remuneration Report for the year ended 30 April 2026 be adopted.”

The vote on this resolution is advisory only and will not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

Resolution 2 – Re-election of Ian Glasson

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

“That Ian Glasson, being eligible, be re-elected as a Director of the Company for a period of three years.”

By order of the Board



Kate Cooper

Company Secretary

31 July 2026

Additional Information

Material accompanying this Notice of Annual General Meeting

This Notice of Annual General Meeting (“Notice”) should be read in conjunction with the Explanatory Notes and the Voting Information Schedule, which accompany and form part of this Notice.

The Voting Information Schedule includes detailed information on how to vote online or by fax or mail and how to lodge a Proxy Form, Certificate of Appointment of Corporate Representative or Power of Attorney.

Unless the context requires otherwise, capitalised terms not otherwise defined in this Notice or the Voting Information Schedule have the meaning given to them in the Constitution of the Company.

Voting exclusion statement – Resolution 1

A vote must not be cast on (and the Company will disregard any votes cast on) Resolution 1 that is cast:

- by, or on behalf of, a member of the Key Management Personnel (“KMP”) whose remuneration is disclosed in the 2026 Remuneration Report and their closely related parties (regardless of the capacity in which the vote is cast); or
- as a proxy by a member of the KMP at the date of the Annual General Meeting and their closely related parties,

unless the vote is cast

- as proxy for a person entitled to vote on Resolution 1 in accordance with a direction on the Voting Form; or
- as a proxy by the Chair of the Annual General Meeting for a person entitled to vote on Resolution 1 pursuant to an express authorisation to exercise the proxy as the Chair decides even though Resolution 1 is connected to the remuneration of the KMP.

Attendance at the Annual General Meeting

If you or your proxies, attorney or representative plan to attend the Annual General Meeting, please arrive at the venue at least 30 minutes before the scheduled time for commencement of the Annual General Meeting so that your shareholding can be checked against the Company’s Share Register, any Power of Attorney or Certificate of Appointment of Corporate Representative verified, and you or your representative’s attendance noted. To assist with the registration process on the day, please bring a copy of your Voting Form with you.

Please note that B Class Shareholders are entitled to attend, but not vote at, the Annual General Meeting.

Further information

For further information, please call the Company’s Share Registry, MUFG Corporate Markets, on 1800 237 764 (toll free in Australia) or +61 1800 237 764 (if overseas) between 9.00am and 5.00pm (AEST), Monday to Friday.

Explanatory Notes

Financial Report, Directors' Report, Sustainability Report and Independent Auditor's Report

The *Corporations Act 2001 (Cth)* ("Corporations Act") requires the Annual Financial Report, Directors' Report, Sustainability Report and Independent Auditor's Report of the Company and its controlled entities for the year ended 30 April 2026 to be laid before the Annual General Meeting. There is no requirement for a resolution on this matter. However, Shareholders as a whole will be given a reasonable opportunity to raise questions or comments on the management of the Company.

A reasonable opportunity will also be given to Shareholders as a whole at the Annual General Meeting to ask the Company's Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements, the policies adopted in relation to the preparation of the sustainability report and the independence of the Auditor in relation to the conduct of the audit. Shareholders can access the 2026 Annual Report on the ASX and the Company's website at: investors.sunrice.com.au.

Resolution 1 – Remuneration Report

The Remuneration Report on pages 101-111 of the Company's 2026 Annual Report sets out the remuneration policies of the Company and reports on remuneration arrangements for the Company's KMP during the year ended 30 April 2026. A Class Shareholders as a whole will have a reasonable opportunity at the Annual General Meeting to ask questions about or make comments on the Remuneration Report.

The vote on Resolution 1 is advisory only and will not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

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Resolution 2 – Re-election of Ian Glasson

Ian Glasson

Non-Executive Independent Director, Non-Grower

Director since 2016

Directors' Committees: People and Remuneration (Chair); Nomination, Independent, and Finance Risk & Audit (Member).



Mr Glasson has significant career experience in the branded food and agribusiness sectors across several international markets. His professional experience includes direct interaction with grower and owner groups, and he has developed a strong knowledge of agribusiness integrated supply chains, commodity and financial markets, as well as experience with listed organisations and corporate transaction processes.

Mr Glasson first entered the branded food and agribusiness sectors in 1994, when he joined Goodman Fielder Limited, then Australia's largest food company, where he held several positions across the organisation including General Manager of Goodman Fielder's global gelatin business and Managing Director of Goodman Fielder's international ingredients division.

Following three years as Managing Director of a joint venture between Gresham Partners and Rabobank between 2003 and 2006, Mr Glasson was the CEO of Sucrogen (formerly the sugar business of listed entity CSR, now owned by Wilmar) for seven years until 2013. Sucrogen's annual revenue was nearly \$2 billion, it produced nearly 50% of Australia's raw sugar and operated the largest sugar refining operations in Australia/New Zealand, as well as having a strong presence in the food and beverage sector and retail market.

From March 2013 until June 2016, Mr Glasson was the CEO of Gold Coin Group/Zuellig Agriculture, managing a portfolio of businesses that includes animal feed operations and farming ventures in eight countries throughout Southeast Asia (including China) and included CB Norwood, a farm equipment business in New Zealand and Australia. From November 2017 until June 2019, Mr Glasson was the CEO of PGG Wrightson Ltd, a leading rural services business in New Zealand, listed on the New Zealand Stock Exchange. Mr Glasson is a director of Clover Corporation Limited.

Prior to a successful career in the branded food and agribusiness sectors, Mr Glasson spent the first 16 years of his career in the oil and gas sector with Esso in various management, planning and government affairs positions, including two years with Exxon (now ExxonMobil) in the US.

The Board, with the assistance of the Nomination Committee, has reviewed the performance of Ian Glasson and endorses his nomination as a candidate for re-election. The Board has considered the skills, knowledge and experience that Ian Glasson brings to the Board and his contribution to Board discussions. The Board considers Ian Glasson to be independent.

It is acknowledged that Mr Glasson may not serve the full three-year term.

Directors' Recommendation

For the reasons above, the Board (with Ian Glasson abstaining) recommends that A Class Shareholders vote in favour of this resolution.

