SENETAS CORPORATION LIMITED

ACN 006 067 607

Registered Office: 312 Kings Way, South Melbourne, Victoria, 3205

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General Meeting of shareholders of Senetas Corporation Limited (**Company**) will be held on Friday, 13 November 2026 at 9:30 am (Melbourne time).

The Annual General Meeting will be a virtual meeting, which will be conducted online. The online meeting will allow shareholders to view and listen to the meeting presentation, vote and submit questions in real-time. Please refer to the attached guide to participate in the online meeting which provides details on how to attend, vote your shares and submit questions during the Annual General Meeting.

Business

1 Financial Reports and Statements

To receive and consider the financial report of the Company and the consolidated financial statements of the Company and the Company's controlled entities and reports of the directors and of the Company's auditor for the year ended 30 June 2026.

2 Re-election of Directors

To consider and, if thought fit, to pass the following resolutions each as a separate ordinary resolution:

a. "That Mr Chris Fedde, who retires in accordance with rule 7.1(g) of the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company"

b. "That Mr Philip Schofield, who retires in accordance with rule 7.1(g) of the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company."

3 Remuneration Report

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

"That the Remuneration Report of the Company 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.

Voting Exclusion

The Company will disregard any votes cast on Item 3:

- *in any capacity by or on behalf of a member of the key management personnel (**KMP**) whose remuneration details are included in the Remuneration Report for the year ended 30 June 2026 or a closely related party of those KMP; or*
- *by a proxy if that proxy is a member of the KMP at the date of the meeting or a closely related party of those KMP,*

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

- *in accordance with a direction on the proxy form; or*
- *by a person chairing the meeting pursuant to an express authorisation on the proxy form to exercise the proxy as they see fit, even though Item 3 is connected directly or indirectly with the remuneration of a member of the KMP.*

4 Approval of Employee Share Ownership Plan

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

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"That the issue of securities under the Senetas Employee Share Ownership Plan, as described in the Explanatory Memorandum, be approved for the purpose exception 13 in rule 7.2 of the ASX Listing Rules as an exception to rules 7.1 and 7.1A of the ASX Listing Rules, and for all other purposes."

Voting Exclusion

The Company will disregard any votes cast in favour of Item 4 by or on behalf of:

- *a person who is eligible to participate in the employee share ownership plan; or*
- *an associate of that person or those persons.*

However, this does not apply to a vote cast in favour of Item 4 by:

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the 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.*

5 Grant of Options to the Managing Director and Chief Executive Officer

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

"That the acquisition by the Managing Director and Chief Executive Officer, Mr Andrew Wilson, or his nominee of up to 60,000 options to be issued pursuant to the Senetas Employee Share Ownership Plan, on the terms set out in the Explanatory Memorandum, be approved for the purposes of rule 10.14 of the ASX Listing Rules, and for all other purposes."

Note: If approval is given under rule 10.14 of the ASX Listing Rules, approval is not required under rule 7.1 of the ASX Listing Rules.

Voting Exclusion

The Company will disregard any votes cast in favour of Item 5 by or on behalf of:

- *a person referred to in rule 10.14.1, 10.14.2, or 10.14.3 of the ASX listing rules who is eligible to participate in the employee share ownership plan; or*
- *an associate of that person or those persons.*

However, this does not apply to a vote cast in favour of Item 5 by:

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the 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*

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- *the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.*

A vote on this resolution must not be cast (in any capacity) by or on behalf of Mr Wilson or any of his associates. However, this prohibition does not prevent the casting of a vote if:

- *it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on this resolution; and*
- *it is not cast on behalf of Mr Wilson or an associate of Mr Wilson.*

Further, a person appointed as a proxy must not vote, on the basis of that appointment, on this resolution if:

- *the proxy is either:*
  - *a member of the KMP; or*
  - *a closely related party of a member of the KMP; and*
- *the appointment does not specify the way the proxy is to vote on the resolution.*

However, the above prohibition does not apply if:

- *the proxy is the chair of the meeting; and*
- *the appointment expressly authorises the chair of the meeting to exercise the proxy even though the resolution is connected directly or indirectly with the remuneration of a member of the KMP.*

6 Approval of Managing Director and CEO's early vesting benefits under long term incentive

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

"That the giving of benefits to the Managing Director and CEO of the Company, Mr Andrew Wilson, or his nominee in connection with him ceasing to be employed by the Company or a related body corporate, in accordance with the terms of the Senetas Employee Share Ownership Plan, which are summarised in the Explanatory Memorandum, be approved for the purposes of sections 200B and 200E of the Corporations Act, and for all other purposes."

Voting Exclusion

The Company will disregard any votes cast in favour of Item 6 by or on behalf of:

- *Mr Wilson (or his nominee to which any Options are to be issued), or an associate of that person or those persons; or*
- *by a person appointed as a proxy if the person is either a member of the KMP, or a closely related party of a member of the KMP, and the appointment does not specify the way the proxy is to vote on the resolution.*

However, this does not apply to a vote cast in favour of Item 6 by:

- *a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or*
- *the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with the direction on the proxy form to vote as the proxy decides (and the appointment expressly authorises the chair to vote in accordance with a direction on the proxy form to vote as the proxy decides, even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP).*

Special Resolution

7 Approval of 10% Placement Facility

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

"That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, the Company having the additional capacity to issue equity securities of up to 10% of the issued capital of the Company, calculated in accordance with the formula

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prescribed in ASX Listing Rule 7.1A over a 12 month period from the date of the Annual General Meeting, at a price not less than that determined pursuant to Listing Rule 7.1A.3, be approved on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

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

- *if, at the time the approval is sought the Company is proposing to make an issue of equity securities under rule 7.1A.2, any person who is expected to participate in, or will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or*
- *an associate that person or those persons.*

However, this does not apply to a vote cast in favour of Item 7 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.*

Note: *As at the date of this Notice of Meeting there is no proposed issue of equity securities, and accordingly it is not known who may participate in any proposed issue. On that basis, no shareholders are currently excluded.*

The Explanatory Memorandum and accompanying Notes attached to this Notice are incorporated into, and form part of, this Notice.

