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AML3D LIMITED

ACN 602 857 983

Notice of Annual General Meeting

Date:	**5 November 2026**
Time:	**11:00am (Adelaide time)**
Venue:	**To be held at:**
	The offices of KPMG Level 7, 151 Pirie Street Adelaide SA 5000

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5 October 2026

Dear Shareholder

2026 Annual General Meeting

On behalf of the Board, I am pleased to invite you to attend the 2026 Annual General Meeting (AGM) of AML3D Limited to be held at 11:00am (Adelaide Time) on Thursday 5 November 2026.

You will be able to attend the meeting in person at the offices of **KPMG, 151 Pirie Street, Adelaide SA 5000**

A poll will be conducted for each of the resolutions. The Directors encourage all shareholders to lodge proxy forms prior to the AGM. Shareholders and proxyholders will also be able to vote at the AGM in person.

Shareholders and proxyholders present in person will be able to ask questions during the AGM. Shareholders are also encouraged to direct questions to the Chairman via the Company Secretary by email so that they are received not later than two days prior to the meeting. Please email investor@aml3d.com and use the email subject "AGM Chairman Questions".

The Notice of AGM, including Explanatory Memorandum and Notes, is attached. Also enclosed is a Proxy Form.

Your vote as a shareholder is important. If you are unable to attend the Meeting to vote in person, I encourage you to appoint a proxy to act on your behalf, by following the instructions on the Proxy Form and on page 14 of the Notice of Meeting. To be valid, your Proxy Form must be received by 11.00am Adelaide time on Tuesday 3 November 2026.

Shareholders who have not elected to receive a printed copy of the 2026 Annual Report may obtain a copy from the Company's website at www.aml3d.com/investors.

We look forward to seeing you at this year's AGM.

Yours faithfully

AML3D LIMITED

Noel Cornish AM
Chairman

Notice of Annual General Meeting

Notice is hereby given that the 2026 Annual General Meeting of shareholders of AML3D Limited (Company) will be held on Thursday 5 November 2026 at 11:00am (Adelaide time) at KPMG, Level 7, 151 Pirie Street, Adelaide SA 5000.

ORDINARY BUSINESS

Financial Statements and Reports

To receive and consider the Financial Report for the Company and the reports of the Directors and the Auditor for the year ended 30 June 2026.

1. Director Re-Election

Re-Election of Peter Siebels

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

"That, for the purpose of clause 14.2 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Peter Siebels, a Director, retires by rotation, and being eligible, is re-elected as a Director."

2. Remuneration Report

To consider, and if thought fit, pass the following non-binding resolution:

"That for the purposes of section 250R(2) of the Corporations Act 2001 (Cth) and for all other purposes, the Remuneration Report for the year ended 30 June 2026 be adopted."

Note: The vote on this resolution is advisory only and does not bind the Directors or the Company.

SPECIAL BUSINESS

3. Grant of Options to Director, Mr Noel Cornish

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

"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 1,000,000 Options to Mr Noel Cornish (and/or his nominees), a Director of the Company and a related party, under the Company's Performance Rights and Options Plan on the terms and conditions set out in the Explanatory Statement."

4. Grant of Options to Director, Mr Andrew Sales

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

"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 1,000,000 Options to Mr Andrew Sales (and/or his nominees), a Director of the Company and a related party, under the Company's Performance Rights and Options Plan on the terms and conditions set out in the Explanatory Statement."

5. Grant of Options to Director, Mr Sean Ebert

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

"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 1,000,000 Options to Mr Sean Ebert (and/or his nominees), a Director of the Company and a related party, under the Company's Performance Rights and Options Plan on the terms and conditions set out in the Explanatory Statement."

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6. Grant of Options to Director, Mr Peter Siebels

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

"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 1,000,000 Options to Mr Peter Siebels (and/or his nominees), a Director of the Company and a related party, under the Company's Performance Rights and Options Plan on the terms and conditions set out in the Explanatory Statement."

7. Grant of Performance Rights to Managing Director, Mr Sean Ebert

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 1,471,366 Performance Rights to Mr Sean Ebert (or his nominee), a Director of the Company and a related party, under the Company's Performance Rights and Options Plan on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion Statement

Voting exclusions apply for Items 2, 3, 4, 5, 6 and 7. Details are provided in the Explanatory Memorandum.

The following Explanatory Memorandum and Notes form part of this Notice of Meeting.