Voting Information Schedule

Entitlement to vote

In accordance with the *Corporations Regulations 2001* (Cth), the Board has determined that the time as at which a person will be recognised as an A Class Shareholder for the purposes of voting at the Annual General Meeting is 7.00pm (AEST) on Tuesday, 1 September 2026.

Only holders of A Class Shares registered at that time will be entitled to attend and vote at the Annual General Meeting, either in person, by proxy or attorney, or in the case of a corporate A Class Shareholder, by a body corporate representative. Accordingly, transfers of A Class Shares registered after this time will be disregarded in determining entitlements to vote at the Annual General Meeting.

In accordance with the Constitution, B Class Shareholders will be entitled to attend, but not vote at, the Annual General Meeting.

How to Vote

You may vote at the Annual General Meeting by:

- Attending the Meeting in person and voting;
- Casting your vote directly by using the Voting Form. This can be done online or by fax or mail;
- Appointing up to two proxies to attend the Meeting and vote on your behalf by using the Voting Form;
- Appointing one attorney to attend the Meeting and vote on your behalf, using a Power of Attorney; or
- In the case of a corporate A Class Shareholder, appointing a corporate representative to attend the Meeting and vote on your behalf, using a Certificate of Appointment of Corporate Representative.

Voting at the Meeting will be by way of poll, not a show of hands. Under the Constitution, on a poll at a general meeting, each A Class Shareholder has:

- one vote if they hold one or more First A Class Shares; and
- one additional vote if they hold a Second A Class Share.

If you are appointed as proxy or attorney for one or more other A Class Shareholders, you will be entitled to cast your own vote and one vote for each of the A Class Shareholders you represent.

Webcast

You will also be able to watch the Meeting by viewing the webcast by visiting <https://meetings.openbriefing.com/sgl26>. Shareholders will not be able to vote, ask questions or make comments via the webcast.

a) Voting in person

To vote at the Meeting, you must attend the Meeting in person. You will be admitted to the Meeting and given a voting card at the point of entry on disclosure of your name and address.

b) Direct voting

You can directly cast your vote online (or by using fax or mail) before the Meeting without attending the Meeting by using the Voting Form.

To vote directly, mark 'Box A' in Step 1 of the Voting Form. For your vote on a resolution to be counted, you must complete the voting directions for that resolution by marking 'For' or 'Against' in Step 2.

You should **not** mark both Box A and Box B. Only mark 'Box B' if you wish to vote by proxy (see below 'Voting by proxy').

Please refer to the Voting Form for instructions on how to complete the form. Note that if you:

- Mark Box A but do not provide a voting direction on any resolution in Step 2, the Chair of the Meeting will be deemed to be your appointed proxy for all resolutions; and
- Mark both Box A and Box B and you provide a voting direction on a resolution in Step 2, you will be taken not to have appointed a proxy and your direct votes will be counted.

A duly signed Voting Form (and, if the Voting Form is executed under a Power of Attorney, the original Power of Attorney or a certified copy of the Power of Attorney or other authority under which it is signed) **MUST** be lodged using the instructions on the Voting Form by 10.00am (AEST) on Tuesday, 1 September 2026 to be effective.

c) Voting by proxy

If you are not able to attend the Meeting and do not cast a direct vote (see above) but still wish to vote, you can do so by appointing up to two proxies to attend and vote on your behalf at the Meeting. To appoint a proxy, you must mark (and only mark) 'Box B' in Step 1 of the Voting Form.

A Class Shareholders that are entitled to cast two votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of the A Class Shareholder's votes.

A proxy need not be another Shareholder.

The lodging of a Voting Form to appoint a proxy will not preclude an A Class Shareholder from attending in person and voting at the Meeting if the A Class Shareholder is entitled to attend and vote. If the A Class Shareholder votes on a resolution, their appointed proxy is not entitled to vote and must not vote as that holder's proxy on the resolution.

Please refer to the Voting Form for instructions on how to complete the form.

A duly signed Voting Form (and, if the Voting Form is executed under a Power of Attorney, the original Power of Attorney or a certified copy of the Power of Attorney or other authority under which it is signed) **MUST** be lodged using the instructions on the Voting Form by 10.00am (AEST) on Tuesday, 1 September 2026 to be effective.

Further information on Voting Form and the Chair of the Meeting

Please direct your proxy how to vote by marking 'For', 'Against' or 'Abstain' on each of the resolutions at Step 2 of the Voting Form. If you do not direct your proxy how to vote on a resolution, the proxy may vote, or abstain from voting, as he or she thinks fit on that resolution. If you instruct your proxy to abstain from

voting, he or she is directed not to vote on your behalf, and the A Class Shares the subject of the proxy appointment will not be counted in computing the required majority.

If you return your Voting Form:

- without identifying a proxy at Box B (and without marking Box A), you will be taken to have appointed the Chair of the Meeting as your proxy to vote on your behalf; or
- with voting directions and with a proxy identified at Box B but your proxy does not attend the Meeting or does not vote on a poll in accordance with your instructions, the Chair of the Meeting will act in place of your nominated proxy and vote in accordance with any directions on your Voting Form.

If you appoint the Chair of the Meeting as your proxy, or the Chair becomes your proxy by default (as above), and you do not mark a box next to Resolution 1, then by completing and submitting the Voting Form, you will be expressly authorising the Chair of the Meeting to vote as they see fit in respect of that Resolution even though Resolution 1 is connected with the remuneration of the Company's KMP.

The Chair of the Annual General Meeting intends to vote all available proxies in favour of the resolutions contained in the Notice of Annual General Meeting.

d) Voting by attorney

You may appoint an attorney to vote at the Meeting. Your attorney need not be another Shareholder. Each attorney will have the right to vote on the poll and also to speak at the Meeting. Persons who are attending as an attorney should bring the original (or a certified copy) of the Power of Attorney or other authority under which it is signed to the Meeting, unless the Company has already noted it.

