NOTICE OF ANNUAL GENERAL MEETING

30 September 2026

For personal use only

For personal use only

CIVMEC LIMITED

ACN 672 407 171

(Incorporated in Australia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of Civmec Limited (ACN 672 407 171) (formerly being named Civmec Australia Limited) ("**Company**") will be held at 10:30 AM (AWST/Singapore time) on 30 October 2026 at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558.

The Company has taken steps to ensure that all shareholders can participate in the AGM. The Board has therefore determined that access to the AGM will also be available virtually to allow shareholders to attend online using virtual meeting technology.

Shareholders do not need to attend the AGM physically in order to cast their votes or participate in the AGM. The Company encourages all shareholders unable to attend in person but who wish to vote to do so by:

(a) participating in the virtual AGM and casting a vote online; or

(b) appointing the Chair as their proxy by completing and returning the Proxy Form (including, where desired, directing the Chair how to vote on a Resolution).

Instructions on how to attend the AGM online are set out in paragraph (c) of the notes section on page 5 of this Notice of AGM.

AGENDA

AS ORDINARY BUSINESS:

1. **Receive and consider Audited Financial Statements**

   To receive and consider the Audited Financial Statements of the Company for the financial year ended 30 June 2026 together with the Directors' Report and Independent Auditors' Report thereon.

   [See Explanatory Note (a)]

2 **Remuneration Report** — *Non-binding Ordinary Resolution 1*

   To consider and adopt the Remuneration Report, contained in the Directors' Report for the financial year ending 30 June 2026.

   [See Explanatory Note (b)]

   Voting Prohibition: Votes may not be cast, and the Company will disregard any votes cast, on Resolution 1:

   (a) by or on behalf of any KMP[1] member whose remuneration details are included in the Remuneration Report, or any of their closely related parties[2], regardless of the capacity in which the votes are cast; or

[1] The KMP (or key management personnel) are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, either directly or indirectly. The KMP for the Company during the financial year ended 30 June 2026 are listed in the Remuneration Report.

[2] A Closely Related Party of a KMP member means:

(b) by any person who is a KMP member as at the time the resolution is voted on at the AGM, or any of their closely related parties, as a proxy,

unless the votes are cast as a proxy for a person who is entitled to vote on the resolution:

(c) in accordance with a direction in the proxy appointment; or

(d) by the Chair of the AGM in accordance with an express authorisation in the proxy appointment to cast the votes even if the resolution is connected directly or indirectly with the remuneration of a KMP member.

3. **Re-elect directors**

To re-elect the following Directors pursuant to Rule 55 of the Company's Constitution and for the purposes of ASX Listing Rule 14.5:

Ordinary Resolution 2

(a) Mr Patrick Tallon

[See Explanatory Note (c)]

Ordinary Resolution 3

(b) Mr Ambrose Law

[See Explanatory Note (d)]

4. **Authority to allot and issue shares**

Ordinary Resolution 4

THAT pursuant to the listing rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), and subject to the Company's compliance with the requirements of the ASX Listing Rules, authority be and is hereby given for the Directors of the Company ("**Directors**") at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

(i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;

(ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "Instruments") including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;

(iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues;

and (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares pursuant to any Instrument made or granted by the Directors while the Resolution was in force, provided always that:

(a) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does

- a spouse or child of the member;
- a child of the member's spouse;
- a dependant of the member or of the member's spouse;
- anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or
- a company the member controls.

For personal use only

For personal use only

not exceed fifty per centum (50%) of the Company's total number of issued shares (excluding subsidiary holdings) in the capital of the Company, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro-rata basis to shareholders of the Company does not exceed twenty per centum (20%) of the total number of issued shares (excluding subsidiary holdings) in the capital of the Company, and for the purpose of this Resolution, the total number of issued shares (excluding subsidiary holdings) in the capital of the Company shall be the Company's total number of issued shares (excluding subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:

(i) new shares arising from the conversion or exercise of convertible securities, or

(ii) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this Resolution is passed, and

(iii) any subsequent bonus issue, consolidation or subdivision of the Company's shares;

Adjustments in accordance with (i) or (ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

(b) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next annual general meeting or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (e)]

5. To transact any other business which may properly be transacted at an annual general meeting.

BY ORDER OF THE BOARD

James Finbarr Fitzgerald
Executive Chairman
30 September 2026

Explanatory Notes:

(a) The *Corporations Act 2001* (Cth) (***Corporations Act***) requires that the Audited Financial Statements of the Company for the most recent financial year (namely the period ended 30 June 2026) be laid before the AGM. While no resolution is required in relation to this item, shareholders will be given the opportunity to ask questions and make comments on them and the accompanying reports.