By order of the Board

Kaitlin Smith
Company Secretary
AML3D Limited

5 October 2026

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EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of the shareholders of AML3D Limited (Company) in connection with the business to be conducted at the Annual General Meeting (AGM) of shareholders to be held on 5 November 2026.

FINANCIAL STATEMENTS AND REPORTS

As required by the *Corporations Act 2001* (Cth) (Corporations Act), the Financial Report and the reports of the Directors and the Auditor for the financial year ended 30 June 2026 will be laid before the meeting.

No resolution is required for this item, but shareholders will be given a reasonable opportunity to ask questions and make comments about the reports and the business and management of the Company. Shareholders will also be given a reasonable opportunity to ask a representative of the Company's Auditor, William Buck, questions in relation to the conduct of the audit (including the independence of the Auditor) and the accounting policies adopted by the Company.

The 2026 Annual Report is available on the Company's website at www.aml3d.com/investors.

1. DIRECTOR RE-ELECTION

Re-Election of Peter Siebels

Rule 14.2 of the Company's Constitution requires that at every AGM of the Company, one third of the Directors must retire, and that for the purposes of calculation, the Managing Director and any Director appointed under Rule 14.4 are excluded.

Peter Siebels, who has served as a Director since 15 January 2024 and was elected at the 2024 Annual General Meeting, will retire and, being eligible, seeks re-election as a Director. Brief biographical details follow**.**

Brief biographical details follow.

Mr Peter Siebels

B.Ec, FCA, FAICD

Non-Executive Director since 15 January 2024.

Following a thirty year career with KPMG including roles on the Australian National Board and National Executive Committee, Peter has pursued a career in Governance and Advisory, since 2015. Governance positions include Chair roles with the RAA, RAA Insurance, Electricity Industry Superannuation Scheme, Hood Sweeney, Robern Menz and also a non-executive director role with ECH, GCF Investments Pty Ltd . Through these roles, Peter has Chaired many Board Committees, including Investment, Finance and Audit, Governance and Nominations and Risk.

The Board considers that Mr Siebels is an independent Director.

Recommendation

The Board (with Mr Siebels abstaining) recommends that shareholders vote **IN FAVOUR** of the election of Mr Siebels.

2. REMUNERATION REPORT

A resolution for adoption of the Remuneration Report is required to be considered and voted on in accordance with the Corporations Act. The Remuneration Report is set out on pages 12-20 of the 2026 Annual Report which is available on the Company's website at www.aml3d.com/investors.

The Remuneration Report details the Company's remuneration framework and the remuneration outcomes in the financial year ended 30 June 2026 for Directors and senior executives.

A reasonable opportunity for discussion of the Remuneration Report will be provided at the AGM.

The shareholder vote on the Remuneration Report is advisory only and does not bind the Directors or the Company, in accordance with section 250R of the Corporations Act. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on resolution 2:

- By or on behalf of a member of the Company's key management personnel (KMP) named in the Remuneration Report or their closely related parties (such as close family members and any controlled companies), regardless of the capacity in which the vote is cast; or
- As a proxy by a person who is a member of the KMP at the date of the Annual General Meeting or their closely related parties.

However, votes will not be disregarded if they are cast as proxy for a person entitled to vote on item 2.

- In accordance with a direction as how to vote on the Proxy Form; or
- By the Chairman of the meeting where the appointment of the Chairman as proxy does not specify the way in which the Chairman is to vote on the Resolution; and pursuant to an express authorisation to exercise the proxy even though item 2 is connected with the remuneration of the Company's KMP.

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3-6. GRANT OF DIRECTOR OPTIONS TO DIRECTORS

Under ASX Listing Rule 10.14.1, the Company requires shareholder approval to issue equity securities to a Director of the Company. Accordingly, the Company is seeking the approval of shareholders under ASX Listing Rule 10.14.1 for the grant of an aggregate of 4,000,000 Options to Directors Mr Noel Cornish, Mr Andrew Sales , Mr Sean Ebert and Mr Peter Siebels (and/or their respective nominees) under the Company's Performance Rights and Options Plan ("PROP") on the terms set out below and subject to obtaining shareholder approval.