The original Power of Attorney, or a certified copy of the Power of Attorney, should be lodged by 10.00am (AEST) on Tuesday, 1 September 2026 to be effective. Your appointment of an attorney does not preclude you from attending in person and voting at the Meeting. If an A Class Shareholder votes on any of the resolutions, their attorney is not entitled to vote and must not vote as that A Class Shareholder's attorney on that resolution.

e) Voting by corporate representative

To vote at the Meeting, an A Class Shareholder or proxy that is a corporation may appoint a person to act as its representative. The corporation must ensure that:

- it appoints an individual as its corporate representative to exercise its powers at the Meeting in accordance with section 250D of the Corporations Act (a "Certificate of Appointment of Corporate Representative" can be obtained from the Company's Share Registry and used for this purpose); and
- the Certificate of Appointment of Corporate Representative or equivalent written instrument appointing the corporate representative and executed in accordance with the corporation's Constitution must be provided to the Company or the Company's Share Registry before the Meeting.

A pro forma Certificate of Appointment of Corporate Representative may be obtained from the MUFG Corporate Markets website at <https://au.investorcentre.mpms.mufg.com> by selecting the Investor Services option, then selecting Forms and under the heading Holding Management. The certificate should be lodged at the registration desk on the day of the Meeting or with the Company's Share Registry by no later than 10.00am (AEST) on Tuesday, 1 September 2026.

If a Certificate of Appointment of Corporate Representative is completed under Power of Attorney, the Power of Attorney, or a certified copy, must accompany the completed Certificate unless the Power of Attorney has previously been noted by the Company.

f) Lodgement details

Completed Voting Forms, Powers of Attorney and Certificates of Appointment of Corporate Representative should be lodged **online** at <https://au.investorcentre.mpms.mufg.com> or by one of the following ways:

- **By post** to the Company's Share Registry at the following address: Ricegrowers Limited C/- MUFG Corporate Markets, Locked Bag A14, Sydney South NSW 1235 Australia; or
- **By fax** by successfully transmitting a facsimile to the Company's Share Registry on +61 2 9287 0309.

Arrangements to vote jointly held A Class Shares

If you hold A Class Shares jointly with another person, you will be entitled to vote. However, if you and the other person with whom you jointly own A Class Shares both vote, only the vote of the A Class Shareholder whose name appears first in the Share Register will be counted to the exclusion of the other A Class Shareholder who has voted. All joint holders of shares are entitled to attend the Meeting.

Meeting outcome

The results of the Meeting will be available shortly after the conclusion of the Meeting and will be announced to the ASX once available. The results will also be published on SunRice's website (www.sunrice.com.au) as soon as is practical after the Meeting.

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ABN: 55 007 481 156

LODGE YOUR VOTE



ONLINE

<https://au.investorcentre.mpms.mufg.com>



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150



ALL ENQUIRIES TO

Telephone: 1800 237 764

Overseas: +61 1800 237 764



X99999999999

VOTING FORM

I/We being a shareholder(s) of Ricegrowers Limited and entitled to attend and vote hereby:

A

VOTE DIRECTLY



elect to lodge my/our
vote(s) directly (mark box)



in relation to the Annual General Meeting of the Company to be held at **10:00am (AEST) on Thursday, 3 September 2026**, and at any postponement or adjournment of the Meeting.

For your vote to count, you should mark either "for" or "against" for each item, and not mark the "abstain" box.

OR

B

APPOINT A PROXY



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 you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00am (AEST) on Thursday, 3 September 2026 at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705** (the Meeting) and at any postponement or adjournment of the Meeting.

Important for Resolution 1: If the Chair of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, then by signing and submitting this form, you expressly authorise the Chair of the Meeting to exercise the proxy in respect of Resolution 1, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

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

VOTING DIRECTIONS

This form will only be valid and accepted by the Company if it is signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions

For Against Abstain*

1 Remuneration Report

☐	☐	☐
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2 Re-election of Ian Glasson

☐	☐	☐
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* 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 votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDER(S) – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. If a joint holding, any of the shareholders may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SGLA PRX2601G

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HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please mark "For", "Against" or "Abstain" for each item. Note, if you mark the "Abstain" box for an item, your vote for that item will not be counted.

If you mark Box A but do not provide a voting direction on any resolution in Step 2, the Chair of the Meeting will be deemed to be your appointed proxy for all resolutions.

If you mark both Box A and Box B, you will be taken not to have appointed a proxy and your direct votes will be counted.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

If you submit a direct vote prior to the meeting, and then you attend the meeting, the Chair has determined that your direct vote will not be cancelled unless you complete and submit a poll voting card on the day.

The Chair's decision as to whether a direct vote is valid is conclusive.

VOTING UNDER BOX B – APPOINTMENT OF PROXY

If you wish to appoint the Chair of the Meeting as your proxy, mark the relevant box in Box B. 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 in the relevant box in Box B at Step 1. If you do not identify a proxy at Box B (and without marking Box A), or if your named proxy does not attend the Meeting, the Chair of the Meeting will be your proxy. If your named proxy attends the Meeting but does not vote on a poll on a resolution in accordance with your directions, the Chair of the Meeting will become your proxy in respect of that resolution. A proxy need not be a shareholder of the Company.

PROXY VOTING BY THE CHAIR OF THE MEETING

On a poll, the Chair of the Meeting will vote directed proxies as directed and may vote undirected proxies as the Chair of the Meeting sees fit. If the Chair of the Meeting is your proxy or becomes your proxy by default, and you do not provide voting directions, then by submitting the Proxy Form you are expressly authorising the Chair of the Meeting to exercise your proxy on resolutions that are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. If you hold a Second A Class Share within the meaning of the Company's Constitution, both your votes will be voted in accordance with such a direction unless you indicate only to exercise one of your votes, or to exercise your two votes in different ways, 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 item of business, your proxy may vote as they choose on that item. If you mark more than one box on an item your vote on that item will be invalid.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, any of the shareholders may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the Company's share registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

LODGEMENT OF A VOTING FORM

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am (AEST) on Tuesday, 1 September 2026**, being not later than 48 hours before the commencement of the Meeting. Any Voting Form received after that time will not be valid for the scheduled Meeting.

Voting Forms may be lodged using the reply paid envelope or:



ONLINE

<https://au.investorcentre.mpms.mufg.com>

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

<https://au.investorcentre.mpms.mufg.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to MUFG Corporate Markets (AU) Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

* in business hours (Monday to Friday, 9:00am–5:00pm)

IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.