The Audited Financial Statements of the Company for the financial year ended 30 June 2026, together with the Directors' Report and Independent Auditors' Report thereon, are available as part of the Annual Report or the Company website and have also been posted on the ASX and SGX.

The Company's joint auditors, Moore Australia Audit (WA) and Moore Stephens LLP, will be present at the AGM and shareholders and proxyholders will have an opportunity to ask them questions in relation to the conduct of the audit of the Company, the Independent Auditors' Report and the independence of the auditors.

(b) In relation to Ordinary Resolution No. 1, the Remuneration Report, contained in the Directors' Report for the financial year ended 30 June 2026, is required to be considered by shareholders in accordance with section 250R of the Corporations Act.

Shareholders will be given the opportunity to ask questions and make comments on the Remuneration Report. Ordinary shareholders will be asked to vote on a resolution to adopt the Remuneration Report. Under the Corporations Act, the vote on the resolution is advisory only and does not bind the Board or the Company. At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, a spill resolution is not relevant for this Meeting.

(c) Ordinary Resolution No. 2 is included for the purpose of ASX Listing Rule 14.5, which provides that an entity which has directors must hold an election of at least one director at each annual general meeting. The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting. Mr Patrick Tallon, who has held office without re-election since 30 October 2024, and being eligible retires by rotation and seeks re-election. As each of the Directors last elected at the 2024 annual general meeting was elected on the same day, the Board has determined in accordance with Rule 55(b) of the Constitution that Mr Tallon is the Director to retire by rotation at the AGM.

Mr Tallon will, upon re-election as Director of the Company, remain as Chief Executive Officer. Mr Tallon is an executive Director and is not considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Key information on Mr Tallon can be found on the section "Board of Directors" of the Annual Report 2026.

Having received an acknowledgement from Mr Tallon that he will have sufficient time to fulfil his responsibilities as a Director and having reviewed the performance of Mr Tallon since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Tallon) recommend that shareholders vote in favour of Ordinary Resolution No. 2.

If Ordinary Resolution No.2 is passed, Mr Tallon will be re-elected to the Board as an executive Director. If Ordinary Resolution No.2 is not passed, Mr Tallon will not continue in his role as a Director.

(d) Ordinary Resolution No. 3 is also included for the purpose of ASX Listing Rule 14.5. Mr Ambrose Law, who has held office without re-election since 30 October 2024, is not required to retire by rotation at the AGM but has elected to retire and, being eligible, seeks re-election.

Mr Law will, upon re-election as Director of the Company, remain as Lead Independent Director, Chairman of the Audit Committee and the Risks and Conflicts Committee and a member of the Nominating and Remuneration Committees. Mr Law will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Key information on Mr Law can be found on the section "Board of Directors" of the Annual Report 2026.

Having received an acknowledgement from Mr Law that he will have sufficient time to fulfil his responsibilities as a Director, and having reviewed the performance of Mr Law since his appointment to the Board and the skills, knowledge, experience and capabilities required by the Board, the Directors (other than Mr Law) recommend that shareholders vote in favour of Ordinary Resolution No. 3.

If Ordinary Resolution No.3 is passed, Mr Law will be re-elected to the Board as an independent Director. If Ordinary Resolution No.3 is not passed, Mr Law will not continue in his role as an independent Director.

For personal use only

(e) Ordinary Resolution No. 4, if passed, will (unless revoked or varied by the Company at a general meeting) empower the Directors of the Company from the date of the passing of Ordinary Resolution No. 4 to the date of the next annual general meeting or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier, to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to an amount not exceeding in total 50% of the issued shares (excluding subsidiary holdings) in the capital of the Company, with a sub-limit of 20% of the issued shares (excluding subsidiary holdings) in the capital of the Company for issues other than on a pro-rata basis to shareholders.

