EVT Limited

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ACN 000 005 103

Notice of Annual General Meeting

Notice is given that the Annual General Meeting ("**Meeting**") of the shareholders of EVT Limited ACN 000 005 103 (the "**Company**") will be held at Event Cinemas, 505-525 George Street, Sydney NSW 2000 and online at https://meetnow.global/M79T4LU on Friday 23 October 2026 at 10:00am (Sydney time).

Shareholders and proxyholders who participate in the Meeting online will be able to watch the Meeting, cast their votes, and ask questions and make comments online (in writing or verbally) in real time.

Further details about how to participate online are set out in the Explanatory Notes that accompany and form part of this Notice of Meeting.

Statutory Reports

1. To receive and consider the financial report and sustainability report of the Company and its controlled entities (collectively the "**Group**") and the reports of the directors and of the auditor for the year ended 30 June 2026.

Remuneration Report

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

2. That the remuneration report for the year ended 30 June 2026 be adopted.

Please note that the vote on this resolution is advisory only, and does not bind the Company or its directors.

Re-election of Directors

To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

3. That Valerie Anne Davies, being a director who retires by rotation in accordance with rule 8.1(d) of the Constitution, and being eligible, is re-elected as a director of the Company.

4. That Brett David Chenoweth, being a director who retires by rotation in accordance with rule 8.1(d) of the Constitution, and being eligible, is re-elected as a director of the Company.

Re-insertion of Proportional Takeover Provisions

To consider and, if thought fit, pass the following resolution as a special resolution:

5. That the proportional takeover provisions in the form of rule 6 of the Constitution of the Company be re-inserted for a further period of three (3) years from the date of the Meeting.

Award of Performance Rights to the Chief Executive Officer

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

6. That approval is given for all purposes, including ASX Listing Rule 10.14, for the award of up to 200,000 Performance Rights as a long term incentive award to the Chief Executive Officer, Jane Megan Hastings, on the terms set out in the Explanatory Notes to the Notice of Meeting.

VOTING EXCLUSION STATEMENT

For all resolutions that are directly or indirectly related to the remuneration of a member of the Key Management Personnel ("**KMP**") of the Group (being Items 2 and 6 of this Notice of Meeting), the *Corporations Act 2001* (Cth) ("**Corporations Act**") restricts KMP and their closely related parties from voting in certain circumstances. "Closely related party" is defined in the Corporations

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Act and includes a spouse, dependant and certain other close family members, as well as any companies controlled by the KMP. In addition, a voting restriction applies to Item 6 under the ASX Listing Rules.

Item 2 (Remuneration Report)
The Company will disregard any votes cast on Item 2:

- by or on behalf of a member of the KMP named in the Company's remuneration report for the year ended 30 June 2026 or their closely related parties (regardless of the capacity in which the votes are cast); or
- as proxy by a person who is a member of the KMP on the date of the Meeting or their closely related parties,

unless the vote is cast as proxy for a person entitled to vote on Item 2:

- in accordance with a direction on the Proxy Form; or
- by the Chairman of the Meeting, in accordance with an express authorisation in the Proxy Form to vote as the proxy decides, even though the resolution is connected with the remuneration of the KMP.

Item 6 (Award of Performance Rights to the Chief Executive Officer)
The Company will disregard any votes cast on Item 6:

- in favour of the resolution by or on behalf of Ms Hastings or any of her associates (regardless of the capacity in which the vote is cast); or
- as a proxy by a person who is a member of the KMP on the date of the Meeting or their closely related parties,

unless the vote is cast on Item 6:

- as proxy or attorney for a person entitled to vote on the resolution in accordance with a direction given to the proxy or attorney to vote on the resolution in that way; or
- by the Chairman of the Meeting as proxy for a person entitled to vote on the resolution in accordance with an express authorisation in the Proxy Form to the Chairman of the Meeting to vote on the resolution as the Chairman of the Meeting 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 the resolution; and
    - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

By order of the Board:

MADELAINE NOTT
Company Secretary
Sydney, 21 September 2026

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Explanatory Notes

These Explanatory Notes form part of the Notice of Meeting and are intended to provide shareholders of the Company with information to assess the merits of the proposed resolutions.

The directors recommend that shareholders read these Explanatory Notes in full before making any decision in relation to the resolutions.

ITEM 1 – STATUTORY REPORTS
The Corporations Act requires that the financial report and sustainability report of the Company and its subsidiaries (the **"Group"**) and the reports of the directors and the auditor (collectively the **"Statutory Reports"**) be laid before the Meeting. The Corporations Act does not require a vote of shareholders at the Meeting on the Statutory Reports.

The Annual Report is available on the Company's website (www.evt.com).