For personal use only



**SunRice
GROUP**

ABN: 55 007 481 156

LODGE YOUR QUESTIONS



ONLINE

<https://au.investorcentre.mpms.mufg.com>



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150



ALL ENQUIRIES TO

Telephone: 1800 237 764

Overseas: +61 1800 237 764



X999999999999

QUESTION FORM

Please use this form to submit questions about Ricegrowers Limited ("the Company") that you would like us to respond to at the Company's 2026 Annual General Meeting or B Class Meeting (each a "Meeting"). Your questions should relate to matters that are relevant to the business of the Meeting, as outlined in the accompanying Notice of Meeting. If your question is for the Company's auditor it should be relevant to the content of the auditor's report, or the conduct of the audit of the financial report.

This form must be received by the Company's share registrar, MUFG Corporate Markets (AU) Limited, by **5:00pm (AEST) on Thursday, 27 August 2026**.

Questions may be collated. During the course of the Meeting, the Chair will endeavour to address as many of the more frequently raised shareholder topics as possible and, where appropriate, will give a representative of the Company's auditor the opportunity to answer written questions submitted to the auditor. However, there may not be sufficient time available at the Meeting to address all topics raised. Please note that individual responses will not be sent to Shareholders.

My question relates to *(please mark the most appropriate box)*

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

Future direction

☐

Remuneration Report

☐

A resolution being put to the B Class Meeting

☐

General suggestion

☐

My question is for the auditor

☐

Sustainability Report

☐

Other

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

Future direction

☐

Remuneration Report

☐

A resolution being put to the B Class Meeting

☐

General suggestion

☐

My question is for the auditor

☐

Sustainability Report

☐

Other

For personal use only

QUESTIONS

Notice of B Class Meeting 2026

Ricegrowers Limited (ABN 55 007 481 156)

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Letter from the Chair

Dear B Class Shareholders

I am pleased to announce that a B Class Meeting of Ricegrowers Limited (ABN 55 007 481 156) (“the Company”) will be held at 11.30am (AEST) or immediately after the Company’s Annual General Meeting (“AGM”) that is due to start at 10.00am (AEST) (whichever time is later) on Thursday, 3 September 2026 (“B Class Meeting” or “Meeting”).

This year, the Annual General Meeting and B Class Meeting will be held at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705. Shareholders who are unable to attend the Meetings will also be able to watch the Meetings by viewing the webcast by visiting <https://meetings.openbriefing.com/SGL26>. Shareholders will not be able to vote, ask questions or make comments via the webcast.

This is the first time I will chair the Annual General Meeting and B Class Meeting as Chair of the Board. As most of you would be aware, I was elected as Chair following Laurie Arthur’s retirement at the close of the 2025 B Class Meeting. Together with Paul Serra the Group CEO, we continue to build on the strong foundations Laurie helped to establish over his 18 years of service to the Company. I look forward to working with our team to continue to evolve the Company, while staying true to its values and its heritage, and thank you for your support.

As highlighted in our 2026 Annual Report, the Financial Year ended 30 April 2026 (“FY26”) saw the Group deliver a solid result in a challenging trading environment. Group revenue for FY26 was \$1.80 billion, down 2% on FY25. EBITDA was \$143.6 million, down 3% on FY25, with EBITDA margin steady at 8.0%. NPAT was \$73.3 million, up 4% on FY25, driven by improved operational discipline and a lower effective tax rate. The paddy price for medium grain rice was \$400 per tonne, compared to \$406 per tonne in FY25.

We have been able to continue to reward our B Class Shareholders, with a total dividend of 70 cents per B Class Share, comprised of a fully franked interim dividend declared in December 2025 of 20 cents per B Class Share; complemented by a fully franked final dividend of 50 cents per B Class Share declared on 25 June 2026.

The FY26 result was driven by the efforts of our team as we began to implement our 2030 Growth Strategy, our discipline and agility in navigating challenging conditions, the strength of our consumer brands and product portfolio, and our continued focus on innovation.

Resolutions for the 2026 Annual General Meeting and B Class Meeting

The Board is proposing a number of resolutions at this year's Annual General Meeting and the separate B Class Meeting. I outline the proposals in more detail below. Please note only A Class Shareholders are entitled to vote on the resolutions before the Annual General Meeting and only B Class Shareholders are entitled to vote on the resolution before the B Class Meeting.

Re-election of Ian Glasson

At the 2023 Annual General Meeting, Ian Glasson was elected to the Board for a three-year term. Accordingly, Ian Glasson will be standing for re-election at the 2026 Annual General Meeting, seeking the support of A Class Shareholders for a further term of three years. Mr Glasson has indicated that if re-elected, he may not serve his full term and will work with the Chair and the Board to determine the appropriate duration of his tenure. More detail regarding his biography and experience is included in the Notice of Annual General Meeting.

Long Term Incentive Award for the CEO & Managing Director

Mr Paul Serra was appointed as Chief Executive Officer and Managing Director of the Company on 23 August 2023. On commencement of his role, the Board invited Mr Serra to participate in the Company's Long-Term Incentive Plan (and a one off Retention Plan).

Similar to last year's Meeting, the Board will be seeking approval for the granting of B Class Share Rights to Mr Serra under the Long-Term Incentive Plan at the B Class Meeting to be held immediately following the Company's 2026 Annual General Meeting.

Grower Director Election

The Board continues to work to ensure appropriate succession planning for the Grower Director roles. A postal and online ballot vote of the A Class Shareholders for the election of the two Grower Directors is being held prior to the AGM. The ballot closes at 10.00am (AEST) on 1 September 2026. The results will be announced following the vote count and will also be noted at the AGM.

Attending the Meeting and voting

Shareholders should monitor our website and ASX announcements where updates will be provided if it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting. We will also contact Shareholders who have provided their email address to us via email.

Shareholders are encouraged to vote online using the MUFG link provided below. You can lodge a directed proxy or direct vote online and submit written questions (if you have any) using the Question Form accompanying this Notice in advance of the Meeting, even if you plan to attend the Meeting. Please note that individual responses to pre-submitted questions will not be sent to Shareholders. Shareholders can also lodge a directed proxy or direct vote, and submit questions, by mail or fax as set out below.