Upon the passing of Ordinary Resolution No. 4, pursuant to rule 806 of the listing rules of the Singapore Exchange Securities Trading Limited ("**SGX Listing Rules**"), approval by an issuer's shareholders under SGX Listing Rule 805(1) is not required as the shareholders had, by ordinary resolution in a general meeting, given a general mandate to the directors of the issuer to issue shares or convertible securities.

However, any issue of securities pursuant to Ordinary Resolution No. 4 will be made subject to the Company's compliance with ASX Listing Rule requirements including, but not limited to, the Company's ability to issue securities under ASX Listing Rule 7.1 at any given time. Ordinary Resolution No. 4 is not a prior approval for the issue of securities pursuant to ASX Listing Rule 7.1.

Notes:

(a) The Board has determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the AGM are those who are registered shareholders of the Company as at 4:00pm (AWST/Singapore time) on 28 October 2026.

(b) The AGM will be held in a physical format, at 10:30AM (AWST/Singapore time) on 30 October 2026 at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558. Shareholders will also have the option to participate virtually.

(c) Shareholders may use the Computershare Investor Services Pty Limited ("**Computershare**") Meeting Platform to attend and participate in the AGM.

(i) To participate in the AGM, you can log in by entering the following URL https://meetnow.global/MLYALJR on your computer, tablet or smartphone.

(ii) Online registration will open 30 minutes before the AGM.

(iii) To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready. Proxyholders will need to contact Computershare prior to the AGM to obtain their login details.

(iv) To participate in the AGM online follow the instructions below.

(A) Click on 'Join Meeting Now'.

(B) Enter your SRN/HIN. Proxyholders will need to contact Computershare on +61 3 9415 4024 prior to AGM to obtain their login details.

(C) Enter your postcode registered to your holding, if you are an Australian shareholder. If you are an overseas shareholder, select the country of your registered holding from the drop down list.

(D) Accept the Terms and Conditions and 'Click Continue'.

(v) You can view the AGM live, ask questions verbally or via a live text facility and cast votes at the appropriate times while the AGM is in progress.

(d) Shareholders and Depositors[3] may also submit questions related to the matters being considered at the AGM. To do so, all questions must be submitted by 10:30AM (AWST/Singapore time) on 21 October 2026:

(i) in hard copy by sending by post and lodging the same at the registered office of the Company at 16 Nautical Drive, Henderson, Western Australia 6166; or

(ii) by email to investor@civmec.com.au.

[3] As defined in Section 81SF of the Securities and Futures Act 2001 of Singapore.

For personal use only

(e) Depositors will need to identify themselves when posing questions by email or by mail by providing the following details:

(i) the Depositor's full name as it appears on his/her/its CDP/CPF/SRS share records;

(ii) the Depositor's NRIC/Passport/UEN number;

(iii) the Depositor's contact number and email address; and

(iv) the manner in which the Depositor holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

(f) The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder or Depositor status.

(g) The Company will address all substantial and relevant questions received from shareholders and Depositors by 10:30AM (AWST/Singapore time) on 21 October 2026 relating to the resolutions tabled for approval at the AGM by 23 October 2026 via an announcement to be published on the Company's website at the URL https://www.civmec.com.au/investors/ and SGXNet and ASX Online. Questions submitted after 10:30AM (AWST/Singapore time) on 21 October 2026 will be answered at the AGM.

(h) Shareholders will be able to vote on the Resolutions during the AGM. Voting on each item of business will be by poll. However, the Directors are strongly encouraging shareholders to lodge their Proxy Form in accordance with the instructions below to assist in the orderly conduct of the AGM.

(i) A shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If a shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A proxy need not be a shareholder.