Shareholders as a whole will be given a reasonable opportunity at the Meeting to ask questions and make comments in relation to the Statutory Reports and the management of the Company. Shareholders as a whole will also be given a reasonable opportunity to ask the Company's auditor, KPMG, questions relevant to the conduct of the audits, the preparation and content of the auditor's reports, the accounting policies adopted by the Group in relation to the preparation of its financial statements, the policies adopted by the Group in relation to the preparation of the Group's sustainability report, and the independence of the auditor in relation to the conduct of the audits.

ITEM 2 – REMUNERATION REPORT
The Company's Remuneration Report for the year ended 30 June 2026 (the "**FY26 Remuneration Report**") is set out on pages 23 to 33 of the 2026 Annual Report. It is also available on the Company's website (www.evt.com). The FY26 Remuneration Report:

- explains the structure of, and rationale behind, the Group's remuneration practices and the link between the remuneration of the Group's KMP and the Group's performance;
- sets out remuneration details for each director of the Company and for each member of the Group's senior executive team who were KMP during the financial year; and
- makes clear that the basis for remunerating non-executive directors is distinct from the basis for remunerating executives, including the executive director.

Shareholders as a whole will be given a reasonable opportunity at the Meeting to ask questions and make comments in relation to the FY26 Remuneration Report.

Board recommendation
The Board recommends that shareholders vote in favour of Item 2.

ITEMS 3 AND 4 – RE-ELECTION OF DIRECTORS

Ms Valerie Anne Davies
Ms Valerie Anne Davies, an independent non-executive director, retires by rotation in accordance with rule 8.1(d) of the Constitution.

A profile of Ms Davies is included on page 5 of the 2026 Annual Report and is also set out below.

Experience and directorships
Ms Davies has been a director of the Company since April 2011. Ms Davies is a company director with more than 25 years of broad experience across diverse sectors, including tourism, property, technology, resources, labour-hire, health and media. Ms Davies also operated her own consultancy in corporate communications, working at the leadership level with numerous tier one national and international business organisations addressing the complexities of issues management, communications, coaching and mentoring.

Ms Davies is a director of ASX-listed Cedar Woods Properties Limited and is a member of Chief Executive Women, a former Telstra Business Woman of the Year (Western Australia), a Fellow of the Australian Institute of Company Directors ("AICD") as well as being a past Vice-President of the AICD (Western Australia).

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Ms Davies has been a director of the Company for over 15 years. The Board considers that Ms Davies has clearly demonstrated her independence from management through her decision making and general performance as a director.

As part of its ongoing performance review process, the Board considered Ms Davies' contribution to the Board and strongly supports the re-election of Ms Davies as a director of the Company.

Board recommendation
For the reasons summarised above, the Board (Ms Davies abstaining) recommends that shareholders vote in favour of Item 3.

Mr Brett David Chenoweth
Mr Brett David Chenoweth, an independent non-executive director, retires by rotation in accordance with rule 8.1(d) of the Constitution.

A profile of Mr Chenoweth is included on page 4 of the 2026 Annual Report and is also set out below.

Experience and directorships
Mr Chenoweth has been a director of the Company since December 2022, and was appointed Lead Independent Director in July 2026. Mr Chenoweth is a company director with more than 30 years of operating experience in media, technology, telecommunications and digital infrastructure businesses. Mr Chenoweth is chairman of Tabcorp Holdings Limited (ASX: TAH), Madman Entertainment Pty Ltd, EMT Partners and Canberra Data Centres, and is a director of Saxtons Global Speakers Agency. He is also a Senior Operating Partner to H.R.L. Morrison & Co.

Mr Chenoweth was previously the CEO and Managing Director of APN News and Media Limited, chairman of Retire Australia and The Bombora Group, a director of Surfing Australia Limited and One New Zealand Group Limited and has held senior executive roles at the New York based investment firm Silverfern Group, Telecom New Zealand Limited, Publishing & Broadcasting Limited and Village Roadshow Limited. Mr Chenoweth holds a Bachelor of Laws, Bachelor of Economics and a Graduate Diploma in Applied Finance and Investment.

As part of its ongoing performance review process, the Board considered Mr Chenoweth's contribution to the Board since his appointment as a director in 2022 and strongly supports the re-election of Mr Chenoweth as a director of the Company.

Board recommendation
For the reasons summarised above, the Board (Mr Chenoweth abstaining) recommends that shareholders vote in favour of Item 4.

ITEM 5 – RE-INSERTION OF PROPORTIONAL TAKEOVER PROVISIONS
Rule 6 of the Company's Constitution currently contains proportional takeover provisions. The provisions prohibit the registration of transfers of shares acquired under a proportional takeover bid unless a resolution is passed by shareholders approving the bid.

The proportional takeover provisions were last renewed by shareholders of the Company at the 2023 Annual General Meeting.