To lodge your direct vote or appoint a proxy, please follow the instructions in the attached 'Voting Information Schedule'. Direct votes and proxy appointments must be received by 11.30am (AEST) on

Tuesday, 1 September 2026. The Question Form must be received by no later than 5.00pm (AEST) on Thursday, 27 August 2026.

Voting Forms and Question Forms can be submitted in the following ways:

Online

au.investorcentre.mpms.mufg.com

By Mail

Ricegrowers Limited
C/- MUFG Corporate Markets
Locked Bag A14, Sydney South NSW 1235 Australia; or

By Fax

+61 2 9287 0309.

Please contact MUFG Corporate Markets ("MUFG") (formerly Link Market Services) if you wish to update your contact details or to update your preferences to receive communications electronically or in hard copy. Contact details for MUFG are set out in the Notice of B Class Meeting.

I will cover as many of the most frequently raised questions as possible in my Chair's address, which will be lodged with the ASX prior to the Annual General Meeting.

Annual Report

SunRice is committed to preserving the environment and minimising paper usage. Accordingly, Shareholders can access the 2026 Annual Report on the ASX and the Company's website at: investors.sunrice.com.au. Hard copy Annual Reports will be sent to Shareholders in accordance with their communication preferences. Shareholders can also request a hard copy of the Annual Report by contacting MUFG Corporate Markets on 1800 237 764 (toll free in Australia) or +61 1800 237 764 (if overseas) or visiting <https://au.investorcentre.mpms.mufg.com>



John Bradford

Chair of the Board

31 July 2026

For personal use only

Notice is hereby given that the 2026 Annual General Meeting of Ricegrowers Limited (ABN 55 007 481 156) (“the Company”) will be held at 10.00am (AEST) on Thursday, 3 September 2026 (“Annual General Meeting” or “Meeting”) at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705.

Agenda

Resolution 1 – Long Term Incentive Award for the CEO & Managing Director

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

“That approval is given for all purposes, including ASX Listing Rule 10.14, for the Company to grant securities to the Chief Executive Officer, Mr Paul Serra, as his Long Term Incentive Award on the terms set out in the Explanatory Notes to this Notice of Meeting”.

By order of the Board



Kate Cooper
Company Secretary
31 July 2026

Additional Information

Material accompanying this Notice of B Class Meeting

This Notice of B Class Meeting (“Notice”) should be read in conjunction with the Explanatory Notes and the Voting Information Schedule, which accompany and form part of this Notice.

The Voting Information Schedule includes detailed information on how to vote online or by fax or mail and how to lodge a Proxy Form, Certificate of Appointment of Corporate Representative or Power of Attorney.

Unless the context requires otherwise, capitalised terms not otherwise defined in this Notice or the Voting Information Schedule have the meaning given to them in the Constitution of the Company.

Voting exclusion statement – Resolution 1

A vote must not be cast on (and the Company will disregard any votes cast on) Resolution 1 that is cast:

- in favour of Resolution 1 by or on behalf of Mr Serra or any of his associates, regardless of the capacity in which the vote is cast; or
- as a proxy by a person who is a member of the Company's Key Management Personnel ('KMP') at the date of the B Class Meeting or their closely related parties,

unless the vote is cast:

- as proxy or attorney for a person entitled to vote on Resolution 1 in accordance with a direction given to the proxy or attorney to vote on Resolution 1 in that way;
- as proxy by the Chair of the B Class Meeting for a person entitled to vote on Resolution 1 pursuant to an express authorisation to exercise the proxy as the Chair decides even though the resolution is connected with the remuneration of the KMP; or
- by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on Resolution 1; and
 - the holder votes on Resolution 1 in accordance with directions given by the beneficiary to the holder to vote in that way.

Attendance at the B Class Meeting

If you or your proxies, attorney or representative plan to attend the B Class Meeting, please arrive at the venue at least 30 minutes before the scheduled time for commencement of the B Class Meeting so that your shareholding can be checked against the Company's Share Register, any Power of Attorney or Certificate of Appointment of Corporate Representative verified, and you or your representative's attendance noted. To assist with the registration process on the day, please bring a copy of your Voting Form with you.

Please note that A Class Shareholders are entitled to attend, but not vote at, the B Class Meeting.

Further information

For further information, please call the Company's Share Registry, MUFG Corporate Markets, on 1800 237 764 (toll free in Australia) or +61 1800 237 764 (if overseas) between 9.00am and 5.00pm (AEST), Monday to Friday.

Explanatory Notes

Resolution 1 – Long Term Incentive Award for the CEO & Managing Director

The Company is seeking the approval of B Class Shareholders for the grant of the CEO's Long Term Incentive ("LTI") Award under SunShares, the SunRice Group's LTI Scheme, on the terms set out below. The LTI Award is designed to create long-term value for the Company and Shareholders. The LTI is an equity-based plan, whereby eligible participants are allocated B Class Share Rights that vest over a three-year term, subject to the achievement of a mix of service and performance criteria.

Number of Rights	If approved by Shareholders, Mr Serra will receive 77,770 B Class Share Rights to receive fully paid B Class Shares or an equivalent cash payment (at the discretion of the Board) ("Rights"). The number of Rights was calculated by dividing the LTI opportunity (being 85% of Mr Serra's fixed remuneration) by the volume weighted average price ("VWAP") of B Class Shares based on the 9-trading-day VWAP of B Class Shares to the day before 1 May 2026 (\$13.1917), being the commencement of the Performance Period. Mr Serra is not required to pay any amount to receive the Rights. If B Class Shareholder approval is obtained, it is intended that the Rights will be issued to Mr Serra following the B Class Meeting.
Performance Period and Vesting Dates	The Performance Period is 1 May 2026 to 30 April 2029. Vesting is expected to be on or around the release of the Company's FY29 audited financial results, in June 2029. Vesting is subject to a Cessation of Employment condition, and other conditions that are described below.
Vesting Conditions	The Board has determined the performance conditions that apply to the Rights. It has selected hurdles that are aligned to the Group's strategic objectives and financial performance, which are designed to align LTI outcomes with the Company's performance and shareholder outcomes. Performance conditions are structured around the following categories: • 25% - maximising Riverina grower return over time (based on the achievement of budgeted paddy prices, or equivalent measure of grower return); • 40% - value creation for investors by measuring a 3 year average adjusted Return on Capital Employed (ROCE) exceeding the Weighted Average Cost of Capital (WACC) over the same period; • 25% - revenue growth by measuring the average performance against budgeted revenues over the Performance Period; and • 10% - sustainability metrics aligned to the Net Zero Roadmap to deliver plans and actions by the end of the Performance Period.