Dated this 12 October 2026

By order of the Board

Brendan Case
Company Secretary

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Notes

(1) Pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that, for the purposes of this Meeting, all ordinary shares in the Company shall be taken to be held by the persons who hold ordinary shares as registered shareholders at 7:00 pm (Melbourne time) on Wednesday, 11 November 2026 (**Effective Time**).

(2) All holders of ordinary shares in the Company as at the Effective Time are entitled to attend and vote at this Meeting and may appoint an individual or a body corporate as proxy to attend at this Meeting and vote on behalf of the shareholder (provided a valid proxy form is received by the Company by the time specified in paragraph (11) below). Share transfers registered after the Effective Time will be disregarded in determining entitlements to attend and vote online at the Meeting. Shareholders who are unable to attend the Meeting are encouraged to appoint a proxy to attend and vote on their behalf.

(3) A proxy need not be a shareholder of the Company.

(4) The proxy form personalised and sent to you in connection with this Notice should be used for this Meeting.

(5) Each shareholder who is entitled to cast 2 or more votes at this Meeting may appoint 2 proxies and may specify the proportion or number of votes that each proxy is entitled to exercise. If a shareholder does not specify the proportion or number of that shareholder's votes each proxy may exercise, each proxy will be entitled to exercise half the votes. An additional proxy form will be supplied by the Company's share registry on request. As all voting will be on a poll, if you appoint 2 proxies and both proxies attend the Meeting, each proxy will be entitled to exercise half the votes when voting on a poll. If you appoint a single proxy that proxy will be entitled to exercise all the votes.

(6) If your proxy chooses to vote, your proxy must vote in accordance with your directions. If you do not mark a box, your proxy may vote as they choose on that item (subject to any voting restrictions that apply to your proxy). However, members of the KMP (except for the person chairing the Meeting) and their closely related parties are not permitted to vote your proxy vote on Items 3, 5, or 6, unless you have directed them how to vote. If you intend to appoint such a person as your proxy, please ensure you direct them how to vote on Items 3, 5, or 6.

(7) You may appoint the Chairman of the Meeting as your proxy. In addition, the Chairman of the Meeting is deemed to be appointed as your proxy where a signed proxy form is returned which does not contain the name of the proxy or where your proxy does not attend the Meeting, or where the person appointed on the form has been directed to vote but either does not attend the Meeting or does not vote on a poll on the resolution. If the Chairman of the Meeting is your proxy (or becomes your proxy by default), by completing and returning the proxy form you will be taken to have expressly authorised the Chairman to exercise your proxy in relation to Items 3, 5, or 6 even though the resolutions are connected directly or indirectly with the remuneration of a member of KMP. The Chairman of the Meeting intends to vote all available proxies in favour of each item of business.

(8) In the case of an individual shareholder, a proxy must be signed by the individual or their attorney duly authorised in writing. In the case of a body corporate which is a shareholder, a proxy must be executed by the body corporate in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**) and the body corporate's constitution, or signed by a duly authorised officer/s, agent/s or attorney/s.

(9) If a shareholder is a body corporate or appoints a body corporate as a proxy, that body corporate will need to ensure that it:

a. appoints an individual as its corporate representative to exercise its powers at the Meeting, in accordance with section 250D of the Corporations Act; and

b. provides satisfactory evidence of the appointment of its corporate representative prior to the start of the Meeting (or adjourned or postponed Meeting) in the manner specified in paragraph (11). If such evidence is not received, then the body corporate (through its representative) will not be permitted to act.

(10) If a shareholder appoints an attorney to act on the shareholder's behalf, the instrument appointing the attorney and the authority under which the instrument is signed or a certified copy of it must be received by the Company as specified in paragraph (11).

(11) To be effective, proxies and powers of attorneys granted by shareholders must be received by the Company by 9:30 am (Melbourne time) on Wednesday 11 November 2026 at the Company's share registry – Computershare Investor Services Pty Limited, in one of the following ways;

a. by post – GPO BOX 242, Melbourne, Victoria, 3001;

b. online – www.investorvote.com.au; or

c. for Intermediary Online subscribers only (custodians) – www.intermediaryonline.com.

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Participation in the Online Meeting

Shareholders will be able to submit questions in relation to the business of the Meeting, and vote on the resolutions in real time during the Meeting via the Computershare Online Meeting Platform.

Shareholders participating in the Meeting using the Computershare Online Meeting Platform will be able to vote between the commencement of the Meeting and the closure of voting as announced by the Chairman during the Meeting.

By participating in the Meeting online you will be able to:

- hear the presentation and view Meeting slides;
- submit questions and make comments at the appropriate time whilst the Meeting is in progress; and
- vote during the Meeting.

Instructions on how to log on to ask questions during the Meeting are outlined below. Please note, only shareholders may submit questions online and only once they have been verified. It may not be possible to respond to all questions raised during the Meeting. Shareholders are therefore encouraged to lodge questions prior to the AGM, as outlined below.

If you choose to participate in the AGM online, you will need a computer or mobile/tablet device with internet access.

To participate in the Meeting, you can log in by entering the following URL https://meetnow.global/M96WJA5 on your computer, tablet or smartphone.

To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready. Proxyholders will need to contact the Company's share registrar prior to the Meeting to obtain their login details.

To participate in the Meeting online follow the instructions below.

1. Click on 'Join Meeting Now'.
2. Enter your SRN/HIN. Proxyholders will need to contact the Company's share Registrar, Computershare, y on +61 3 9415 4024 prior to the AGM to obtain their login details.
3. Enter your postcode registered to your holding if you are an Australian securityholder. If you are an overseas securityholder select the country of your registered holding from the drop-down list.
4. Accept the terms and conditions and click 'Continue'.

If you choose to participate in the Meeting online, registration will open at 8:30am (Melbourne time) on Friday 13 November 2026.

All resolutions will be by poll

The Chairman intends to call a poll on each of the resolutions set out in the Notice of Meeting.

Technical difficulties and recommendation to participate early

Technical difficulties may arise during the course of the AGM. The Chairman has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising his discretion, the Chairman will have regard to the number of shareholders impacted and the extent to which participation in the business of the Meeting is affected.