In accordance with the Company's Constitution and the Corporations Act, the provisions will cease to have effect on 20 October 2026. Accordingly, it is proposed in Item 5 that the provisions in rule 6 be re-inserted for a further period of three years. Item 5 is a special resolution and requires approval of at least 75% of the votes that may be cast by shareholders.

Rule 6 is set out in full in the version of the Company's Constitution that is available from the Company's website at https://www.evt.com/investors/.

What is a proportional takeover bid, and why do we need the proportional takeover approval provisions?
In a proportional takeover bid, the bidder offers to buy a proportion only (i.e. less than 100%) of each shareholder's shares in the Company. This means that control of the Company may pass without shareholders having the chance to sell all of their shares to the bidder. It also means that the bidder may take control of the Company without paying an adequate amount for gaining control.

In order to deal with this possibility, the Company may provide in its Constitution that:

- in the event of a proportional takeover bid being made for shares in the Company, shareholders are required to vote by ordinary resolution and collectively decide whether to accept or reject the offer; and

- the majority decision of the Company's shareholders will be binding on all individual shareholders.

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The directors consider that shareholders should be able to vote on whether a proportional takeover bid ought to proceed given such a bid might otherwise allow control of the Company to change without shareholders being given the opportunity to dispose of all of their shares for a satisfactory control premium. The directors also believe that the right to vote on a proportional takeover bid may avoid shareholders feeling pressure to accept the bid even if they do not want it to succeed.

What is the effect of the proportional takeover approval provisions?
If a proportional takeover bid is made, the directors must ensure that shareholders vote on a resolution to approve the bid at least 14 days before the takeover bid period closes.

The vote is decided on a simple majority. Each person who, as at the end of the day on which the first offer under the bid was made, held bid class securities is entitled to vote, but the bidder and its associates are not allowed to vote. If the resolution is not passed, transfers which would have resulted from the acceptance of a bid will not be registered and the bid will be taken to have been withdrawn. If the bid is approved (or taken to have been approved), the transfers must be registered if they comply with the Corporations Act and the Company's Constitution.

The directors will breach the Corporations Act if they fail to ensure the approving resolution is voted on. However, if the resolution is not voted on, the bid will be taken to have been approved.

If no resolution is voted on at least 14 days before the last day of the takeover bid period, then a resolution to approve the proportional takeover bid will be deemed to have been passed. This effectively means that shareholders may only prohibit a proportional takeover bid by passing a resolution rejecting the proportional takeover bid.

The proportional takeover approval provisions do not apply to full takeover bids and only apply for three years after the date of approval, unless again renewed or re-inserted by shareholders. The provisions may be renewed or re-inserted, but only by special resolution.

Similar provisions are commonly found in the constitutions of publicly-listed companies on the ASX and are regularly renewed or re-inserted.

Potential advantages and disadvantages
The directors consider that the proportional takeover provisions have no potential advantages or disadvantages for them, other than in their capacity as shareholders. They remain free to make a recommendation as to whether an offer under a proportional takeover bid should be accepted.

The potential advantages and disadvantages of the proportional takeover provisions for shareholders of the Company are set out below.

The provisions will ensure that all shareholders have an opportunity to study a proportional bid proposal and vote on the bid at a general meeting. This should ensure that a potential bidder structures its offer in a way which is attractive to a majority of shareholders, including appropriate pricing. Similarly, knowing the view of the majority of shareholders may help individual shareholders assess the likely outcome of the proportional takeover bid when determining whether to accept or reject the offer. In addition, shareholders may avoid being locked in as a minority shareholder.

However, it is also possible that the re-insertion of the proportional takeover provisions may discourage proportional takeover bids and may reduce any speculative element in the market price of the Company's shares arising from the possibility of a proportional takeover offer being made. The inclusion of the provisions may also be considered to constitute an additional restriction of the ability of shareholders to freely deal with their shares and could reduce the likelihood of a proportional takeover succeeding.

While rule 6 has been in effect, there have been no full or proportional takeover bids for the Company. Therefore, there has been no example against which to review the advantages or disadvantages of the provisions for the directors and the shareholders, respectively, during this period.

The Board considers that the potential advantages for shareholders of the proportional takeover approval provisions outweigh the potential disadvantages.

Director knowledge of any proposals to acquire or increase a substantial interest
As at the date this statement was prepared, no director is aware of a proposal by a person to acquire, or to increase, a substantial interest in the Company.

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Board recommendation
The Board recommends that shareholders vote in favour of Item 5.

ITEM 6 – AWARD OF PERFORMANCE RIGHTS TO THE CHIEF EXECUTIVE OFFICER
Shareholder approval is sought for the award of up to 200,000 performance rights to the Chief Executive Officer ("**CEO**"), Jane Hastings, under the Company's long term incentive arrangements on the terms set out below.

