

EXPERIENCECO

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (**AGM/Meeting**) of Experience Co Limited (ASX:EXP) (**EXP** or the **Company**) will be held as follows:

Date: Wednesday 18 November 2026

Time: 12:30pm (AEDT)

Place: RSM Offices, Level 7, 1 Martin Place, Sydney, NSW 2000

In accordance with the provisions of the Corporations Act, the Notice of Meeting including the explanatory notes (**Notice**) is being made available to shareholders electronically only and physical copies will not be dispatched to shareholders (unless a shareholder requests a copy).

This means:

- A copy of the Notice is available for download at: www.investorserve.com.au or via the EXP website at: www.experienceco.com/investor-centre.
- If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Notice and proxy form.
- Shareholders who have not elected to receive communications electronically, will receive a copy of this letter and a personalised proxy form by post.

A copy of the FY26 Annual Report is also available for download at: www.experienceco.com/investor-centre.

If you are unable to access the Notice online, please contact Boardroom, the Company's share registry, on enquiries@boardroomlimited.com.au or 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 8:30am and 5:30pm (AEDT) Monday to Friday, to arrange a copy.

We encourage all shareholders to lodge a directed proxy form as soon as possible in advance of the Meeting even if you are planning to attend the Meeting.

Electronic communications are convenient, efficient, cost effective and importantly reduces the impact on the environment. The Company encourages its shareholders to receive all communications from EXP electronically. To do this, please update your communication elections online at www.investorserve.com.au. If you have not yet registered with Boardroom, you will need your shareholder information including SRN/HIN.

Yours sincerely

Kerry Robert East (Bob)
Chair

Notice of Annual General Meeting and Explanatory Memorandum

Experience Co Limited

ACN 167 320 470

Date: Wednesday 18 November 2026

Time: 12:30pm (AEDT)

Place: RSM offices, Level 7, 1 Martin Place, Sydney, NSW 2000

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is given that the 2026 Annual General Meeting of
Experience Co Limited ACN 167 320 470 (**Company**)
will be held at RSM offices, Level 7, 1 Martin Place, Sydney, NSW 2000
on Wednesday 18 November 2026 at 12:30pm (AEDT)

BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Annual General Meeting:

Ordinary Business

FINANCIAL AND RELATED REPORTS

Agenda Item	<i>Financial and Related Reports</i>
Description	To receive and consider the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2026.

ADOPTION OF REMUNERATION REPORT (NON-BINDING VOTE)

Resolution 1	<i>Adoption of Remuneration Report (non-binding vote)</i>
Description	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2026 Annual Report and is available at the Company's website (https://www.experienceco.com/reports-presentations/). In accordance with section 250R of the Corporations Act, the vote on this Resolution will be advisory only and will not bind the directors or the Company.
Resolution (Advisory)	To consider and, if thought fit, pass the following Resolution as an advisory resolution : " THAT the Remuneration Report of the Company and its controlled entities for the year ended 30 June 2026 be adopted."

Voting Exclusion	The Company will disregard any votes cast on this Resolution: • by or on behalf of a member of Key Management Personnel (KMP) named in the Remuneration Report for the year ended 30 June 2026, or that KMP's Closely Related Party, regardless of the capacity in which the vote is cast; and • as a proxy by a member of the KMP at the date of the meeting, or that KMP's Closely Related Party. However, the Company will not disregard a vote if it is cast as a proxy for a person who is entitled to vote on this Resolution: (a) in accordance with the directions of how to vote on the Proxy Form; or (b) by the Chair of the Meeting pursuant to an express authorisation on the Proxy Form.
-------------------------	---

RE-ELECTION OF DIRECTOR – MR KERRY ROBERT (BOB) EAST

Resolution 2	Re-election of Director – Mr. Kerry Robert (Bob) East
Resolution (Ordinary)	To consider and, if thought fit, pass the following Resolution as an ordinary resolution: <i>"THAT Mr. Kerry Robert (Bob) East, who retires as a director of the Company in accordance with ASX Listing Rule 14.4 and clause 11.5 of the Constitution and, being eligible and offering themselves for election, be re-elected as a director of the Company."</i>