Where he considers it appropriate, the Chairman may continue to hold the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, shareholders are encouraged to:

- vote by lodging a proxy by 9:30am (Melbourne time) on Wednesday 11 November 2026 even if they plan to attend online; and
- lodge questions for the Board or the Company's auditor prior to the AGM.

EXPLANATORY MEMORANDUM

Business

ITEM 1 - FINANCIAL REPORTS AND STATEMENTS

The *Corporations Act 2001* (Cth) (**Corporations Act**) requires:

- the reports of the directors and auditor; and
- the annual financial report, including the consolidated financial statements of the Company and its controlled entities;

for the year ended 30 June 2026 to be laid before the annual general meeting.

The Corporations Act does not require a vote of shareholders on the reports or statements. However, the shareholders as a whole will be given a reasonable opportunity to raise questions or comments on the management of the Company.

Copies of the full financial report can be accessed on the Company's website:

http://www.senetas.com/investor/annual-reports/

A reasonable opportunity will also be given to shareholders as a whole at the Meeting to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit. Members may submit written questions for the auditor that are relevant to the content of the auditor's report or the conduct of the audit prior to the Meeting. These must be submitted no later than **5:00 pm (Melbourne time) on Friday, 6 November 2026** and should be emailed to brendan@casegovernance.com.au or mailed to Mr Brendan Case, Company Secretary, Senetas Corporation Limited, 312 Kings Way, South Melbourne, Victoria, 3205 so that they are received by this date.

ITEM 2 – RE-ELECTION OF DIRECTORS

(a) Election of Mr Chris Fedde to the Board

Mr Chris Fedde was appointed as an independent non-executive director of Senetas on 17 November 2025. In accordance with ASX Listing Rule 14.4 and rule 7.1(g) of the Company's constitution, Mr Fedde retires at this Meeting and offers himself for election. Mr Fedde is a member of both the Audit and Risk Committee and the Nomination and Remuneration Committee.

Previously, Mr Fedde:

- founded and served as president of Hexis Cyber Solutions, Inc. (**Hexis**). Hexis developed a ground-breaking cybersecurity product that protects enterprises through automated detection and response. Hexis was sold to a security company owned by Silicon Valley investors, two and a half years after its inception; and
- was CEO of Bandura Cyber, Inc. (**Bandura**), where he joined the company's founder to lead the fast-growing cybersecurity company in the new and powerful cyber protection market of Threat Intelligence Gateways, while undertaking two institutional capital raises.

Prior to his experience at Bandura and Hexis, Mr Fedde was president and Chief Executive Officer of SafeNet, Inc. (**SafeNet**), a global leader in data protection. During his tenure at SafeNet, Mr Fedde spearheaded the company's significant expansion. His achievements include establishing a strong security presence in the U.S. Government defence and intelligence communities, and growing SafeNet's influence across the global security sector. He led SafeNet to more than $450 million in revenue before the company was sold to Gemalto in 2014.

Mr Fedde serves on the boards of cybersecurity companies and non-profits as well as advisory boards. He was also the chairman of Votiro Cybersec Global (**Votiro**), a growth stage company founded in Tel Aviv and headquartered in Austin, Tx, until the Votiro business was sold to Menlo Security in 2025. He is the current chairman of VGM Aust Holdings Pty Ltd (**VGM**), the former holding company of Votiro. VGM is a partly owned subsidiary of Senetas.

Mr Fedde is considered by the Board to be an independent director.

Board recommendation and Chairman's voting intention for Item 2(a)

The Board (with Mr Fedde abstaining) unanimously recommends that shareholders vote in favour of this item of business.

The Chairman intends to vote all available proxies **in favour** of this item of business.

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(b) Re-election of Mr Philip Schofield to the Board

Mr Philip Schofield was appointed as a non-executive director of Senetas on 13 December 2017. In accordance with ASX Listing Rule 14.4 and rule 7.1(g) of the Company's constitution, Mr Schofield retires at this meeting and offers himself for re-election.

Appointed to the Senetas board in December 2017, Mr Schofield brings 40 years of international experience in banking and finance, including senior roles at Goldman Sachs, Citi Group and Canaccord Genuity across London, New York, Melbourne and Sydney.

In 2024 Mr Schofield was appointed Director of Corporate Finance at Bell Potter, specialising in equity capital advisory for ASX-listed companies. He holds a Bachelor of Economics from Monash University.

Mr Schofield is not considered to be an independent director as he has family connections with Mr Phil Cohen, the controller of Madison Park LLC, Senetas' largest shareholder.

Board recommendation and Chairman's voting intention for Item 2(b)

The Board (with Mr Schofield abstaining) unanimously recommends that shareholders vote in favour of this item of business.

The Chairman intends to vote all available proxies **in favour** of this item of business.

ITEM 3 – REMUNERATION REPORT

The directors submit the Company's Remuneration Report to shareholders for consideration and adoption by way of a non-binding ordinary resolution. Details of the Company's Remuneration Report are contained in the Directors' Report for the year ended 30 June 2026 on pages 11-18 of the Company's Annual Report.

A reasonable opportunity will be provided for shareholders to ask questions about and make comments on the Remuneration Report at the Meeting.

The vote on Item 3 is advisory only and does not bind the directors or the Company. Nevertheless the outcome of the vote and discussion at the Meeting will be taken into consideration by the directors when considering the remuneration arrangements of the Company.

Board recommendation and Chairman's voting intention for Item 3

The Board unanimously recommends that shareholders vote in favour of this item of business.

The Chairman of the Meeting intends to vote all available proxies **in favour** of this item of business.

Voting exclusion for Item 3

A voting exclusion applies to this item as set out on page 1 of this Notice of Meeting.

ITEM 4 - APPROVAL OF ISSUE OF SECURITIES UNDER SENETAS EMPLOYEE SHARE OWNERSHIP PLAN

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Why is approval being sought?