Background and key terms of the Plan
The EVT Limited Executive Performance Rights Plan (the "**Plan**") provides an incentive for executives to achieve above average performance over the medium to long term in the Group's businesses, which will be reflected in higher Group earnings and growth rates. A summary of the material terms of the Plan has been attached at Annexure 1, which forms part of this Notice of Meeting.

The Board believes that long term incentives form a key part of remuneration for executives and assist to align the interests of executives with the longer term interests of shareholders, and has previously awarded long term incentives to certain senior executives on similar terms to those set out below. The Board considers that it is important that the remuneration of the CEO and members of the senior executive team, including any long term incentive, be on similar terms to ensure a co-ordinated and consistent approach.

Performance rights ("**Rights**") are rights to receive shares in the Company in the future, subject to meeting performance hurdles specified by the Board. Any Rights that vest following the performance period will be exercisable by the executive for a period of four years, at the end of which they expire. For each vested Right that is exercised, one ordinary share in the Company will be delivered to, or for the benefit of, the executive.

The Company uses Rights because they create share price alignment between executives and ordinary shareholders but do not provide the executives with the full benefits of share ownership (such as dividend and voting rights) unless and until the Rights vest.

The Rights have no voting or dividend entitlements. Any dealing in respect of a Right is prohibited, unless the Board determines otherwise or the dealing is required by law. However, vested Rights will have an entitlement to dividend equivalents paid in cash at the same time the Company pays any cash dividends or distributions for shareholders during the period commencing from the relevant vesting date until the vested Rights are exercised or expire.

ASX Listing Rule 10.14 provides that a listed company must not issue securities to a director or an associate of a director of a listed company under an employee incentive scheme unless it obtains the approval of its shareholders. As Ms Hastings is a director of the Company, the proposed issue of Rights falls within ASX Listing Rule 10.14.1 and requires shareholder approval for the purposes of ASX Listing Rule 10.14.

Performance hurdles
The performance criteria to apply to the award of Rights are based on:
(a) earnings per share ("**EPS**") growth; and
(b) relative Total Shareholder Return ("**TSR**") performance.

The award is divided into equal portions with each portion being subject to one of these performance hurdles.

The extent to which the performance hurdle has been met will be assessed by the Board at the conclusion of the Performance Period. The Performance Period is from 1 July 2026 to 30 June 2029.

EPS hurdle
The performance hurdle for this tranche of the award of Rights will be based on the Company's EPS growth over the Performance Period of the three years to 30 June 2029, with EPS performance measured against the year ended 30 June 2026.

The EPS hurdle requires that the Company's EPS growth for the Performance Period must be greater than the target set by the Board. For the award of Rights with an EPS hurdle, the hurdle is as follows:

(a) if annual compound EPS growth over the Performance Period is less than 5%, no Rights will vest;
(b) if annual compound EPS growth over the Performance Period is equal to or greater than 5%, but less than 20%, the proportion of Rights vesting will be increased on a pro-rata basis between 50% and 100%; or
(c) if annual compound EPS growth over the Performance Period is equal to or greater than 20%, all of the Rights awarded will vest.

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TSR hurdle
The TSR hurdle requires that the Company's relative TSR performance must be above the median of the Company's comparator group. The comparator group is the companies in the S&P/ASX 200 (excluding mining and financial services companies) as at 1 July 2026. TSR is defined as share price growth and dividends paid and reinvested on the ex-dividend date (adjusted for rights, bonus issues and any capital reconstructions) measured from the beginning to the end of the Performance Period.

For the award of Rights with a TSR hurdle, the hurdle is as follows:

(a) if the Company's TSR ranking relative to the comparator group over the Performance Period is less than the 51st percentile, no Rights will vest;
(b) if the Company's TSR ranking relative to the comparator group over the Performance Period is equal to or exceeds the 51st percentile but is less than the 75th percentile, the proportion of Rights vesting will be increased on a pro-rata basis between 50% and 100%; or
(c) if the Company's TSR ranking relative to the comparator group over the Performance Period is equal to or greater than the 75th percentile, all of the Rights awarded will vest.

The Board has discretion to vary the comparator group, including to consider events that occur prior to vesting (for example, takeovers, mergers or de-mergers).

The Board retains the absolute discretion to vary the performance hurdles and criteria and to determine whether the performance criteria have been satisfied. Following the Board's assessment at the end of the Performance Period, any Rights that remain unvested will automatically lapse.

Proposed award of Rights to Ms Hastings
Only executives are eligible to participate in the Company's long term incentive arrangements, which include the Plan. Ms Hastings is currently the Company's only executive director and accordingly, Ms Hastings is the only director entitled to participate in the Plan.