(j) A proxy may be either an individual or a body corporate. If you wish to appoint a body corporate as your proxy, you must:

(i) specify on the Proxy Form the full name of the body corporate appointed as proxy; and

(ii) provide the appropriate “Appointment of Corporate Representative” with the full name or title of the individual representative of the body corporate to attend the AGM. A form may be obtained from the Computershare or online at www.investorcentre.com/au and select "Printable Forms".

(k) If a proxy is not directed how to vote on an item of business, the proxy may generally vote, or abstain from voting, as they think fit (subject to any voting exclusion statements that apply). The Chair intends to vote all available proxies in favour of each Resolution proposed in this Notice of AGM. If you do not mark a box next to any Resolution then by completing and submitting the Proxy Form, you will be expressly authorising the Chair to vote as they see fit in respect of such Resolution, even when a Resolution is directly or indirectly connected to the remuneration of a Director.

(l) A voting prohibition applies to Ordinary Resolution No. 1. Any Director and their associates will not be able to vote as your proxy on Ordinary Resolution No. 1 unless you direct them how to vote. If you intend to appoint such a person as your proxy, you should read the voting exclusions carefully and ensure you direct them how to vote on the Resolution by marking either "For", "Against" or "Abstain" on the Proxy Form.

(m) A Proxy Form is attached. Proxy Forms must be returned to the Computershare in accordance with the instructions set out in the Proxy Form by no later than 48 hours before the time for holding the AGM (that is, by 10.30AM (AWST/Singapore time) on 28 October 2026). You may lodge your Proxy Form:

(i) electronically via www.investorvote.com.au;

(ii) by post to Computershare Investor Services Pty Limited, GPO Box 242, Melbourne Victoria 3001, Australia; or

(iii) by fax to 1800 783 447 within Australia or +61 3 9473 2555 outside Australia.

(n) Signing instructions for Proxy Forms that are to be lodged by post or fax:

(i) Individual: Where the holding is in one name, the shareholder must sign.

(ii) Joint Holding: Where the holding is in more than one name, all of the shareholders should sign.

For personal use only

(iii) Power of Attorney: The shareholder's attorney must sign. If you have not already lodged the Power of Attorney with the Computershare, please attach a certified photocopy of the Power of Attorney to the Proxy Form when you lodge it.

(iv) Companies: Where the company has a Sole Director who is also the Sole Company Secretary, the Proxy Form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise the Proxy 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.

(o) A shareholder or proxy which is a corporation and is entitled to attend and vote at the AGM may appoint an individual to act as its corporate representative to vote at the AGM. The appointment must comply with section 250D of the Corporations Act. If a representative of a corporate shareholder or proxy is to participate at the AGM they will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from the Computershare or online at www.investorcentre.com/au and select "Printable Forms".

(p) A shareholder entitled to attend and vote at the AGM is entitled to appoint an attorney to attend and vote at the AGM on the shareholder's behalf. An attorney need not themselves be a shareholder. The power of attorney appointing the attorney must be signed and specify the name of each of the shareholder, the Company and the attorney, and also specify the meeting(s) at which the appointment may be used. The appointment may be a standing one. To be effective, the power of attorney must also be returned in the same manner, and by the same time, as specified for Proxy Forms.

(q) A voting instruction form in relation to the AGM will be despatched to each Depositor. Please note that:

(i) Depositors who wish to vote will need to complete and return the voting instructions form to CDP before the time appointed for the AGM in accordance with the instructions therein (by 10.30AM (AWST/Singapore time) on 23 October 2026), and CDP will in turn authorise Tricor Barbinder Share Registration Services a division of Tricor Singapore Pte Ltd (the "**Singapore Share Registrar**") to, for and on behalf of CDP, collect directly from the Depositors their voting instruction(s) for collation (such voting instructions as collated, the "**Collated Voting Instruction Results**") and submit such Collated Voting Instruction Results to CDP. Depositors may indicate in their voting instructions forms the respective number of votes, which are attached to the shares they beneficially own, they wish to cast "for", "against" or "abstain" in respect of each resolution tabled at the AGM;

(ii) CDP will thereafter complete the Proxy Form in respect of the AGM based on the Collated Voting Instruction Results and submit the completed Proxy Form, by no later than 10.30AM (AWST/Singapore time) on 28 October 2026, and appoint the chairman of the AGM as proxy of CDP to vote at the AGM via email to the Computershare; and

(iii) CDP shall be entitled to rely on the Collated Voting Instruction Results submitted to CDP by the Singapore Share Registrar and act upon the same without any further verification or confirmation with the Singapore Share Registrar.