The options will be issued pursuant to the Company's Performance Rights and Options Plan (PROP), as described in the Company's Prospectus and disclosed to the market at the time of Initial ASX Listing of the Company effective from 20 April 2020. The PROP was re-approved by Shareholders at the Annual General Meeting of the Company held on 23 November 2022 and 3 November 2025. Details of the PROP were disclosed in the Prospectus in accordance with ASX Listing Rule 7.2 Exception 13(a). A copy of the PROP is available on the Company's website at www.aml3d.com/investors and a summary of material terms is included at Annexure A.

Exception 14 in ASX Listing Rule 7.2 provides that ASX Listing Rule 7.1 does not apply where shareholder approval for an issue of securities is obtained under ASX Listing Rule 10.14. This means that if shareholder approval is obtained for Resolution 3, 4, 5 and 6, approval is not required for the purposes of ASX Listing Rule 7.1.

If Resolution 3, 4, 5 and 6 are passed, the Company will be able to proceed with the issue of an aggregate of 4,000,000 Options to Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels under the PROP. As approval under ASX Listing Rule 7.1 is not required, the issue of the Options will not use any of the Company's 15% annual placement capacity.

If Resolution 3, 4, 5 and 6 are not passed, the Company will not be able to proceed with the issue of the Options to Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels, and the Board may consider other forms of remuneration for the Director's Long-term Incentive and re-negotiation of these remuneration arrangements may require additional cash payments.

Information provided to Shareholders

For the purposes of the approval sought under ASX Listing Rule 10.14 and in accordance with the requirements of ASX Listing Rule 10.15 and for all other purposes, the following information is provided to shareholders in respect of the proposed grant of an aggregate of 4,000,000 options to Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels under the PROP. Directors Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels fall within the category stipulated by Listing Rule 10.14.1. In the event the Options are issued to nominees of Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels, they will fall within the category stipulated by Listing Rule 10.14.2.

Number of Options

The maximum number of Options to be issued under **Resolution 3** is 1,000,000 to Mr Noel Cornish (or Nominee).

The maximum number of Options to be issued under **Resolution 4** is 1,000,000 to Mr Andrew Sales (or Nominee).

The maximum number of Options to be issued under **Resolution 5** is 1,000,000 to Mr Sean Ebert (or Nominee).

The maximum number of Options to be issued under **Resolution 6** is 1,000,000 to Mr Peter Siebels (or Nominee).

Key Terms of Options

The options will be exercisable from the date of issue and will expire three years from the date of issue. The options will not be quoted on ASX. No consideration will be payable for the grant of the options. Each option is an option to subscribe for one fully paid ordinary share in the Company and the Company will apply for ASX quotation of shares issued upon exercise of the options. The exercise price is $0.20 per option. Options will be issued pursuant to the PROP Rules.

Unvested options do not entitle the holder to any voting rights, or legal or beneficial interest in the Company's shares.

It is intended that options will be issued as soon as practicable after the date of approval and in any case no later than 12 months following the AGM.

Remuneration

Mr Noel Cornish's total remuneration package other than the proposed options comprises $100,000 Non-Executive Chair fees per annum plus statutory superannuation.

Mr Andrew Sales total remuneration package other than the proposed options comprises $268,121 Executive Director fees per annum plus statutory superannuation. He subsequently stepped down from his executive role and was appointed as a Non-Executive Director on 6 February 2026.

Mr Sean Ebert's total remuneration package other than the proposed options comprises $441,726 per annum excluding statutory superannuation as Managing Director/CEO.

Mr Peter Siebels total remuneration package other than the proposed options comprises $60,000 per annum plus statutory superannuation as Non-executive Director.

Details of Prior Grants

Since the PROP was originally disclosed to the market at the time of Initial ASX Listing of the Company effective from 20 April 2020, and re-approved by Shareholders at the Annual General Meeting of the Company held on 23 November 2022 and 3 November 2025, Mr Noel Cornish has received a grant of 8,000,000 options under the PROP with shareholder approval at the Company's 2022 AGM, 2023 AGM, 2024 AGM and 2025 AGM. Mr Andrew Sales received a grant of 6,000,000 options under the PROP with shareholder approval at the Company's 2023 AGM,

2024 AGM and 2025 AGM. Mr Sean Ebert received a grant of 6,000,000 options under the PROP with shareholder approval at the Company's 2023 AGM, 2024 AGM and 2025 AGM. Mr Peter Siebels was granted 2,000,000 options at the Company's EGM on 17 July 2024 and 4,000,000 options under the PROP with shareholder approval at the Company's 2024 AGM and 2025 AGM.