The Board will assess performance at the end of the Performance Period. This

	assessment is subject to the discretion of the Board, which may adjust outcomes or include or exclude items if the Board considers it appropriate, to better reflect shareholder expectations or management performance. There will be no retesting and any Rights that do not vest will automatically lapse.
Entitlement on Vesting and Exercise	Mr Serra will be entitled to receive one fully paid B Class Share in respect of each Right that vests and is exercised. Mr Serra will be entitled to exercise any Rights that vest within 7 years from the date that Rights are issued. Nothing is payable to exercise vested Rights. On exercise, Mr Serra will receive an additional dividend equivalent grant to reflect the notional dividend on B Class Shares during the vesting period until they are exercised. No dividend grant is made in respect of the Rights that do not vest.
Cessation of employment	Unless the Board determines otherwise, if Mr Serra ceases employment: • before the end of the Performance Period as a “good leaver” (e.g. redundancy, genuine retirement, death/disability or illness) then a pro-rata number of unvested Rights will remain on foot and vest in the ordinary course; and • before the end of the Performance Period other than as a “good leaver” (e.g. resignation) then any unvested Rights will immediately lapse. Any vested Rights remain exercisable and subject to the original terms of the LTI Award.
Other material terms	Mr Serra has no entitlement to dividends (other than through the dividend equivalent grant referred to above) or voting rights until vested Rights are exercised and B Class Shares are allocated. Mr Serra will be free to deal with any B Class Shares allocated to him, subject to the law and the Company’s Share Trading Policy from time to time. The Board has discretion to vest some or all of Mr Serra’s Rights in change of control circumstances. The Board also has discretion to adjust Mr Serra’s Rights (and the terms attaching to the Rights) and to exercise malus and clawback powers in certain situations.
Other disclosures required by the ASX Listing Rules	Shareholder approval Mr Serra is a Director of the Company. Under ASX Listing Rule 10.14, the Company must not issue securities to a Director under an employee incentive scheme unless it obtains shareholder approval. If B Class Shareholder approval is obtained, it is intended that the Rights will be issued to Mr Serra following the B Class Meeting, on or around 4 September 2026. If B Class Shareholder approval is not obtained, the Board will consider

other methods to appropriately remunerate and incentivise Mr Serra.

Selecting Rights for LTI Award

Rights were selected for Mr Serra's LTI Award because they create share price alignment between Mr Serra and shareholders, but do not provide the full benefits of B Class Share ownership (such as dividend and voting rights) unless and until the Rights vest and are exercised and B Class Shares are awarded. The Company applies a formula to value the Rights based on the 9-trading-day VWAP of B Class Shares to the day before 1 May 2026, being the commencement of the Performance Period applicable to the FY27 LTI Plan (rounded down to the nearest whole number).

Total remuneration package

ASX Listing Rule 10.15.4 requires this Notice to include details of Mr Serra's current total remuneration. Details of Mr Serra's current remuneration for the financial year ended 30 April 2026 are:

- Total fixed remuneration – \$1,206,975 (including superannuation)
- Short term incentive (at "target") – 100% of total fixed remuneration
- Long term incentive (at "target") – 85% of total fixed remuneration.

Further information on remuneration arrangements for Mr Serra and other KMP will be set out in the FY27 Remuneration Report in the FY27 Annual Report.

Other information required under the ASX Listing Rules

- 88,645 Rights were issued in FY26, 122,301 Rights were issued in FY25 and 115,388 Rights were issued in FY24 to Mr Serra under SunShares (at no cost) as his Long-Term Incentive. 150,000 Rights were also issued to Mr Serra in FY24 (at no cost) in respect of a one-off retention award.
- No loan is given to Mr Serra in relation to the LTI Award.
- Details of any Rights issued under SunShares will be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under SunShares after this resolution is approved and who are not named in this Notice will not participate until approval is obtained under that rule.

Directors' Recommendation

The Board (with Mr Serra abstaining) recommends that B Class Shareholders vote in favour of this resolution.

The Listing Rules and the Corporations Act prohibit certain persons from voting on Resolution 1. A voting exclusion statement with regard to Resolution 1 is set out on page 6 of this Notice.

Voting Information Schedule

Entitlement to vote

In accordance with the *Corporations Regulations 2001* (Cth), the Board has determined that the time as at which a person will be recognised as a B Class Shareholder for the purposes of voting at the B Class Meeting is 7:00pm (AEST) on Tuesday, 1 September 2026.

Only holders of B Class Shares registered at that time will be entitled to attend and vote at the B Class Meeting, either in person, by proxy or attorney, or in the case of a corporate B Class Shareholder, by a body corporate representative. Accordingly, transfers of B Class Shares registered after this time will be disregarded in determining entitlements to vote at the B Class Meeting.

In accordance with the Constitution, A Class Shareholders will be entitled to attend, but not vote at, the B Class Meeting.

How to Vote

You may vote at the B Class Meeting by:

- Attending the Meeting in person and voting;
- Casting your vote directly by using the Voting Form. This can be done online or by fax or mail;
- Appointing up to two proxies to attend the Meeting and vote on your behalf by using the Voting Form;
- Appointing one attorney to attend the Meeting and vote on your behalf, using a Power of Attorney; or
- In the case of a corporate B Class Shareholder, appointing a corporate representative to attend the Meeting and vote on your behalf, using a Certificate of Appointment of Corporate Representative.

Voting at the Meeting will be by way of poll, not a show of hands. Under the Constitution, on a poll at a class meeting of B Class Shareholders, each B Class Shareholder has one vote for each B Class Share held.