QUESTIONS FROM SHAREHOLDERS

In order to provide an equal opportunity for all Shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's auditor, RSM Australia, in relation to the conduct of the external audit for the year ended 30 June 2026, or the content of its audit report. Please send your questions to:

The Company Secretary, **Experience Co Limited**, at Boardroom Pty Limited, Level 8, 210 George Street, Sydney NSW 2000

E. company.secretary@boardroomlimited.com.au

Written questions must be received by no later than **5.00pm (AEDT) on Wednesday 11 November 2026**.

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth), reasonable opportunity will also be provided to Shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including the Remuneration Report.

During the course of the Annual General Meeting, the Chair will seek to address as many Shareholder questions as reasonably practicable, and where appropriate, will give a representative of the auditor the opportunity to answer written questions addressed to it. However, there may not be sufficient time to answer all questions at the Annual General Meeting. Please note that individual responses may not be sent to Shareholders.

VOTING INFORMATION

Voting by proxy

- A Shareholder entitled to attend and vote at the Annual General Meeting may appoint one proxy or, if the Shareholder is entitled to cast 2 or more votes at the Meeting, 2 proxies, to attend and vote instead of the Shareholder.
- Where 2 proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the Shareholder's voting rights at the Meeting.
- A proxy need not be a Shareholder of the Company.
- A proxy may be an individual or a body corporate. If a body corporate is appointed, the Proxy Form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- A proxy form accompanies this Notice. If a Shareholder wishes to appoint more than 1 proxy, they may make a copy of the Proxy Form attached to this Notice. For the Proxy Form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) **certified** copy of that power of authority by **12:30pm (AEDT) on Monday 16 November 2026**:

By post Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

By personal delivery Boardroom Pty Limited
Level 8
210 George Street
Sydney NSW 2000

By facsimile +61 9290 9655

Voting and other entitlements at the Annual General Meeting

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations* 2001 that Shares in the Company which are on issue at **7.00pm (AEDT) on Monday 16 November 2026** will be taken to be held by the persons who held them at that time for the purposes of the Annual General Meeting (including determining voting entitlements at the Meeting).

Proxy voting by the Chair

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act* 2011 (Cth), imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their Shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the Chair of a Meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the Shareholder who has lodged the proxy has given an express voting direction to the Chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel. If you complete a Proxy Form that authorises the Chair of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chair to exercise your proxy on Resolution 1. In accordance with this express authority provided by you, the Chair will vote in favour of Resolution 1. If you wish to appoint the Chair of the Meeting as your proxy, and you wish to direct him how to vote, please tick the appropriate boxes on the form.

The Company's Chair, Mr. Kerry (Bob) East, will chair the Meeting and intends to vote all available undirected proxies in favour of each item of business. If you appoint as your proxy any director of the Company, except the Chair, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on Resolution 1, they will not vote your proxy on that item of business.

EXPLANATORY MEMORANDUM TO NOTICE OF 2026 ANNUAL GENERAL MEETING

FINANCIAL AND RELATED REPORTS

<i>Item</i>	<i>Financial and related reports</i>
Explanation	Section 317 of the Corporations Act requires the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2026 to be laid before the Company's 2026 Annual General Meeting. There is no requirement for a formal resolution on this item. The financial report contains the financial statements of the consolidated entity consisting of Experience Co Limited and its controlled entities. As permitted by the Corporations Act, a printed copy of the Company's 2026 Annual Report has been sent only to those Shareholders who have elected to receive a printed copy. A copy of the 2026 Annual Report is available at the Company's website (https://www.experienceco.com/reports-presentations/). The Chair of the meeting will allow a reasonable opportunity at the Meeting for Shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the meeting to ask the Company's auditor, RSM Australia, questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2026, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of RSM in relation to the conduct of the audit.