Option Information

The Board considers that the issue of options will appropriately enhance the alignment of Director interests with that of shareholders. The number and exercise price of the options is comparable to options previously issued to non-executive directors under another option scheme that is no longer available. The options will be unquoted and will have no immediate dilutionary impact on shareholders. The issue of options is a reasonable and appropriate method to provide cost-effective non-cash remuneration and the Company will benefit from funds raised at the time of exercise of the options. The exercise price of $0.20 represents a significant premium to the current share price.

The indicative value of the Options based on the Black-Scholes methodology as calculated by internal management is $224,000 (in aggregate), being $0.056 per option, based on the option details as above and market conditions as at 21 July 2026.

Other Participants under ASX Listing Rule 10.14

The persons referred to in ASX Listing Rule 10.14 who are entitled to participate in the PROP are the Directors of the Company: Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels. Any additional persons referred to in ASX Listing Rule 10.14 who become entitled to participate in the PROP after this resolution is approved will not participate until approval is obtained under Listing Rule 10.14.

No loans

No loans are proposed to be provided in relation to grant or exercise of the Options.

Disclosures

Details of any securities issued under the PROP will be published in each annual report of the Company relating to a period in which securities have been issued. This will include 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 PROP after resolution 3, 4, 5 and 6 are approved and who were not named in this Notice of Meeting will not participate until approval is obtained under that rule.

Other Material Terms

If this grant is approved, some or all of the options granted to Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels may vest, lapse or remain on foot on cessation as a director, subject to the Board's discretion. Under the PROP, the Board also has discretion to vest or lapse the options if there is a change of control.

The PROP rules also give the Company the discretion to lapse unvested options, and claw back vested shares in certain circumstances (such as dishonesty, fraud or breach of material obligations).

The PROP can be amended by the Board, subject to the ASX Listing Rules.

Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast as proxy on resolutions 3, 4, 5 and 6 by:

- a member of the Company's Key Management Personnel (KMP) at the date of the AGM; or
- a Closely Related Party of such a member.

However, a person described above may cast a vote on Resolution 3, 4, 5 and 6 as a proxy if the vote is not cast on behalf of a person described above and either:

- the person is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- the person is the chair of the meeting and the appointment of the chair as proxy:
- does not specify the way the proxy is to vote on the resolution; and
  - expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Company's KMP.

The Company will disregard any votes cast in favour of resolution 3, 4, 5 and 6 by or on behalf of:

- Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels and any other person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the PROP, namely any Director of the Company; or
- an associate of those persons.

However, this does not apply to a vote cast in favour of a resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- 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.

Recommendation

Mr Noel Cornish, Mr Andrew Sales, Mr Sean Ebert and Mr Peter Siebels decline to make a recommendation to shareholders in relation to Resolutions 3, 4, 5 and 6 due to their material personal interest in the outcome of the Resolutions on the basis that they are to be issued the Options should Resolutions 3, 4, 5 and 6 be passed.

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7. GRANT OF PERFORMANCE RIGHTS TO MR SEAN EBERT

Under ASX Listing Rule 10.14.1, the Company requires shareholder approval to issue equity securities to a Director of the Company. Accordingly, the Company is seeking the approval of shareholders under ASX Listing Rule 10.14 for the grant of Performance Rights to the Managing Director/CEO, Mr Sean Ebert, under the Company's Performance Rights and Options Plan (PROP) on the terms set out below and subject to obtaining shareholder approval.

The performance rights will be issued pursuant to the Company's Performance Rights and Options Plan (PROP), as described in the Company's Prospectus and disclosed to the market at the time of Initial ASX Listing of the Company effective from 20 April 2020. The PROP was re-approved by Shareholders at the Annual General Meeting of the Company held on 23 November 2022 and 3 November 2025. Details of the PROP were disclosed in the Prospectus in accordance with ASX Listing Rule 7.2 Exception 13(a). A copy of the PROP is available on the Company's website at www.aml3d.com/investors and a summary of material terms is included at Annexure A.

Regulatory requirements

Exception 14 in ASX Listing Rule 7.2 provides that ASX Listing Rule 7.1 does not apply where shareholder approval for an issue of securities is obtained under ASX Listing Rule 10.14. This means that if shareholder approval is obtained for Resolution 7, approval is not required for the purposes of ASX Listing Rule 7.1.