It is proposed that Ms Hastings be awarded a total of up to 200,000 Rights. The award number of 200,000 Rights is the maximum number of Rights that may be issued to Ms Hastings, and does not necessarily represent the number that will be issued.

The actual number of Rights awarded to Ms Hastings will be calculated in accordance with the following formula:

Formula:

$$X = \frac{\text{Y\% of Fixed Remuneration}}{P}$$

Where:

X =	total number of Rights awarded (up to the total maximum number of 200,000 Rights);
Y =	maximum long term incentive performance-based percentage, as approved annually at the Board's discretion. Ms Hastings' current maximum long term incentive performance-based percentage is 110%;
Fixed Remuneration =	cash or base salary, superannuation contributions and any salary sacrifice components. Ms Hastings' current Fixed Remuneration is $1,895,000;
P =	the volume weighted average share price of the Company's shares over a 20 day trading period before the Meeting, as determined at the Board's discretion.

The face value of the Rights that may be awarded is $2,084,500, which represents 110% of Ms Hastings' fixed remuneration . The value attributed to the Rights is based on a volume weighted average share price of the Company's shares over a 20 day trading period before the Meeting, as determined at the Board's discretion.

Ms Hastings will not be required to pay any consideration on issue of the Rights or when they vest. There is no loan to Ms Hastings in connection with the Rights. Subject to the ASX Listing Rules, the Board may make such adjustments to Ms Hastings' Rights as the Board considers appropriate in order to minimise or eliminate any material advantage or disadvantage to Ms Hastings resulting from any corporate action such as a capital raising, capital reconstruction, consolidation, subdivision, reduction or return.

If approved by shareholders, the Board will determine the timing of the award and the number of Rights awarded (based on the formula above and up to the maximum number approved by shareholders) following recommendations by the Nomination and

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Remuneration Committee and subject to the Group's senior executive remuneration policy. In any case, the Company will issue the Rights no later than 12 months after the Meeting.

If the proposed award is not approved by shareholders, the Board will consider alternative arrangements to appropriately remunerate and incentivise Ms Hastings.

Cessation of employment
If Ms Hastings' employment is terminated for cause or due to her resignation, all of her unvested Rights will lapse, unless the Board determines otherwise. If Ms Hastings' employment is terminated for any other reason, the Rights will continue to be held by Ms Hastings and will vest or lapse in accordance with the terms on which they were awarded, unless the Board determines otherwise.

Change of control
In addition, the Board has discretion to determine that some or all of the unvested Rights will vest if there is a takeover, court ordered or member-approved compromise or arrangement or a proposed winding up of the Company or other similar event as outlined in the Plan.

Malus and clawback
Where in the opinion of the Board, the CEO acts fraudulently or dishonestly or is in breach of her obligations to the Group, there is a material financial misstatement circumstance, or the Company is required by or entitled under law or Company policy to reclaim overpaid bonuses or payments from the CEO, or the Board otherwise considers that the CEO may receive an unfair or inappropriate benefit, the Board may determine a treatment such that the CEO does not obtain any inappropriate or unfair benefits (for example, this may include lapsing Rights, resetting, varying or adding to the vesting conditions, forfeiting shares received on vesting of the Rights or repayment of cash amounts received under the Plan).

Additional information provided in accordance with the ASX Listing Rules
The total number of Rights previously awarded to Ms Hastings under the Plan is 1,195,542. All of these Rights were awarded to Ms Hastings for no consideration as part of her remuneration. Of these, 254,285 Rights have vested, and 604,213 Rights have lapsed due to the relevant performance criteria not having been achieved. 337,044 Rights remain unvested at the date of this Notice of Meeting and will be subject to testing in respect of the relevant performance criteria following the respective Performance Periods.

In addition, 166,362 Rights have previously been awarded to Ms Hastings under the Recognition and Retention Incentive Award pursuant to the shareholder approvals obtained at the 2020 and 2021 Annual General Meetings. The Rights were awarded to Ms Hastings for no consideration as part of her remuneration.

Details of Ms Hastings' current total remuneration package are set out below:

Remuneration component	Amount
Fixed Remuneration	$1,895,000
Short Term Incentive	Maximum of 115% of Fixed Remuneration
Long Term Incentive	Maximum of 110% of Fixed Remuneration

Further details of Ms Hastings' remuneration for the year ended 30 June 2026 are included within the FY26 Remuneration Report.

Details of any Rights issued under the Plan 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 the Plan after this resolution is approved and who are not named in this Notice of Meeting will not participate until approval is obtained under that rule, unless an exception under Listing Rule 10.16 applies.

Board recommendation
Each of the non-executive directors of the Company recommends that shareholders vote in favour of Item 6.