Webcast

You will also be able to watch the Meeting by viewing the webcast by visiting <https://meetings.openbriefing.com/sgl26>. Shareholders will not be able to vote, ask questions or make comments via the webcast.

a) Voting in person

To vote at the Meeting, you must attend the Meeting in person. You will be admitted to the Meeting and given a voting card at the point of entry on disclosure of your name and address.

b) Direct voting

You can directly cast your vote online (or by using fax or mail) before the Meeting without attending the Meeting by using the Voting Form.

To vote directly, mark 'Box A' in Step 1 of the Voting Form. For your vote to be counted, you must complete the voting directions by marking 'For' or 'Against' in Step 2.

You should **not** mark both Box A and Box B. Only mark 'Box B' if you wish to vote by proxy (see below 'Voting by proxy').

Please refer to the Voting Form for instructions on how to complete the form. Note that if you:

- Mark Box A but do not provide a voting direction in Step 2, the Chair of the Meeting will be deemed to be your appointed proxy; and
- Mark both Box A and Box B and you provide a voting direction in Step 2, you will be taken not to have appointed a proxy and your direct votes will be counted.

A duly signed Voting Form (and, if the Voting Form is executed under a Power of Attorney, the original Power of Attorney or a certified copy of the Power of Attorney or other authority under which it is signed) **MUST** be lodged using the instructions on the Voting Form by 11.30am (AEST) on Tuesday, 1 September 2026 to be effective.

c) Voting by proxy

If you are not able to attend the Meeting and do not cast a direct vote (see above) but still wish to vote, you can do so by appointing up to two proxies to attend and vote on your behalf at the Meeting. To appoint a proxy, you must mark (and only mark) 'Box B' in Step 1 of the Voting Form.

B Class Shareholders that are 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 no proportion or number is specified, each proxy may exercise half of the B Class Shareholder's votes.

A proxy need not be another Shareholder.

The lodging of a Voting Form to appoint a proxy will not preclude a B Class Shareholder from attending in person and voting at the Meeting if the B Class Shareholder is entitled to attend and vote. If the B Class Shareholder votes, their appointed proxy is not entitled to vote and must not vote as that holder's proxy.

Please refer to the Voting Form for instructions on how to complete the form.

A duly signed Voting Form (and, if the Voting Form is executed under a Power of Attorney, the original Power of Attorney or a certified copy of the Power of Attorney or other authority under which it is signed) **MUST** be lodged using the instructions on the Voting Form by 11.30am (AEST) on Tuesday, 1 September 2026 to be effective.

Further information on Voting Form and the Chair of the Meeting

Please direct your proxy how to vote by marking 'For', 'Against' or 'Abstain' at Step 2 of the Voting Form. If you do not direct your proxy how to vote, the proxy may vote, or abstain from voting, as he or she thinks fit. If you instruct your proxy to abstain from voting, he or she is directed not to vote on your behalf, and the B Class Shares the subject of the proxy appointment will not be counted in computing the required majority.

If you return your Voting Form:

- without identifying a proxy at Box B (and without marking Box A), you will be taken to have appointed the Chair of the Meeting as your proxy to vote on your behalf; or
- with voting directions and with a proxy identified at Box B but your proxy does not attend the Meeting, or does not vote on a poll in accordance with your instructions, the Chair of the Meeting will act in place of your nominated proxy and vote in accordance with any directions on your Voting Form.

If you appoint the Chair of the Meeting as your proxy, or the Chair becomes your proxy by default (as above), and you do not mark a box next to Resolution 1, then by completing and submitting the Voting Form, you will be expressly authorising the Chair of the Meeting to vote as they see fit in respect of the Resolution even though it is connected with the remuneration of a member of the Company's KMP.

The Chair of the B Class Meeting intends to vote all available proxies in favour of the resolution contained in the Notice of B Class Meeting.

d) Voting by attorney

You may appoint an attorney to vote at the Meeting. Your attorney need not be another shareholder. Each attorney will have the right to vote on the poll and also to speak at the Meeting. Persons who are attending as an attorney should bring the original (or a certified copy) of the Power of Attorney or other authority under which it is signed to the Meeting, unless the Company has already noted it.

The original Power of Attorney, or a certified copy of the Power of Attorney, should be lodged by 11.30am (AEST) on Tuesday, 1 September 2026 to be effective. Your appointment of an attorney does not preclude you from attending in person and voting at the Meeting. If a B Class Shareholder votes, their attorney is not entitled to vote and must not vote as that B Class Shareholder's attorney.

e) Voting by corporate representative

To vote at the Meeting, a B Class Shareholder or proxy that is a corporation may appoint a person to act as its representative. The corporation must ensure that:

- it appoints an individual as its corporate representative to exercise its powers at the Meeting in accordance with section 250D of the Corporations Act (a "Certificate of Appointment of Corporate Representative" can be obtained from the Company's Share Registry and used for this purpose); and
- the Certificate of Appointment of Corporate Representative or equivalent written instrument appointing the corporate representative and executed in accordance with the corporation's Constitution must be provided to the Company or the Company's Share Registry before the Meeting.

A pro forma Certificate of Appointment of Corporate Representative may be obtained from the MUFG Corporate Markets' website at <https://au.investorcentre.mpms.mufg.com> by selecting the Investor Services option, then selecting Forms and under the heading Holding Management. The certificate should be lodged at the registration desk on the day of the Meeting or with the Company's Share Registry by no later than 11.30am (AEST) on Tuesday, 1 September 2026.

If a Certificate of Appointment of Corporate Representative is completed under Power of Attorney, the Power of Attorney, or a certified copy, must accompany the completed Certificate unless the Power of Attorney has previously been noted by the Company.

f) Lodgement details

Completed Voting Forms, powers of attorney and Certificates of Appointment of Corporate Representative should be lodged **online** at <https://au.investorcentre.mpms.mufg.com> or by one of the following ways:

- **By post** to the Company's Share Registry at the following address: Ricegrowers Limited C/- MUFG Corporate Markets, Locked Bag A14, Sydney South NSW 1235 Australia; or
- **By fax** by successfully transmitting a facsimile to the Company's Share Registry on +61 2 9287 0309.

Arrangements to vote jointly held B Class Shares

If you hold B Class Shares jointly with another person, you will be entitled to vote. However, if you and the other person with whom you jointly own B Class Shares both vote, only the vote of the B Class Shareholder whose name appears first in the Share Register will be counted to the exclusion of the other B Class Shareholder who has voted. All joint holders of shares are entitled to attend the Meeting.