Under Chapter 2E of the Corporations Act, for a public company to give a financial benefit to a related party of the public company, the public company must:

- obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- give the benefit within 15 months following such approval,

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

The issue of Performance Rights to Mr Sean Ebert constitutes giving a financial benefit to a related party of the Company.

It is the view of the Board that the exception set out in section 211(1) (allowing the giving of a financial benefit that is reasonable remuneration) applies in the current circumstances. Accordingly, Shareholder approval is sought for the issue of the Performance Rights under ASX Listing Rule 10.14 but not under Chapter 2E of the Corporations Act.

The Corporations Act restricts the benefits that can be given to persons who hold a "managerial or executive office" (as defined in the Corporations Act) on leaving their employment with the Company.

Under sections 200B and 200E of the Corporations Act, a company may only give a person a benefit in connection with them ceasing to hold a managerial or executive office if the benefit is approved by Shareholders or an exemption applies.

Amendments to the Corporations Act in 2009 significantly expanded the scope of these provisions and lowered the threshold for termination benefits that do not require Shareholder approval.

The term "benefit" has a wide meaning and may include benefits resulting from the Board exercising certain discretions under the rules of the PROP, including the discretion to waive or accelerate vesting conditions in respect of a particular holder of Performance Rights.

If Shareholder approval is given under this Resolution the Company will still be required to comply with ASX Listing Rules 10.18 and 10.19, which place restrictions on the circumstances in which termination benefits can be paid and a cap on the value of termination benefits that can be paid to officers of the Company.

The value of the benefit cannot be determined at the date of this Notice of Annual General Meeting and will depend on the number of Performance Rights that may vest and the market value of the Shares at the time of cessation of office.

Information provided to Shareholders

For the purposes of the approval sought under ASX Listing Rule 10.14 and in accordance with the requirements of ASX Listing Rule 10.15 and for all other purposes, the following information is provided to shareholders in respect of the proposed grant of 1,471,366 Performance Rights to the Managing Director/CEO, Mr Sean Ebert under the PROP approved by shareholders at the Company's 2022 AGM and 2025 AGM (See Annexure A for terms). Director, Mr Sean Ebert falls within the category stipulated by Listing Rule 10.14.1.

Performance Period for the Performance Rights

Three years commencing (23 July 2026) and ending on 23 July 2029.

Date of Grant

If approval is obtained, the Performance Rights will be issued to Mr Ebert within 3 months after the AGM.

Number of Performance Rights

The number of Performance Rights to be granted to Mr Ebert has been determined using the 'face value' methodology, that is, by dividing an amount equivalent to 40% of Mr Ebert's current total fixed remuneration of $441,726 (excluding superannuation) by a share price of $0.1201 (being the 15 day VWAP to the day proceeding lodgement of the Financial Results for the year ended 30 June 2026) for the base Long term Incentive (LTI) award. Based on this formula, it is proposed that Mr Ebert be granted a total of 1,471,366 Performance Rights.

The Performance Rights will be granted at no cost to Mr Ebert and no amount is payable on vesting of the Performance Rights if the performance conditions are met. Each Performance Right entitles Mr Ebert to one fully paid ordinary share in the Company which, when issued, will rank equally with shares in the same class.

Performance Conditions

The performance conditions for the vesting of the Performance Rights are as follows, to be achieved

within a vesting period of 3 years from date of grant. The baseline share price on which the vesting conditions for the Performance Rights are assessed is $0.1201.

- 1,471,366 Performance Rights: Achievement of a Total Shareholder Return (TSR) Compound Annual Growth Rate (CAGR) of 20%;

At the Board's discretion vesting may occur at the time of achievement of each performance condition within the 3-year performance period.

Details of Prior Grants

Since the PROP was originally disclosed to the market at the time of Initial ASX Listing of the Company effective from 20 April 2020, and re-approved by Shareholders at the Annual General Meeting of the Company held on 23 November 2022 and 3 November 2025,

Mr Sean Ebert has been issued 2,285,714 Performance Rights under the PROP as approved by shareholders at the 2023 Annual General Meeting, 1,025,000 Performance Rights under the PROP as approved by shareholders at the 2024 Annual General Meeting and 575,929 Performance Rights under the PROP as approved by shareholders at the 2025 Annual General Meeting.