ADOPTION OF REMUNERATION REPORT (NON-BINDING RESOLUTION)

<i>Resolution 1</i>	<i>Adoption of Remuneration Report (advisory resolution)</i>
Explanation	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2026 Annual Report and is available at the Company's website (https://www.experienceco.com/reports-presentations/). The Remuneration Report: ▪ describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; ▪ sets out the remuneration arrangements in place for each director and for certain members of the senior management team; and ▪ explains the differences between the basis for remunerating non-executive directors and senior executives, including the Chief Executive Officer. The vote on this item is advisory only and does not bind the directors. The Board will take into account the discussion on this item and the outcome of the vote when considering the future remuneration policies and practices of the Company.

	Voting consequences Under the Corporations Act, if at least 25% of the votes cast on a Remuneration Report resolution are voted against the adoption of the Remuneration Report in two consecutive annual general meetings, the Company will be required to put to Shareholders a resolution proposing the calling of an extraordinary general meeting to consider the appointment of directors of the Company at the second annual general meeting (Spill Resolution). If more than 50% of Shareholders vote in favour of the Spill Resolution, the Company must convene an extraordinary general meeting (Spill Meeting) within 90 days of the second annual general meeting, at which all of the directors (other than the executive directors) of the Company, would need to stand for re-election. Following the Spill Meeting, those persons whose election or re-election as directors of the Company is approved by the Shareholders will be the directors of the Company. At the Company's previous Annual General Meeting, the votes cast against the Remuneration Report considered at that Annual General Meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting. Shareholders should be aware that any undirected proxies given to the Chair will be cast by the Chair and counted in favour of Resolution 1, subject to compliance with the Corporations Act.
Voting Exclusion	A voting exclusion statement applies to this Resolution, as set out in the Notice.
Board Recommendation	As the resolution relates to matters including the remuneration of the directors, the Board, as a matter of corporate governance and in accordance with the spirit of section 250R(4) Corporations Act, makes no recommendation regarding this Resolution.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of the Resolution.

RE-ELECTION OF DIRECTOR – MR. KERRY ROBERT (BOB) EAST

Resolution 2	<i>Re-election of Mr. Kerry Robert (Bob) East as a Director of the Company</i>
Explanation	Clause 11.5(a) of the Constitution requires that, at the close of each annual general meeting, one-third of the Directors or, if their number is not a multiple of three, then the number nearest to but not more than one-third of the Directors, must retire from office. As Mr. John O'Sullivan is not eligible for director rotation requirements due to his executive position pursuant to clause 15.1(i) of the Constitution, the number of directors considered for rotation is five. Therefore, only one director will be required to retire from office. Clause 11.5(d) of the Constitution and ASX Listing Rule 14.4 requires that a director must retire from office no later than the longer of the third annual general meeting of the Company or 3 years, following that director's last election or appointment. Mr. East was last elected at the 2023 Annual General Meeting and must therefore retire from office and being eligible, offers themselves for re-