Rule 7.1 of the ASX Listing Rules limits the issue of shares by a company without shareholder approval to 15% in a 12 month period. This limit may be increased for companies not included in the S&P/ASX300 Index and with a market capitalisation of no more than $300 million, by an additional 10% for a 12 month period, if shareholder approval is obtained for the increased capacity at the start of the period. However, shares issued under an exception in rule 7.2 of the ASX Listing Rules do not use up the company's available capacity under rules 7.1 and 7.1A.

Exception 13 in rule 7.2 applies to an issue of securities under an employee incentive scheme where not more than 3 years beforehand shareholders approved the issue of securities under the scheme. Accordingly, if the Company's shareholders approve the issue of securities under the Senetas Employee Share Ownership Plan, the Company will be able to issue securities under the plan over the following 3 years without using up the Company's available capacity under rule 7.1 (or rule 7.1A, if applicable).

If Item 4 is not approved, then the Company will not be able to issue securities under the Senetas Employee Share Ownership Plan without using up the Company's available capacity under rule 7.1 (or rule 7.1A, if applicable). Accordingly any issue of securities under the Plan would use up placement capacity that could otherwise be used for capital raisign activities if required.

The issue of securities under the Senetas Employee Share Ownership Plan was previously approved by Company shareholders at the 2023 AGM, hence the Company is required to refresh this approval at the 2026 AGM in order to continue to take advantage of exception 13 in rule 7.2 of the ASX Listing Rules.

Summary of the terms of the Plan

The Company's Plan was established by the directors of the Company to facilitate the acquisition of shares in the Company by personnel employed or otherwise engaged by, or holding a position or office in, the Company or a related body corporate.

The objectives of the Plan are:

(a) to motivate and retain Company personnel;

(b) to attract quality personnel to the Company;

(c) to create a commonality of purpose between the Company's personnel and the Company; and

(d) to add wealth for all shareholders of the Company through the motivation of the Company's personnel.

The directors of the Company may also impose a requirement that securities acquired under the Plan may be bought back by the Company or cancelled on such terms as the directors may determine, and may impose restrictions on dealing in securities acquired under the Plan (e.g. prohibiting them being sold or transferred for a period of time), and may amend the terms of the Plan (subject to the Corporations Act and ASX Listing Rules), or suspend or terminate it at any time.

Term	Summary
Eligible participants	Each of the following is an 'Eligible Person' under the Plan and is eligible to participate: (a) an employee of the Company or a subsidiary of the Company; (b) a director of the Company or a subsidiary of the Company who holds a salaried employment or office in the Company or subsidiary; (c) a contractor engaged by the Company or a subsidiary of the Company **provided that:** (i) the board of directors of the Company determines that the contractor, or a person who holds an office or provides services of the kind held or provided by the contractor, is eligible to participate in the Plan; and (ii) the contractor's participation would not cause the Plan to cease to be an employee share scheme under the *Income Tax Assessment Act 1997* (Cth) (e.g. because section 83A-325 of the *Income Tax Assessment Act 1998* (Cth) would not apply division 83A of part 2-40 to the contractor as if the contractor were employed by the Company or a subsidiary of the Company.
Participation	Participation in the Plan is only by invitation authorised by the board of directors of the Company.

Term	Summary
Number and type of securities that may be granted	The Company may issue ordinary shares and/or options to acquire ordinary shares under the Plan, including an interest in ordinary shares or options, whether legal or equitable, or a right to acquire or which may convert to ordinary shares or options.
Terms of issue of shares	Price: Securities may be offered for acquisition and acquired by or for the benefit of a person under the Plan for no consideration or at such price or for such other consideration to be paid or otherwise provided at such times and on such terms as the board of directors of the Company may determine at or before the time of acquisition of the securities. For example, the board may allow any consideration to be provided by way of salary sacrifice or sacrifice of cash bonuses or other equivalent entitlements or in return for a reduction in salary or wages or as part of the person's remuneration package. Finance: The Company may offer or provide a loan or other form of financial accommodation to fund payment of all or any of the consideration payable for the securities or, in the case of options, all or any of the exercise price payable to exercise the options, on such terms as the board of directors may determine in accordance with the Plan. Voting: Shares issues under the Plan have the same rights as ordinary shareholders in the Company's capital. Dividends: All shares issued under the Plan shall rank for dividends from their date of allotment in the same manner as ordinary shares in the Company's capital. Participation in further issues: Holders of shares issued under the Plan are entitled to participate in issues of shares, options and other securities on the same basis as are offered to all other holders of ordinary shares. Quotation: If the shares are granted official quotation by the ASX, the Company must apply for official quotation by ASX of all shares issued under the Plan as soon as reasonably practicable after their issue, but in any case within the time limit prescribed by the ASX Listing Rules, Unless the quotation of any ordinary shares under the Plan is not required under the ASX Listing Rules. Sale or forfeiture restriction: The board of directors of the Company may impose restrictions and conditions on the offer of shares under the Plan at or before the time of acquisition.
Terms of issue of options	Issue price: Determined by the board of directors of the Company at or before the time of issue of the options. Exercise price: Determined by the board of directors of the Company at or before the time of issue of the options. Expiry: Determined by the board of directors of the Company at or before the time of issue of the options. Transfer: Determined by the board of directors of the Company at or before the time of issue of the options. Dividends: Shares issued pursuant to the exercise of options will rank for dividend from the date they are issued and will otherwise rank pari passu with all other fully paid ordinary shares then on issue.

Additionally:

- an option holder may be entitled to have the number of options, the exercise of the options and/or the number of shares underlying the options varied in the event of a bonus issue, rights offer or reconstruction of the shares of the Company, in accordance with the ASX Listing Rules;
- the Company is not required to issue any shares following an exercise of options unless the Company can be satisfied that an offer of those shares for sale within 12 months after their issue will not need disclosure to investors under part 6D.2 of the Corporations Act; and
- subject to the Corporations Act and the ASX Listing Rules, no options may be disposed of (e.g. by sale or transfer) until any vesting conditions have been satisfied, and no options may be transferred except in circumstances (if any) permitted by the Company.