Meeting outcome

The results of the Meeting will be available shortly after the conclusion of the Meeting and will be announced to the ASX once available. The results will also be published on SunRice's website (www.sunrice.com.au) as soon as is practical after the Meeting.

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ABN: 55 007 481 156

LODGE YOUR VOTE



ONLINE

<https://au.investorcentre.mpms.mufg.com>



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150



ALL ENQUIRIES TO

Telephone: 1800 237 764

Overseas: +61 1800 237 764



X99999999999

VOTING FORM

I/We being a shareholder(s) of Ricegrowers Limited and entitled to attend and vote hereby:

A

VOTE DIRECTLY



elect to lodge my/our
vote(s) directly (mark box)



in relation to the B Class Meeting of the Company to be held at **11:30am (AEST) on Thursday, 3 September 2026**, or immediately after the Company's Annual General Meeting that is due to start at 10.00am (AEST) (whichever time is later) and at any postponement or adjournment of the Meeting.

For your vote to count, you should mark either "for" or "against" for each item, and not mark the "abstain" box.

OR

B

APPOINT A PROXY



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 you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the B Class Meeting of the Company to be held at **11:30am (AEST) on Thursday, 3 September 2026** or immediately after the Company's Annual General Meeting that is due to start at 10.00am (AEST) (whichever time is later) **at the Roxy Theatre, 114 Pine Avenue, Leeton NSW 2705 (the Meeting)** and at any postponement or adjournment of the Meeting.

Important for Resolution 1: If the Chair of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, then by signing and submitting this form, you expressly authorise the Chair of the Meeting to exercise the proxy in respect of Resolution 1, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chair of the Meeting intends to vote undirected proxies in favour of the item of business.

VOTING DIRECTIONS

This form will only be valid and accepted by the Company if it is signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolution

For Against Abstain*

- 1 Long Term Incentive Award for the
CEO & Managing Director

☐	☐	☐
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* 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 votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDER(S) – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, any of the shareholders may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SGLB PRX2602G

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HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please mark "For", "Against" or "Abstain". Note, if you mark the "Abstain" box, your vote will not be counted.

If you mark Box A but do not provide a voting direction in Step 2, the Chair of the Meeting will be deemed to be your appointed proxy.

If you mark both Box A and Box B, you will be taken not to have appointed a proxy and your direct votes will be counted.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

If you submit a direct vote prior to the meeting, and then you attend the meeting, the Chair has determined that your direct vote will not be cancelled unless you complete and submit a poll voting card on the day.

The Chair's decision as to whether a direct vote is valid is conclusive.

VOTING UNDER BOX B – APPOINTMENT OF PROXY

If you wish to appoint the Chair of the Meeting as your proxy, mark the relevant box in Box B. 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 in the relevant box in Box B at Step 1. If you do not identify a proxy at Box B (and without marking Box A), or if your named proxy does not attend the Meeting, the Chair of the Meeting will be your proxy. If your named proxy attends the Meeting but does not vote on a poll in accordance with your directions, the Chair of the Meeting will become your proxy. A proxy need not be a shareholder of the Company.

PROXY VOTING BY THE CHAIR OF THE MEETING

On a poll, the Chair of the Meeting will vote directed proxies as directed and may vote undirected proxies as the Chair of the Meeting sees fit. If the Chair of the Meeting is your proxy or becomes your proxy by default, and you do not provide voting directions, then by submitting the Proxy Form you are expressly authorising the Chair of the Meeting to exercise your proxy on Resolution 1 even if they are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEM OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite the 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 the item of business by inserting the percentage or number of shares you wish to vote in the appropriate box. If you do not mark any of the boxes on the item of business, your proxy may vote as they choose. If you mark more than one box on the item of business your vote on that item will be invalid.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, any of the shareholders may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the Company's share registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of B Class Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

LODGEMENT OF A VOTING FORM

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:30am (AEST) on Tuesday, 1 September 2026**, being not later than 48 hours before the commencement of the Meeting. Any Voting Form received after that time will not be valid for the scheduled Meeting.

Voting Forms may be lodged using the reply paid envelope or:



ONLINE

<https://au.investorcentre.mpms.mufg.com>

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

<https://au.investorcentre.mpms.mufg.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to MUFG Corporate Markets (AU) Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

* in business hours (Monday to Friday, 9:00am–5:00pm)

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IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE B CLASS MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.



**SunRice
GROUP**

ABN: 55 007 481 156

LODGE YOUR QUESTIONS



ONLINE

<https://au.investorcentre.mpms.mufg.com>



BY MAIL

Ricegrowers Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150



ALL ENQUIRIES TO

Telephone: 1800 237 764

Overseas: +61 1800 237 764



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QUESTION FORM

Please use this form to submit questions about Ricegrowers Limited ("the Company") that you would like us to respond to at the Company's 2026 Annual General Meeting or B Class Meeting (each a "Meeting"). Your questions should relate to matters that are relevant to the business of the Meeting, as outlined in the accompanying Notice of Meeting. If your question is for the Company's auditor it should be relevant to the content of the auditor's report, or the conduct of the audit of the financial report.

This form must be received by the Company's share registrar, MUFG Corporate Markets (AU) Limited, by **5:00pm (AEST) on Thursday, 27 August 2026**.

Questions may be collated. During the course of the Meeting, the Chair will endeavour to address as many of the more frequently raised shareholder topics as possible and, where appropriate, will give a representative of the Company's auditor the opportunity to answer written questions submitted to the auditor. However, there may not be sufficient time available at the Meeting to address all topics raised. Please note that individual responses will not be sent to Shareholders.

My question relates to *(please mark the most appropriate box)*

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

Future direction

☐

Remuneration Report

☐

A resolution being put to the B Class Meeting

☐

General suggestion

☐

My question is for the auditor

☐

Sustainability Report

☐

Other

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

Future direction

☐

Remuneration Report

☐

A resolution being put to the B Class Meeting

☐

General suggestion

☐

My question is for the auditor

☐

Sustainability Report

☐

Other

For personal use only

QUESTIONS