Mr Sean Ebert has been issued 6,000,000 options under the PROP as approved by shareholders at the 2023, 2024 and 2025 Annual General Meeting.

Other Material Terms

Unvested Performance Rights do not entitle the holder to any voting rights, or legal or beneficial interest in the Company's shares. Unvested Performance Rights will not be transferrable or quoted on ASX and do not confer: any entitlement to a dividend, any right to a return of capital, any right to participate in the surplus profits or assets of the Company upon a winding up, or any right to participate in new issues of securities.

If this grant is approved, some or all of the Performance Rights granted to Mr Ebert may vest, lapse or remain on foot on cessation of employment, subject to the Board's discretion. Under the PROP, the Board also has discretion to vest or lapse the Managing Director/CEO's Performance Rights in defined change of control circumstances such as a bona fide unconditional takeover bid where the bidder has acquired at least 50.1% of the Company's issued shares, or a court-approved scheme of arrangement.

The PROP rules also give the Company the discretion to lapse unvested Performance Rights, and claw back vested shares in certain circumstances (such as dishonesty, fraud or breach of material obligations).

If the grant is approved, the details of any securities issued under the PROP will be published in the annual report of the entity relating to the period in which they were issued, along with a statement that approval for the issue was obtained under listing rule 10.14.

Any additional persons covered by listing rule 10.14 who became entitled to participate in an issue of securities under the PROP after the resolution is approved and who were not named in the notice of meeting will not participate until approval is obtained under that rule.

Other Information Required by the ASX Listing Rules

If resolution 7 is passed, the Performance Rights will be issued and in accordance with ASX Listing Rule 10.14 the Performance Rights will not use any of the Company's 15% placement capacity. If resolution 7 is not passed, the Board will not be able to issue Performance Rights and may consider other forms of remuneration for the Managing Director's Long-term Incentive and re-negotiation of these remuneration arrangements may require additional cash payments.

The Performance Rights will form the Long-term Incentive component of Mr Ebert's remuneration. The Performance Rights will be granted for nil cash payment, no loan is involved and there will be no amount payable on vesting and exercise. The Board believes the Performance Rights provide an appropriate and meaningful form of Long-term Incentive remuneration that aligns with shareholder interests but does not provide the Managing Director/CEO with the full benefits of share ownership (including voting rights) unless and until the Performance Rights vest.

On 13 September 2023, 1,664,285 Performance Rights were issued under the PROP to existing employees.

On 5 December 2023 2,285,714 Performance rights were issued to Mr Sean Ebert as approved by Shareholders at the 2023 AGM.

On 5 December 2023 2,685,394 Performance rights were issued to employees as approved by Shareholders at the 2023 AGM.

On 13 December 2024 1,025,000 Performance rights were issued to Mr Sean Ebert as approved by Shareholders at the 2024 AGM.

On 20 November 2025, 575,929 Performance rights were issued to Mr Sean Ebert as approved by Shareholders at the 2025 AGM.

Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast as a proxy on resolution 7 by:

- a member of the Company's KMP at the date of the AGM; or
- a Closely Related Party of such a member.

However, a person described above may cast a vote on Resolution 7 as a proxy if the vote is not cast on behalf of a person described above and either:

- the person is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- the person is the chair of the meeting and the appointment of the chair as proxy:
  - does not specify the way the proxy is to vote on the resolution; and
  - expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Company's KMP.

The Company will disregard any votes cast in favour of resolution 7 by or on behalf of:

- Mr Sean Ebert and any other person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is

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eligible to participate in the PROP, namely any Director of the Company; or
- an associate of those persons.

However, this does not apply to a vote cast in favour of a resolution by:
- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- 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.

Recommendation

The Board (with Mr Ebert abstaining) recommends that shareholders vote **IN FAVOUR** of approving the grant of Performance Rights to Mr Ebert.

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NOTES RELATING TO VOTING

1. ENTITLEMENT TIME

Pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth), the Board has determined that a person's entitlement to attend and vote at the Annual General Meeting (AGM) will be taken to be the entitlement of that person shown in the Register of Members at 7:00pm AEDT on 3 November 2026.

2. VOTING EXCLUSIONS

Please refer to the Explanatory Memorandum for voting exclusion statements for items 2, 3, 4, 5, 6 and 7.

3. VOTING ENTITLEMENT ON A POLL

On a poll, every shareholder has one vote for every fully paid ordinary share held.