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PARTICIPATING VIA THE ONLINE PLATFORM

Shareholders and proxyholders may participate in the Meeting online at https://meetnow.global/M79T4LU. Shareholders and proxyholders may view the Meeting, vote and ask questions and make comments (in writing or verbally) in real time using the online platform. To use the online platform you will require a computer, tablet or mobile device with an internet connection.

It is recommended that shareholders and proxyholders login to the online platform at least 15 minutes prior to the scheduled start time for the Meeting.

More information about online participation in the Meeting is available in the Online Guide at: www.computershare.com.au/virtualmeetingguide.

TECHNICAL DIFFICULTIES

Technical difficulties may arise during the course of the Meeting. The Chairman of the Meeting has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising their discretion, the Chairman of the Meeting will have regard to the number of shareholders impacted and the extent to which participation in the business of the Meeting is affected. Where they consider it appropriate, the Chairman of the Meeting may continue to hold the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions.

For this reason, even if you plan to participate in the Meeting online, we encourage you to submit a directed proxy vote so that your vote will be counted if for any reason you cannot vote on the day.

ALTERNATIVE ARRANGEMENTS

If it becomes necessary or appropriate to make alternative arrangements for the holding, or conduct, of the Meeting (including changing the venue or implementing capacity limits) we will announce this on the Company's website at www.evt.com/investors and the ASX market announcements platform.

VOTING ENTITLEMENTS

Directors have determined that the shareholding of each shareholder for the purposes of ascertaining the voting entitlements for the Meeting will be as it appears in the Share Register at ***7pm (Sydney time) on Wednesday 21 October 2026***. Accordingly, share transfers registered after that time will be disregarded in determining entitlement to vote at the Meeting.

MEETING PROCEDURES, PROXIES AND CORPORATE REPRESENTATIVES

- All resolutions will be decided on a poll. On a poll, shareholders have one vote for every fully paid ordinary share held.
- A shareholder has the right to appoint a proxy, who need not be a shareholder of the Company.
- A proxy may be an individual or body corporate. If a shareholder appoints a body corporate as a proxy, that body corporate will need to 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; and
  - provides satisfactory evidence of the appointment of its corporate representative.
- If such evidence is not received prior to the Meeting, the body corporate (through its representative) will not be permitted to act as a proxy.
- A body corporate representative must present satisfactory evidence of their appointment prior to the Meeting, unless previously lodged with the share registry of the Company.
- If a shareholder is entitled to cast two or more votes, they may appoint not more than 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 shareholder's votes. If it is desired to appoint two proxies, then shareholders should follow the instructions specified on the Proxy Form.
- If a shareholder appoints more than one proxy, both proxies may only exercise votes on a poll in respect of the shares or voting rights that they represent.
- If you have appointed a proxy prior to the Meeting but subsequently attend the Meeting and vote on a resolution, then your previous proxy instruction for that resolution will be suspended and your vote will take precedence.
- A shareholder may appoint the Chairman of the Meeting as their proxy by nominating them in the Proxy Form. If a shareholder submits their Proxy Form but does not nominate the identity of their proxy, the Chairman of the Meeting will automatically be appointed as their proxy. If a shareholder submits their Proxy Form but their nominated proxy does not attend the Meeting, then their proxy will revert to the Chairman of the Meeting. If a shareholder's nominated proxy is either not recorded as attending the Meeting or does not vote on a resolution on a poll in accordance with the shareholder's directions, the Chairman of the Meeting is taken, before voting on the resolution closes, to have been appointed as the shareholder's proxy for the purposes of voting on the resolution.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL ("KMP")

If a shareholder appoints a KMP (which includes each of the directors) or one of their closely related parties as their proxy, the proxy will not be able to cast the shareholder's votes on Items 2 and 6, unless the shareholder directs them how to vote or the Chairman of the Meeting is the shareholder's proxy. If a shareholder appoints the Chairman of the Meeting as their proxy or the Chairman of the Meeting is appointed as the shareholder's proxy by default, but the shareholder does not mark a voting box for on Items 2 and 6 on the Proxy Form, then by completing and submitting the Proxy Form the shareholder will be expressly authorising the Chairman of the Meeting to exercise the proxy as they see fit even though the relevant Item is connected with the remuneration of the KMP.

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The Chairman of the Meeting intends to vote all available proxies **in favour** of items 2, 3, 4, 5 and 6.

SUBMITTING PROXY FORMS

The Proxy Form can be submitted to the share registry of the Company, Computershare Investor Services Pty Limited:

- by **mail** to Computershare Investor Services Pty Limited GPO Box 242, Melbourne, Victoria 3001 Australia;
- by **fax** to 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia);
- **online** at www.investorvote.com.au; or
- **online** at www.intermediaryonline.com (for Intermediary Online subscribers only).