A copy of the Plan is available on the Company's website at www.senetas.com/corporate/corporate-governance/

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Securities issued under the Plan

As at 2 October 2026, the Company had issued 240,000 securities (adjusted after taking into account the share consolidation approved by shareholders at the 2025 AGM) under the Plan approved by shareholders on 30 November 2023.

Maximum number of equity securities proposed to be issued under the Plan following approval

The maximum number of equity securities proposed to be issued under the Plan following its approval is 5% per cent of the Company's issued shares, which as at 2 October 2026 would be a maximum of 828,869 equity securities.

Board Recommendation and Chairman's voting intention for Item 4:

The Board unanimously recommends that shareholders vote **in favour** of the resolution in this item of business.

The Chairman of the Meeting intends to vote all available proxies **in favour** of the resolution in this item of business.

Voting Exclusion for Item 4

A voting exclusion applies to this item as set out in the Notice of Meeting.

ITEM 5 – GRANT OF OPTIONS TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

The Board (excluding Mr Andrew Wilson) has considered the overall remuneration of the Company's Managing Director and CEO, Mr Andrew Wilson, including short and long-term incentives, and accordingly seeks shareholder approval for the grant of 60,000 options (**Options**) to Mr Wilson pursuant to the Senetas Employee Share Ownership Plan 2023 (**Plan**). Each Option will allow Mr Wilson to acquire one fully paid ordinary share in the Company on the terms and conditions set out below.

The Options will be subject to a service condition and will only provide value to Mr Wilson if the Company's share price exceeds the exercise price at the end of the performance period. Therefore, the grant of Options supports the achievement of the Company's business strategy by linking Mr Wilson's rewards to improvements in the financial performance of the Company and aligning his interests with those of the Company's shareholders. The grant of Options is also a reward for Mr Wilson's performance over the recent financial year.

Subject to shareholder approval, the Options will be issued to Mr Wilson within 12 months of the approval by shareholders.

Prior to vesting and exercise of the Options, Mr Wilson will not be entitled to dividends or any voting or other entitlements in relation to unexercised Options.

Why is shareholder approval being sought?

ASX Listing Rule 10.14 provides that securities may not be acquired by a director of a Company under an employee incentive scheme without shareholder approval. Accordingly, since Mr Wilson is a director, shareholder approval is required for Mr Wilson to acquire the Options issued under the Plan.

If shareholder approval is granted the Options will be issued to Mr Wilson within 12 months of approval.

If approval is given under ASX Listing Rule 10.14, approval will not also be required under ASX Listing Rule 7.1.

If Item 5 is not approved, then Mr Wilson will not be granted the Options pursuant to the Plan, and the Company will need to consider whether an alternative incentive structure in the form of cash is appropriate.

Senetas is required by ASX Listing Rule 10.15 to provide shareholders with the information below:

Name of the person to whom options are being issued

Mr Andrew Wilson.

Category the person falls into in ASX Listing Rules 10.14.1-10.14.3 and why

Listing Rule 10.14.1 provides that the acquisition of securities by a director under an employee incentive scheme requires shareholder approval. Accordingly, as the Managing Director of the Company, Mr Wilson falls into this category.

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Number and class of securities proposed to be issued

60,000 Options, each exercisable over 1 ordinary share, on the terms set out below.

Details of Mr Wilson's remuneration package which came into effect on 1 September 2026 for the financial year ended 30 June 2027

Component	Amount
Salary(1)	$512,408
Short term incentives	$30,000
Superannuation	$32,500
Long service leave	$8,526
Other share based payments(2)	$138,577
Total	**$722,011**

(1) This salary excludes the $US36,000 (A$50,000) fees for serving as a non-executive director of VGM Aust Holdings Pty Ltd.

(2) Includes the value of the options subject to shareholder approval and calculated based on inputs as at 1 September 2026 and therefore this is subject to change following an independent valuation at grant date.

Number of securities previously issued to Mr Wilson under the Plan[1]

Mr Wilson has previously been issued 360,000 options and 375,000 Performance Rights, each over 1 ordinary share in the Company, the details of which are as follows:

No. of options or performance rights	Exercise price	Date issued
80,000 options	$2.60	11 December 2025
80,000 options	$2.50	8 January 2025
80,000 options	$1.40	11 December 2023
40,000 options	$5.70	22 December 2021
20,000 options	$7.40	17 December 2020
20,000 options	$9.30	12 December 2019
20,000 options	$12.00	21 December 2018
20,000 options	$10.00	20 November 2017
75,000 performance rights	-	9 November 2016
150,000 performance rights	-	21 November 2014
150,000 performance rights	-	15 November 2012

All options and performance rights were issued for no consideration as part of Mr Wilson's long term incentive.

[1] The number of options and performance rights has been adjusted to take into account the 100:1 share consolidation approved by shareholders at the Company's 2025 AGM which took place on 2 December 2025.

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No securities have been granted to any other director of the Company or any associate of a director under the Plan since the last shareholder approval relating to ASX Listing Rule 10.14 was received at the 2025 AGM.

Material terms of the Options

Each Option granted entitles Mr Wilson to one fully paid ordinary share in the Company, subject to vesting (on the satisfaction of the Performance Condition described below) and payment of the exercise price.

As the Options form part of Mr Wilson's remuneration, the Options will be granted at no cost to him.