4. APPOINTING A PROXY

All shareholders who are entitled to attend and vote at the meeting have the right to appoint a proxy to attend and vote for them. The proxy does not have to be a shareholder of the Company and can be an individual or a body corporate.

The following information is relevant if you wish to appoint a proxy to vote on your behalf on resolutions at the AGM.

The Chairman of the AGM acting as proxy

You may appoint the Chairman of the AGM as your proxy. In addition, the Chairman of the meeting is deemed to be appointed where a signed proxy form is returned which does not contain the name of the proxy or where the person appointed on the form is absent.

If a shareholder directs the Chairman how to vote on an item of business, the Chairman must vote in accordance with the direction.

For proxies without voting instructions that are exercisable by the Chairman, the Chairman intends to vote all available proxies in favour of all resolutions.

In relation to resolution 2, 3, 4, 5, 6 and 7, which are remuneration-related resolutions, if the Chairman of the meeting is appointed as your proxy and you have not directed your proxy how to vote on this resolution, please note that by completing and returning the proxy form accompanying this Notice of Meeting you will be expressly authorising the Chairman of the meeting to exercise your undirected proxy on these resolutions even though they are connected with the remuneration of the Company's KMP.

Directing your proxy how to vote

If you wish to indicate how your proxy should vote, please mark the appropriate boxes on the proxy form.

If you do not mark a voting instructions box in respect of a resolution, your proxy can vote as he or she decides, subject to any voting exclusions that apply to the proxy.

Appointing two proxies

A shareholder entitled to attend and vote is entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, you must specify the percentage of votes or number of securities for each proxy otherwise each proxy may exercise half of the votes. To appoint a second proxy, you must follow the instructions on the proxy form. Where more than one proxy is appointed that specify different ways to vote on the resolution, and both attend the meeting, neither proxy is entitled to vote on a show of hands.

Completing the proxy form

A proxy form must be signed by the shareholder or his/her attorney or, in the case of a corporation, be executed in accordance with section 127 of the Corporations Act or signed by an authorised officer or attorney. If the proxy form is signed by an attorney or by the authorised officer of a corporation, the power of attorney or other authority (or a notarially certified copy) must accompany the form unless it has been provided to the Company previously. If the proxy form is sent electronically or by fax, any accompanying power of attorney or other authority must be certified.

Lodgement of proxy forms

Proxy forms must be received by the Company by 11:00am ACDT on 3 November 2026. You may lodge your proxy form:

- Online at www.investorvote.com.au
- By fax to: 1800 783 447 (within Australia) or
  +61 3 9473 2555 (outside Australia)
- By post to: GPO Box 242, Melbourne VIC 3001

For Intermediary Online subscribers only (Custodians) please visit www.intermediaryonline.com to submit your voting intentions.

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5. APPOINTING AN ATTORNEY TO VOTE ON YOUR BEHALF

Where a shareholder appoints an attorney to act on his/her behalf at the meeting, such appointment must be made by a duly executed power of attorney. The power of attorney must be received by the Company (at Computershare) by post as set out in section 4 above, by the time referred to in section 4 above.

6. APPOINTING A CORPORATE REPRESENTATIVE

Where a shareholder or proxy is a corporation and appoints an individual as its representative to attend and vote at the meeting, appropriate evidence of the appointment, including any authority under which the appointment is signed, must be provided, unless it has been provided to the Company (at Computershare) previously.

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ANNEXURE A: Key terms of the Performance Rights and Options Plan (PROP)