In order to be effective, Proxy Forms must be received no later than 48 hours before the commencement of the Meeting, that is ***no later than 10am (Sydney time) on Wednesday 21 October 2026***. If the appointment of a proxy is signed by the appointor's attorney, the original authority under which the appointment was signed or a certified copy of the authority must also accompany the Proxy Form (unless this has previously been provided to the share registry).

QUESTIONS AND COMMENTS BY SHAREHOLDERS AT THE MEETING

In accordance with the Corporations Act, shareholders as a whole will be given a reasonable opportunity at the Meeting to ask questions about or to make comments on the management of the Company or the Group and the items of business set out in the Notice of Meeting.

Similarly, a reasonable opportunity will be given to shareholders as a whole to ask the Group's external auditor, KPMG, questions relevant to:

- the conduct of the audits;
- the preparation and content of the auditor's reports;
- the accounting policies adopted by the Company and Group in relation to the preparation of its financial statements;
- the policies adopted by the company in relation to the preparation of the Group's sustainability report; and
- the independence of the auditor in relation to the conduct of the audits.

Shareholders and proxyholders may view the Meeting, vote and ask questions and make comments (in writing or verbally) in real-time using the online platform.

QUESTIONS AND COMMENTS BY SHAREHOLDERS SUBMITTED PRIOR TO THE MEETING

Shareholders and proxyholders may submit questions to the Company in advance of the Meeting by submitting an online question at www.investorvote.com.au or by mail to the Company Secretary, GPO Box 1609, Sydney NSW 2001. Written questions must be received no later than ***5:00pm (Sydney time) on Friday 16 October 2026***. The Chairman of the Meeting will endeavour to address as many of the more frequently raised relevant questions as possible during the course of the Meeting. However, there may not be sufficient time available at the Meeting to address all of the questions raised. Please note that individual responses will not be sent to shareholders.

Shareholders and proxyholders may also submit written questions to KPMG in advance of the Meeting at www.investorvote.com.au or by mail to the Company Secretary, GPO Box 1609, Sydney NSW 2001. Written questions for KPMG must be relevant to the content of KPMG's auditor's reports or the conduct of its audit of the Company or the Group's financial report or sustainability report for the year ended 30 June 2026, and must be received no later than ***5:00pm (Sydney time) on Friday 16 October 2026***.

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ANNEXURE 1 - SUMMARY OF MATERIAL TERMS OF THE PERFORMANCE RIGHTS PLAN

The information below has been provided in accordance with ASX Listing Rule 10.15.9.

1. **Award:** The Board may from time to time, and in its absolute discretion, award Rights to executives in accordance with the terms and conditions of the Plan and any additional terms determined by the Board and any applicable law. Rights generally will not vest unless and until the performance criteria specified by the Board at the time of the award of the Rights are satisfied.

2. **Entitlements:** The Rights will have no voting or dividend entitlements. The executive may not sell, assign, transfer or otherwise deal with or grant a security interest over Rights. Rights lapse immediately on any purported sale, assignment, transfer, dealing or grant of security interest unless the Board in its absolute discretion approves the dealing or transfer.

3. **Performance and Vesting Criteria:** The Board will stipulate in an award of Rights to the executive the performance criteria (or the **"performance hurdles"**) and other vesting conditions that must be satisfied before the Rights vest with the executive. The performance hurdles that the Board has determined will apply to the award of Rights in the year ending 30 June 2027 have been set out in the explanatory notes to Item 6.

4. **Satisfaction of Performance Criteria:** The Board must be satisfied in its absolute discretion that the performance criteria have been satisfied. Once the Board determines that the performance criteria have been satisfied, the Rights will vest with the executive and one ordinary share in the Company will be delivered to or for the benefit of the executive for each Right which has vested. The Company has discretion whether to arrange for shares to be delivered by way of a transfer (on or off market) or by way of a new issue of shares. Shares issued under the Plan will rank equally with those traded on the ASX at the time of issue.

5. **Reconstructions, bonus issues, rights issues and other corporate actions**: If there is a reconstruction (including a consolidation, subdivision, reduction or return) of the issued capital of the Company, a bonus issue or rights issue or other corporate action, then, subject to the ASX Listing Rules and at the Board's discretion, the Rights may be adjusted or additional Rights may be granted to ensure that no material advantage or disadvantage accrues to the executive as a result of such corporate actions.

6. **Disposal Restrictions:** Any dealing in respect of a Right is prohibited, unless the Board determines otherwise or the dealing is required by law. In the award terms, the Board may impose disposal restrictions on shares delivered to the executive in satisfaction of Rights which have vested. Such a disposal restriction may be enforced using either the Company's Share Plan Trust or a holding lock administered by the Company's share registry or in some other way. To the extent that disposal restrictions are imposed after Rights have vested, the executive will not be permitted to dispose of or otherwise deal with their shares but will be entitled to receive dividends and other shareholder entitlements.