Term	Detail
Vesting and performance conditions	The performance period will run for three years from 13 November 2026 to 13 November 2029 (**Performance Period**). 1/3 of the Options (20,000 Options) granted to Mr Wilson will vest on 13 November 2027 (after 12 months of continued service by Mr Wilson from 13 November 2026) (**Performance Condition 1**), 1/3 of the Options (20,000 Options) granted to Mr Wilson will vest on 13 November 2028 (after 24 months of continued service by Mr Wilson from 13 November 2026) (**Performance Condition 2**) and 1/3 of the Options (20,000 Options) granted to Mr Wilson will vest on 13 November 2028 (after 36 months of continued service by Mr Wilson from 13 November 2026) (**Performance Condition 3**). Accordingly, 100% of the Options will have vested after 36 months. Except in certain circumstances as set out below, the Options will only vest if the Performance Conditions have been satisfied. The exercise and vesting terms of the Options have been set by the Nomination and Remuneration Committee and the Board. Subject to the terms of grant and the circumstances as set out below, all unvested Options will lapse if the Performance Condition is not satisfied.
Expiry	Any unvested or unexercised Options will expire on the tenth anniversary of the date of issue.
Exercise Price	The exercise price of the Options upon vesting is set at the share price on the day of the 2026 AGM.
Cessation of employment	All unvested Options will lapse on cessation of employment where Mr Wilson is dismissed without notice, terminated for cause or if Mr Wilson resigns from the Company during the Performance Period, unless the Board determines otherwise. However, if Mr Wilson ceases to be employed in any other circumstance, including due to retirement, redundancy, death or total and permanent disablement, a pro-rata number of the unvested Options will not lapse but be treated as remaining on foot, based on the proportion of the relevant Performance Period that has elapsed, and remain subject to their original terms, as if Mr Wilson had not ceased employment. The remaining unvested Options will lapse. The Board retains discretion to vest or lapse some or all Options in all circumstances.
Change of control	At the discretion of the Board and subject to such terms and conditions as the Board may determine, all of the Options may vest in the event of a 'change of control' of the Company, or an announcement thereof, prior to the end of the Performance Period. For these purposes 'change of control' means where the Board determines that a third party is, or stands to become, entitled to not less than 50% of the ordinary shares in the Company, including by way of a takeover or placement, and also includes a scheme of arrangement.
Clawback	All Options will lapse, any shares allocated on vesting and exercise will be forfeited, or cash amounts will be required to be repaid in certain circumstances if the Board determines that Mr Wilson has acted fraudulently or dishonestly or is in serious breach of his duty to the Company or in the Board's reasonable opinion has brought the Company into disrepute.
Restrictions on dealing	The Options to be granted to Mr Wilson are conditional and non-transferable; they cannot be hedged, sold, transferred, mortgaged, charged or otherwise disposed of or dealt with prior to exercise. Mr Wilson will be free to deal with the shares allocated on exercise of the Options, subject to the requirements of the Company's Policy for Dealing in Securities.
Source of shares	The Company intends to issue new shares to Mr Wilson upon exercise of the Options.

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Term	Detail
Adjustment for bonus issues or rights issues	In the event of a bonus issue of securities to members of the Company, no adjustment will be made to the applicable Options nor to the number of shares underlying each Option. In the event of a rights issue of securities to members of the Company, there will be no adjustment to the number of shares underlying each Option.
Ability to participate in new issues	Prior to exercise of the Options, Mr Wilson will not be permitted to participate in new issues of securities in relation to those unexercised Options.
Reorganisation of capital	In the event of a reorganisation of capital, the Options will be treated in the manner required by the applicable ASX Listing Rules, as in force at the date of the reorganisation and as appropriate to the type of reorganisation being undertaken.

Why the Options were chosen as the type of security to issue to Mr Wilson

In the view of the Board, the grant of Options to Mr Wilson appropriately links Mr Wilson's rewards to improvements in the financial performance of the Company and aligns his interests with the interests of shareholders.

Further, in order to obtain the rewards associated with a rising share price, the exercise of Options further assists the company by contributing to its additional working capital as Options are exercised and new shares subscribed.

The value Senetas ascribes to the Options

The Options will not be quoted on ASX, and will not be tradeable, and as such have no readily ascertainable market value. Further, due to the exercise price of the Options being equal to the market price of shares in the Company, currently the Options have no market value.

That being said, using a Black Scholes option pricing model, management have estimated that the value of the options to be granted to Mr Wilson to be $115,918 which has been calculated based on the closing share price and risk free rate on 1 September 2026, historical volatility rate of 72% and an estimated exercise price of $2.41.

Date or dates on or by which Senetas will issue the Options

If shareholder approval is obtained, Senetas will issue the Options within 12 months of the AGM.

Price at which the Options will be issued

The Options will be issued to Mr Wilson at no cost as part of his long term incentive.

Material terms of the Plan

Refer to Item 4 above.

A copy of the Company's employee share ownership plan, as adopted by the board, is available on the Company's website at www.senetas.com/corporate/corporate-governance/

Material terms of any loan in relation to the acquisition

Mr Wilson has not received and will not receive any loan from the Company in connection with the grant of Options or allocation of any shares on exercise of those Options.

Further information

Details of any Options granted under the Plan will be published in the annual report of the Company 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 any securities under the Plan after Item 4 is approved, and who were not named in this Notice of Meeting, will not participate until approval is obtained under that rule.

Board Recommendation and Chairman's voting intention for Item 5

The Board (with Mr Wilson abstaining) unanimously recommends shareholders vote in favour of this item of business.

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The Chairman of the Meeting intends to vote all available proxies **in favour** of this item of business.

Voting Exclusion for Item 5

A voting exclusion applies to this Item as set out on page 1 and 2 of this Notice of Meeting.

ITEM 6 – APPROVAL TO GRANT POTENTIAL TERMINATION BENEFITS TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

Overview

Shareholder approval is being sought under sections 200B and 200E of the Corporations Act to give certain termination benefits to Mr Wilson in connection with Mr Wilson ceasing to be an officer of, or ceasing to hold a managerial or executive office in, the Company or a subsidiary of the Company.

Specifically, the benefits for which the Company seeks shareholder approval are benefits that may be given in circumstances where Mr Wilson holds Options the subject of item 5 above where those Options are unvested, Mr Wilson ceases to be a director, or where the Board exercises its discretion under the Plan in certain situations. In particular, the Board has the discretion to determine that, where a participant ceases to be employed before their options or performance rights have vested, some or all of the options or performance rights will not be forfeited, and their vesting may be accelerated.

Sections 200B and 200E of the Corporations Act

Subject to certain exceptions, section 200B of the Corporations Act prohibits the giving of certain benefits to individuals who hold a managerial or executive office on leaving their employment with the Company or any of its related bodies corporate, or who have held a managerial or executive office in the prior three years, without member approval under section 200E of the Corporations Act.