	election as a director.
Future Board Succession	As previously announced to the ASX on 13 October 2026, Mr. East has informed the Board of his intention to resign as a director and chair of the Company following completion of the Company's ongoing transaction with Inflight Group (Inflight) as previously disclosed to the market on 14 July 2026 (Transaction). Completion of the Transaction remains subject to a number of conditions, including satisfactory outcome of due diligence by both EXP and Inflight and agreement on final transaction structure, financing, and all required shareholder and regulatory approvals. As a result, there is still no certainty that the Transaction will proceed. Until the Transaction is resolved, Mr. East intends to continue to serve as a Director and Chair of the Company and to lead the Board through the Transaction process and associated integration and transition activities. The Board considers it appropriate that Shareholders be given the opportunity to re-elect Mr. East at the AGM and believes that his continued service during the Transaction period is in the best interests of the Company and its Shareholders, particularly given his knowledge of the Transaction, the Company's strategic objectives and ongoing stakeholder relationships. The Board is undertaking succession planning in anticipation of Mr. East's intended resignation and will provide further updates to Shareholders as appropriate.
About Bob East	Bob has proven leadership capability and significant industry skill and expertise with more than 25 years' experience in the tourism and hospitality industries. Prior to joining Experience Co, Bob was CEO of Mantra Group (ASX 200) where he was responsible for the consolidation and strengthening of the Mantra Group brands and the growth of the business into one of the leading accommodation providers and operators in Australasia. Bob was instrumental in and lead the listing of the Mantra Group on the ASX in 2014 and in May 2018 the largest hospitality transaction in Australia – the acquisition of the Mantra Group by Accor Hotels. Bob is the Chair of the Board and Remuneration & Nominations Committee and a member of the Company's Audit & Risk Committee.
Board Recommendation	Mr. East has abstained from participating in the Board's recommendation regarding his own election. The recommendation of the remaining directors (excluding Mr. East) to vote in favour of the Resolution is made by a majority and is not unanimous.
Chair's available proxies	The Chair of the Meeting intends to vote all available proxies in favour of the Resolution.

DEFINITIONS

Annual General Meeting	Means the Annual General Meeting of the Company for 2026 to which the Notice relates (AGM)
ASX	Means ASX Limited ACN 008 624 691 or the Australian Securities Exchange, as the context requires.
ASX Listing Rules	Means the Listing Rules of ASX.
Board	Means the board of directors of the Company.
Chair	Means the Chair of the Annual General Meeting.
Company or EXP	Means Experience Co Limited ACN 167 320 470.
Constitution	Means the Company's Constitution.
Corporations Act	Means the <i>Corporations Act 2001</i> (Cth).
Closely Related Party (of a member of KMP of an entity)	Has the definition given to it by section 9 of the Corporations Act, and means: a) a spouse or child of the member; or b) a child of the member's spouse; or c) a dependant of the member or of the member's spouse; or d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or e) a company the member controls; or f) a person prescribed by the regulations for the purposes of this definition.
Explanatory Memorandum	Means this explanatory memorandum accompanying and forming part of the Notice.
Key Management Personnel or KMP	Means those people described as Key Management Personnel in the Remuneration Report and includes all directors.
Meeting	Means the Annual General Meeting of the Company for 2026 to which the Notice relates.
Notice	Means this notice of meeting of the Company, including the accompanying Explanatory Memorandum.

Proxy Form	Means the proxy form that is enclosed with and forms part of this Notice.
Remuneration Report	Means the remuneration report set out in the Directors' Report section of the Company's annual financial report for the year ended 30 June 2026.
Resolution	Means a resolution set out in this Notice.
Share	Means a fully paid ordinary share in the capital of the Company.
Shareholder	Means a holder of at least one Share in the Company.

- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** www.boardroomlimited.com.au
- ☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 12:30pm (AEDT) on Monday, 16 November 2026.**

📧 TO APPOINT A PROXY ONLINE

- STEP 1: VISIT** <https://www.votingonline.com.au/expagm2026>
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**
- STEP 3: Enter your Voting Access Code (VAC):**

📱 BY SMARTPHONE



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **12:30pm (AEDT) on Monday, 16 November 2026.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 💻 **Online** <https://www.votingonline.com.au/expagm2026>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

☐

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **Experience Co Ltd** (Company) and entitled to attend and vote hereby appoint:

☐

the **Chair of the Meeting** (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at the **RSM Offices, Level 7, 1 Martin Place, Sydney NSW 2000 on Wednesday, 18 November 2026 at 12:30pm (AEDT)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

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

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	To Adopt the Remuneration Report	☐	☐	☐
Resolution 2	Re-election of Mr. Kerry Robert (Bob) East as a Director	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2026

For personal use only