7. **Lapse and Forfeiture:** Unless and until the Rights vest with the executive on satisfaction of the performance and vesting criteria, the Rights will be subject to certain forfeiture conditions. In addition, the Plan contains forfeiture, malus and "clawback" provisions that the Board may apply to ensure no inappropriate or unfair benefit is obtained. These will apply in circumstances that include where, in the opinion of the Board, an executive acts fraudulently or dishonestly or has breached their obligations to the Group, there is a material financial misstatement circumstance or the Company is required by or entitled under law or Company policy to reclaim an overpaid bonus or other amount from the participant, or the Board considers that the executive may otherwise receive an unfair or inappropriate benefit.

8. **Cessation of employment**: Where an executive is terminated for cause their unvested Rights will lapse, unless the Board determines otherwise. If an executive ceases employment in any other circumstances, then, subject to the Board's discretion, their unvested Rights will remain on foot subject to the original terms. The Board may determine a different treatment prior to or within 60 days of the executive ceasing to be an employee.

9. **Consideration**: An executive will not be required to make any payment for any Rights awarded or if their Rights vest.

10. **Takeover, scheme of arrangement and winding up**: In certain circumstances including a takeover bid, court ordered or member-approved compromise or arrangement or a proposed winding up of the Company, the Board may determine that some or all of a participant's unvested Rights vest having regard to all relevant circumstances.

11. **Termination:** The Plan may be terminated or suspended at any time by a resolution of the Board.

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12. **Amendment:** Subject to the ASX Listing Rules, the Plan or terms of Rights may be amended by resolution of the Board. Without the consent of the participant, no amendment may be made which reduces the rights of executives in respect of Rights already awarded under the Plan, except where the amendment is to:

(a) comply with or conform to relevant present or future State, Territory or Commonwealth legislation;

(b) correct a manifest error or mistake; or

(c) enable the Company to comply with the Corporations Act, the ASX Listing Rules or any other applicable law.

The Board may waive, amend or replace any performance condition if the Board determines that the original condition is no longer appropriate or applicable, provided that the interests of the relevant participant are not, in the opinion of the Board, materially prejudiced or advantaged relative to the position reasonably anticipated at the time of the grant.

The Plan allows for rules to be adopted that provide for the grant of awards on additional or modified terms in relation to executives in overseas jurisdictions to take account of local securities, exchange control or taxation laws or regulations or other applicable factors.

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EVT Limited
ABN 51 000 005 103

EVT

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?

Phone:
1300 855 080 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AEDT) on Wednesday, 21 October 2026.**

Proxy Form

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How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.
Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.
Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.
Voting restrictions for Key Management Personnel (KMP): Please note that if you appoint a member of the KMP (which includes each of the directors) or one of their closely related parties as your proxy, they will not be able to cast your votes on Items 2 or 6, unless you direct them how to vote or the Chairman of the Meeting is your proxy. If you appoint the Chairman of the Meeting as your proxy or the Chairman of the Meeting is appointed as your proxy by default, but you do not mark a voting box for Items 2 or 6, then by completing and submitting the proxy form, you will be expressly authorising the Chairman of the Meeting to exercise your proxy as they see fit in respect of the relevant Item, even though the Item is connected with the remuneration of the KMP.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.
Joint Holding: Where the holding is in more than one name, all of the securityholders 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 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".
If you have appointed a proxy prior to the Meeting but subsequently attend the Meeting and vote on a resolution, then your previous proxy instruction for that resolution will be suspended and your vote will take precedence.

Lodge your Proxy Form: XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.
Your secure access information is

Control Number: 999999
SRN/HIN: I9999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

I 9999999999 I ND

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of EVT Limited hereby appoint

☐ **the Chairman of the Meeting** **OR** _____

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of EVT Limited to be held at Event Cinemas, 505-525 George Street, Sydney, NSW 2000 and online on Friday, 23 October 2026 at 10:00am (AEDT) and at any adjournment or postponement of that meeting.
Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), by completing and submitting this proxy form, I/we expressly authorise the Chairman to exercise my/our proxy on the Resolutions on Items 2 and 6 as they see fit (except where I/we have indicated a voting intention in step 2) even though the Resolutions on Items 2 and 6 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.
Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on the Resolutions on Items 2 and 6 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Item 2	Remuneration Report	☐	☐	☐
Item 3	Re-election of Director Valerie Anne Davies	☐	☐	☐
Item 4	Re-election of Director Brett David Chenoweth	☐	☐	☐
Item 5	Re-insertion of Proportional Takeover Provisions	☐	☐	☐
Item 6	Award of Performance Rights to the Chief Executive Officer	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

Mobile Number	Email Address

computershare

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