The term 'benefit' has a wide meaning under the Corporations Act and may include benefits that arise, upon a person ceasing to hold office or employment, as a result of the waiver or acceleration of vesting conditions or disposal restrictions applying to options or performance rights issued under the Plan.

Accordingly, advance shareholder approval is being sought for the purposes of section 200E of the Corporations Act, to provide benefits which may otherwise be prohibited and which may result from the Board exercising discretions conferred on it under the Plan.

The money value of any benefits which may be given to Mr Wilson cannot presently be ascertained. The amount or value of the benefits, or the calculation of the amount or value, will depend on a range of factors, which may include:

- the circumstances of, and reasons for, Mr Wilson ceasing to be a director of the Company or ceasing to be employed;
- the time that has elapsed since the relevant Options were granted relative to the vesting date;
- the number of Options in relation to which it is proposed to exercise any discretion; and
- the market value of the Company's shares at the relevant time.

Board Recommendation and Chairman's voting intention for Item 6

The Board (with Mr Wilson abstaining) unanimously recommends shareholders vote in favour of this item of business.

The Chairman of the Meeting intends to vote all available proxies **in favour** of this item of business.

Voting Exclusion for Item 6

A voting exclusion applies to this item as set out on page 2 of this Notice of Meeting.

ITEM 7 - APPROVAL OF 10% PLACEMENT FACILITY

Background

ASX Listing Rule 7.1A enables eligible entities to issue equity securities up to 10% of its issued ordinary shares through placements over a 12-month period after the annual general meeting at which such a placement facility is approved by a special resolution of shareholders (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1.

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An eligible entity for the purposes of ASX Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of $300 million or less. The Company is currently such an eligible entity (and is expected to remain so by the time of the Meeting).

The Company is now seeking shareholder approval by way of a special resolution to have the ability to issue 'equity securities' under the 10% Placement Facility. 'Equity securities' relevantly include a share, a right to a share or option, an option over an issued or unissued security, and a convertible security (each an **Equity Security**).

The exact number of Equity Securities which the Company will have the capacity to issue under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (described below).

The Company may use the funds raised from the issue of Equity Securities under the 10% Placement Facility for working capital requirements and ongoing business development activities and/or for acquisitions of new assets or investments (including expenses associated with such acquisitions or investments).

Description of Listing Rule ASX 7.1A

(a) **Shareholder approval**

The ability to issue Equity Securities under the 10% Placement Facility is subject to shareholder approval by way of a special resolution at an annual general meeting.

(b) **Equity Securities**

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. Currently, the Company's only existing quoted class of Equity Securities is ordinary shares.

(c) **Formula for calculating 10% Placement Facility**

ASX Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an annual general meeting may issue or agree to issue, during the period of up to 12 months (see '10% Placement Period' below) after the date of the annual general meeting, a number of Equity Securities calculated in accordance with the following formula:

(A x D) – E

where:

A is the number of fully paid ordinary shares on issue in the Company 12 months before the date of issue or agreement to issue (**Relevant Period**):

(A) plus the number of fully paid ordinary securities issued in the Relevant Period under an exception in Listing Rule 7.2 other than exception 9, 16 or 17;

(B) plus the number of fully paid ordinary securities issued in the Relevant Period on the conversion of convertible securities within rule 7.2 exception 9 where:

(i) the convertible securities were issued or agreed to be issued before the commencement of the Relevant Period; or

(ii) the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to be approved, under Rule 7.1 or 7.4;

(C) plus the number of fully paid ordinary securities issued in the Relevant Period under an agreement to issue securities within rule 7.2 exception 16 where:

(i) the agreement was entered into before the commencement of the Relevant Period; or

(ii) the agreement or issue was approved, or taken under the Listing Rules to have been approved, under Rule 7.1 or 7.4;

(D) plus the number of any other fully paid ordinary securities issued in the Relevant Period with approval under Rule 7.1 or 7.4;

(E) plus the number of partly paid ordinary securities that became fully paid in the 12 months;

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(F) less the number of fully paid ordinary securities cancelled in the 12 months.

Note that A has the same meaning in ASX Listing Rule 7.1 when calculating an entity's 15% placement capacity.

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of shareholders under ASX Listing Rule 7.4.

(d) **ASX Listing Rules 7.1 and 7.1A**

If passed, the resolution in Item 7 will allow the board of directors to issue up to an additional 10% of the Company's issued ordinary securities during period of up to 12 months (see '10% Placement Period' below) following the date of the Company's 2026 annual general meeting without requiring further shareholder approval. This is in addition to the Company's 15% annual placement capacity provided for in ASX Listing Rule 7.1.

The actual number of Equity Securities that the Company will have capacity to issue under ASX Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (refer to 'Formula for calculating 10% Placement Facility' above).

If the resolution in Item 7 is not passed, the Company will be restricted to only being able to issue up to 15% of its issued ordinary shares in the next 12 month period without seeking further approval from shareholders.

Other specific information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the following additional information is provided in relation to the approval of the 10% Placement Facility:

Period for which the approval will be valid

Shareholder approval of the 10% Placement Facility under ASX Listing Rule 7.1A is valid for the period (**10% Placement Period**) from the date of the annual general meeting at which the approval is obtained and expires on the earlier to occur of:

(i) the date that is 12 months after the date of the annual general meeting at which the approval is obtained;

(ii) the time and date of the next annual general meeting of the Company; or

(iii) the date of the approval by shareholders of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

If the resolution in Item 7 is passed and shareholder approval is not sought for a transaction under ASX Listing Rules 11.1.2 or 11.2, the 10% Placement Period will end at the latest on 13 November 2027.

Minimum issue price

The issue price of any Equity Securities issued under ASX Listing Rule 7.1A must be no less than 75% of the volume weighted average price (**VWAP**) of Equity Securities in the same class calculated over the 15 trading days on which trades in that class were recorded immediately before:

(i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or

(ii) if the Equity Securities are not issued within 10 trading days of the date in paragraph (i) above, the date on which the Equity Securities are issued.

Purposes for which funds may be used

Equity Securities may only be issued using the 10% Placement Facility for cash consideration only. The Company intends to use any funds so raised towards working capital requirements and ongoing business development activities.