Eligibility	Employees, contractors or directors who are declared by the Board to be eligible to receive grants of Options or Performance Rights (Awards) under the PROP **(Eligible Participants).**
Offer	The Board may, from time to time, in its absolute discretion, make a written offer to any Eligible Participant to apply for Awards, upon the terms set out in the Incentive Plan and upon such additional terms and conditions as the Board determines.
Incentive Plan Limit	The Company must have reasonable grounds to believe, when making an offer, that the number of Shares to be received on exercise of Awards offered under an offer, when aggregated with the number of Shares issued or that may be issued as a result of offers made in reliance on the Class Order at any time during the previous 3 year period under an employee incentive scheme covered by the Class Order or an ASIC exempt arrangement of a similar kind to an employee incentive scheme, will not exceed 5% of the total number of Shares on issue at the date of the offer.
Issue Price	Performance Rights will be issued for nil cash consideration. Unless the Options are quoted on the ASX, Options issued under the PROP will be issued for no more than nominal cash consideration.
Vesting Conditions	An Award may be made subject to vesting conditions as determined by the Board in its discretion and as specified in the offer for the Awards (Vesting Conditions).
Vesting	The Board may in its absolute discretion resolve to waive any of the Vesting Conditions applying to Awards due to special circumstances including: • ceasing to be an Eligible Participant due to death or total or permanent disability, severe financial hardship, or retirement or redundancy; • change of control or winding up of the Company.
Lapse of an Award	An Award will lapse upon the earlier to occur of: • an unauthorised dealing, or hedging of, the Award occurring; • a Vesting Condition in relation to the Award is not satisfied by its due date, or becomes incapable of satisfaction, as determined by the Board in its absolute discretion, unless the Board exercises its discretion to vest the Award or to allow the unvested Awards to remain unvested after the Relevant Person ceases to be an Eligible Participant; • in respect of unvested Awards only, a Relevant Person ceases to be an Eligible Participant, unless the Board exercises its discretion to vest the Award in special circumstances or the Board resolves, in its absolute discretion, to allow the unvested Awards to remain unvested after the Relevant Person ceases to be an Eligible Participant; • in respect of vested Awards only, a Relevant Person ceases to be an Eligible Participant and the Award granted in respect of that Relevant Person is not exercised within a one (1) month period (or such later date as the Board determines) of the date that person ceases to be an Eligible Participant; • the Board deems that an Award lapses due to fraud, dishonesty or other improper behaviour of the Eligible Participant; ▪ the Company undergoes a change of control or a winding up resolution or order is made and the Board does not exercise its discretion to vest the Award; and ▪ the expiry date of the Award.
Not transferable	Subject to the ASX Listing Rules, Awards are only transferrable in special circumstances with the prior written consent of the Board (which may be withheld in its absolute discretion) or by force of law upon death, to the Participant's legal personal representative or upon bankruptcy to the participant's trustee in bankruptcy.
Shares	Shares resulting from the exercise of the Awards shall, subject to any Sale Restrictions from the date of issue, rank on equal terms with all other Shares on issue.
Sale Restriction	The Board may, in its discretion, determine at any time up until exercise of Awards, that a restriction period will apply to some or all of the Shares issued to a Participant on exercise of those Awards. In addition, the Board may, in its sole discretion, having regard to the circumstances at the time, waive any such Restriction Period.
Quotation of Shares	If Shares of the same class as those issued under the PROP are quoted on the ASX, the Company will, subject to the ASX Listing Rules, apply to the ASX for those Shares to be quoted on ASX.
No Participation Rights	There are no participation rights or entitlements inherent in the Awards and Participants will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Awards without exercising the Award.
Reorganisation	If the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a Participant are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reorganisation.
Amendments	Subject to express restrictions set out in the PROP and complying with the Corporations Act, ASX Listing Rules and any other applicable law, the Board may, at any time, by resolution amend or add to all or any of the provisions of the PROP, or the terms or conditions of any Award granted under the PROP including giving any amendment retrospective effect.

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AML3D

AML3D LIMITED
ABN 55 602 857 983

AL3

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

Need assistance?

Phone:
1300 556 161 (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 **11:00am (ACDT) on Tuesday, 3 November 2026.**

Proxy Form

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.

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".

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.

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SAMPLE

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 AML3D 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 AML3D Limited to be held at KPMG, Level 7, 151 Pirie Street, Adelaide, SA 5000 on Thursday, 5 November 2026 at 11:00am (ACDT) 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), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 2, 3, 4, 5, 6 and 7 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 2, 3, 4, 5, 6 and 7 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 Resolutions 2, 3, 4, 5, 6 and 7 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
Resolution 1	Re-Election of Peter Siebels as a Director	☐	☐	☐
Resolution 2	Remuneration Report	☐	☐	☐
Resolution 3	Grant of Options to Director, Mr Noel Cornish	☐	☐	☐
Resolution 4	Grant of Options to Director, Mr Andrew Sales	☐	☐	☐
Resolution 5	Grant of Options to Director, Mr Sean Ebert	☐	☐	☐
Resolution 6	Grant of Options to Director, Mr Peter Siebels	☐	☐	☐
Resolution 7	Grant of Performance Rights to Managing Director, Mr Sean Ebert	☐	☐	☐

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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