(r) Depositors are permitted to attend the AGM in person. A Depositor who attends the AGM has the right to speak (but not vote in person) at the Annual General Meeting.[4]

(s) Investors who hold shares through relevant intermediaries may exercise their votes by instructing their relevant intermediaries to specify their voting instructions in accordance with the instructions and timeline stipulated by the relevant intermediaries. The relevant intermediaries will in turn collate the respective aggregate number of votes cast "for", "against" and "abstain" they have received in respect of each Resolution to be tabled at the AGM and provide their clients' voting instructions by completing and submitting the voting instructions form. For the avoidance of doubt, a relevant intermediary may indicate in their voting instruction form to be submitted the respective aggregate number of votes cast "for", "against" and "abstain" in respect of each resolution to be tabled at the AGM.

(t) CPFIS/SRS investors who hold SGX shares through CPF Agent Banks/SRS Operators:

(i) May attend and speak at the AGM if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they

[4] Subject to further updates on identification details required to facilitate attendance at the Annual General Meeting by Depositors.

For personal use only

have any queries regarding their appointment as proxies; but will not be entitled to vote directly at the AGM; and

(ii) Who wish to exercise their voting rights should specify their voting instructions to their CPF Agent Banks/SRS Operators at least 7 working days prior to the date of AGM i.e. by 10:30 AM (AWST/Singapore Time) on 21 October 2026. Their CPF Agent Banks/SRS Operators will in turn appoint the Chairman of the AGM as proxy to cast their votes at the AGM by submitting the voting instructions form to CDP.

(u) Investors who hold Shares through relevant intermediaries are, however, permitted to attend the AGM in person. Such investors have the right to speak (but not vote in person) at the Annual General Meeting.

(v) The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet, and the minutes will include the responses addressed at the AGM, if any.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or adjournment thereof or a voting instruction form in respect of the AGM, a member of the Company or a Depositor (each a "**Relevant Person**") (i) consents to the collection, use and disclosure of the Relevant Person's personal data by the Company (or its agent or service providers) for the purpose of the processing, administration and analysis of the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) , the processing, administration and analysis by the Company (or its agents or service providers) of the voting instructions indicated in the voting instructions forms in relation to the AGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the Relevant Person discloses the personal data of the Relevant Person's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Relevant Person has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Relevant Person will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Relevant Person's breach of warranty.

For personal use only

Glossary

In this Notice of AGM, the following definitions apply unless otherwise stated:

"**Associate**"	:	Associate shall bear the same meaning as set out in the Listing Manual.
"**Associated Body Corporate**"	:	means: (a) a body corporate that is a related body corporate (as defined in section 50 of the Corporations Act) of the Company; (b) a body corporate that has voting power in the Company of not less than 20%; or (c) a body corporate in which the Company has voting power of not less than 20%.
"**ASX**"	:	ASX Limited (ACN 008 624 691) or the securities market which it operates, as the case may be.
"**ASX Listing Rules**"	:	means the listing rules of ASX and any other rules of ASX which are applicable while the Company is admitted to the official list of ASX, each as amended or replaced from time to time, except to the extent of any express written waiver by ASX.
"**CDP**"	:	The Central Depository (Pte) Limited.
"**Committee**"	:	A committee comprising Directors duly authorised and appointed by the Board of Directors of the Company to administer the 2024 Civmec PRP.
"**Company**"	:	Civmec Limited (ACN 672 407 171) (formerly being named Civmec Australia Limited).
"**Corporations Act**"	:	The *Corporations Act 2001* (Cth).
"**Directors**"	:	Directors of the Company.
"**Group**"	:	The Company and its subsidiaries.
"**Listing Manual**"	:	The listing manual of the SGX.
"**Shareholders**"	:	Registered holders of Shares.
"**%**"	:	Per centum or percentage.

For personal use only

For personal use only