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.3 upon the issue of any Equity Securities.

Risk of economic and voting dilution

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If the resolution in Item 7 is approved by shareholders and the Company issues Equity Securities under the 10% Placement Facility, there is a risk of economic and voting dilution to the existing ordinary security holders of the Company. This includes the risk that:

(i) the market price for the Company's Equity Securities (e.g. ordinary shares) may be significantly lower on the date of the issue of the Equity Securities than on the date of the 2026 annual general meeting; and

(ii) the Equity Securities may be issued for cash-consideration at a price that is at a discount to the market price for the Company's Equity Securities on the issue date,

which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The below table shows the dilution of existing shareholders on the basis of the current market price of ordinary shares in the Company and the current number of ordinary shares for variable 'A' calculated in accordance with the formula in ASX Listing Rule 7.1A.2 as at the date of this Notice of meeting.

The table also shows:

(i) two examples where variable 'A' has increased, by 50% and 100%. Variable 'A' is based on the number of ordinary shares the Company has on issue. The number of ordinary shares on issue may increase as a result of issues of ordinary shares that do not require shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under ASX Listing Rule 7.1 that are approved at a future general meeting; and

(ii) two examples of where the issue price of ordinary shares changed, either by decreasing by 50% or by increasing by 100% as against a recent market price (being the closing price on 1 September 2026).

Variable 'A' in Listing Rule 7.1A.2		**Dilution**		
		$1.21 **50% decrease in Issue Price**	$2.41 **Issue Price**	$4.82 **100% increase in Issue Price**
Current Variable A 16,577,389	**10% Voting dilution**	1,657,739	1,657,739	1,657,739
	Funds Raised	$2,005,864	$3,995,151	$7,990,301
50% increase in current Variable A 24,866,084	**10% Voting dilution**	2,486,608	2,486,608	2,486,608
	Funds Raised	$3,008,796	$5,992,726	$11,985,452
100% increase in current Variable A 33,154,778	**10% Voting dilution**	3,315,478	3,315,478	3,315,478
	Funds Raised	$4,011,728	$7,990,301	$15,980,603

The table has been prepared on the following assumptions:

(i) The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.

(ii) No options on issue are exercised into shares before the date of the issue of the Equity Securities.

(iii) The 10% voting dilution reflects the aggregate percentage dilution against the issued shares at the time of issue. This is

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why the voting dilution is shown in each example as 10%.

(iv) The table does not show an example of dilution that may be caused to a particular shareholder by reason of placements under the 10% Placement Facility, based on that shareholder's holding at the date of the 2026 annual general meeting.

(v) The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1 (i.e. it assumes the Company does not issue any Equity Securities under the 15% placement capacity).

(vi) The Equity Securities issued under the 10% Placement Facility consist only of ordinary shares, and not any other Equity Securities such as options.

(vii) The issue price is $2.41 per share, being the closing price of the Company's shares on ASX on 1 September 2026.

Allocation policy for issues under Listing Rule 7.1A capacity

The Company's allocation policy for identifying to whom any Equity Securities will be issued under the 10% Placement Facility will be dependent on the prevailing market conditions at the time of any such proposed issue. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to various factors, including but not limited to the following:

(i) the methods of raising funds that are available to the Company, including but not limited to, a rights issue or other issue in which existing security holders can participate;

(ii) the effect of the issue of the Equity Securities on the control of the Company;

(iii) the financial situation and solvency of the Company; and

(iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice of Meeting but may include existing substantial shareholders and/or new shareholders who are not related parties or associates of a related party of the Company. The Company would only issue Equity Securities to directors or other related parties of the Company under the 10% Placement Facility if shareholder approval is obtained (or an exception under ASX Listing Rule 10.12 applies).

Prior issues of securities in the last 12 months under Listing Rule 7.1A

No securities have been issued by the Company under Listing Rule 7.1A in the last 12 months.

Item 7 is a special resolution. Therefore, to be passed it requires at least 75% of the votes cast by shareholders entitled to vote to be in favour of the resolution.

If Item 4 is not approved, then the Company's 10% Placement Facility will not be refreshed, and it may be restricted from raising capital over the next 12 months without incurring costs associated with seeking additional shareholder approval.

Board recommendation and chairman's voting intention for Item 7

The board unanimously recommends that shareholders vote **in favour** of the resolution in this item of business.

The Chairman of the Meeting intends to vote all undirected proxies **in favour** of the resolution in this item of business.

Voting exclusion for Item 7

A voting exclusion applies to this item as set out on pages 2 and 3 of this Notice of Meeting.

At the date of this Notice of Meeting, the Company has not identified or approached any particular persons (including any existing security holder or an identifiable class of existing security holders) to participate in an issue of Equity Securities under the 10% Placement Facility for which approval is sought. No security holder's votes will therefore be excluded under the voting exclusion for Item 7. Shareholders should consider this resolution on the basis that they may or may not get a benefit from the 10% Placement Facility and that it is possible that their shareholding in the Company will be diluted.

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Senetas Corporation Limited
ABN 33 006 067 607

Need assistance?

Phone:
1300 138 325 (within Australia)
+61 (3) 9415 4213 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:30am (AEDT) on Wednesday, 11 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:

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: 188971

SRN/HIN:

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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☐ **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.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Senetas Corporation 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 Senetas Corporation Limited to be held as a virtual meeting on Friday, 13 November 2026 at 9:30am (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), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 3, 5 and 6 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 3, 5 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 Resolutions 3, 5 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 2a	Re-election of Director - Mr Chris Fedde	☐	☐	☐
Item 2b	Re-election of Director - Mr Philip Schofield	☐	☐	☐
Item 3	Remuneration Report	☐	☐	☐
Item 4	Approval of issue of securities under Employee Share Ownership Plan	☐	☐	☐
Item 5	Grant of Options to the Managing Director and Chief Executive Officer	☐	☐	☐
Item 6	Approval of Managing Director and CEO's early vesting benefits under long term incentive	☐	☐	☐
Item 7	Approval of 10% Placement Facility	☐	☐	☐

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

For personal use only

SAMPLE ONLY