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ASX ANNOUNCEMENT
16 October 2026

Annual General Meeting of IDT Australia Limited to be held on Wednesday, 18 November 2026 at 10.00am (AEDT)

IDT Australia Limited (ASX: IDT) (**the Company**) advises, in accordance with Listing Rule 3.17, a copy of the following documents are attached:

1. Notice of Annual General Meeting;
2. Sample Proxy Form; and
3. Letter to Shareholders regarding arrangements for the 2026 Annual General Meeting that will be dispatched to the Shareholders in lieu of the Notice of Meeting.

Ends…./

IDT
Authorised by the Board of Directors of IDT Australia Limited.

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IDT AUSTRALIA LIMITED

ABN 66 006 522 970

Notice of Annual General Meeting and Explanatory Statement

Notice is given that the Annual General Meeting (**Meeting**) of the Shareholders of IDT Australia Limited (ACN 006 522 970) (**Company**) will be held at 10:00am (Melbourne time) on Wednesday, 18 November 2026 as a hybrid meeting for the purposes of considering the items of business set out below.

The Notice of Meeting and Explanatory Statement outlining the formal business of the Meeting and the Proxy Form are enclosed.

Participating in the Meeting

If you are a Shareholder and you wish to attend in person, the Meeting will be held at the offices of Baker McKenzie, Level 19, 181 William Street, Melbourne VIC 3000.

If you are a Shareholder and wish to attend virtually, you can access the Meeting online by clicking https://meetings.openbriefing.com/agm/IDT26 Details on how to participate virtually are provided in the Virtual Meeting Online Guide available at https://en.idtaus.com.au/investors/.

Shareholders attending virtually are encouraged to review this Virtual Meeting Online Guide before the Meeting and are recommended to log onto the online meeting platform at least 15 minutes prior to the scheduled start time for the Meeting using the instructions below.

Enter https://meetings.openbriefing.com/agm/IDT26 into a web browser on your computer or mobile device:

- Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN), which is printed at the top of your Proxy Form; and
- Proxyholders will need their proxy code which the Company's share registry, MUFG Corporate Markets will provide via email no later than 12 hours prior to the Meeting.

Shareholders attending the Meeting online will be able to ask questions and vote live.

If you are attending in person, please bring your Proxy Form with you to assist with registration.

BUSINESS OF THE MEETING

This Notice of Meeting (**Notice**) contains ordinary and special resolutions. An ordinary resolution requires a simple majority of votes cast by Shareholders entitled to vote on the resolution. A special resolution requires at least 75% of votes cast by Shareholders entitled to vote on the resolution.

Details of the definitions and abbreviations used in this Notice are set out in the Glossary.

Accounts and Reports

To receive and consider the financial statements and the reports of the Directors and of the Auditors for the year ended 30 June 2026.

Resolution 1: Adoption of Remuneration Report

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

> *"That the Remuneration Report for the year ended 30 June 2026 as set out in the Company's Annual Report for the year ended 30 June 2026 be adopted."*

**Please note that section 250R(3) of the Corporations Act 2001 (Cth) provides that the vote on this resolution is advisory only and does not bind the Directors or the Company.*

Resolution 2: Re-Election of Mr Mark Simari as a Director

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

> *"That, Mr Mark Simari, who retires in accordance with Rule 16.1 of the Company's Constitution, ASX Listing Rule 14.4, and being eligible, offers himself for re-election as a Director of the Company."*

Resolution 3: Approval to renew the Employee Share Plan

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

> *"That for the purposes of ASX Listing Rule 7.2 exception 13(b), and for all other purposes, approval is given to renew the IDT Employee Performance Rights Plan (Plan) and to issue securities under the ESP as described in the Explanatory Statement which accompanies and forms part of this Notice of Meeting."*

A voting exclusion statement as set out below in this Notice applies to this resolution.

Resolution 4: Approval of issue of Performance Rights to Director Mr Mark Simari

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

> *"That, for the purposes of Listing Rule 10.14, section 208 of the Corporations Act and for all other purposes, the Shareholders approve the issue of up to 5,000,000 Performance Rights to Mr Mark Simari (or his nominee), on the basis set out in the Explanatory Memorandum."*

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Resolution 5: Approval of issue of Options to Director Mr Geoffrey Sam

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

> *"That, for the purposes of Listing Rule 10.11, section 208 of the Corporations Act and for all other purposes, the Shareholders approve the issue of up to 3,000,000 Options to Mr Geoffrey Sam (or his nominee), on the basis set out in the Explanatory Memorandum."*

Resolution 6: Approval of issue of Options to Director Dr Jane Ryan

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

> *"That, for the purposes of Listing Rule 10.11, section 208 of the Corporations Act and for all other purposes, the Shareholders approve the issue of up to 3,000,000 Options to Dr Jane Ryan (or her nominee), on the basis set out in the Explanatory Memorandum."*

Resolution 7: Approval of increased 7.1A placement capacity

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

> *"That pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the increase in the capacity of the Company to issue equity securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions stated in the Explanatory Statement which accompanies this Notice of Meeting."*

Other Business

To consider any other business that may lawfully be brought forward in accordance with the Constitution of the Company or the Corporations Act.

By order of the Board

Mark Licciardo
Company Secretary
16 October 2026

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VOTING INFORMATION

Voting Entitlement

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at this Annual General Meeting (**Meeting**) of Shareholders, are those registered as Shareholders as at 7.00 pm (Melbourne time) on 16 November 2026 subject to any applicable voting exclusion.

Voting Methods

Shareholders can vote by:

- attending the Meeting and voting either in person (or online using the online meeting platform), by attorney or in the case of corporate Shareholders, by a corporate representative; or
- appointing a proxy to attend and vote at the Meeting on your behalf, using the enclosed Proxy Form. Instructions for completing the Proxy Form are outlined on the form.

Voting on the items set out in this Notice will be conducted on a poll.

Proxy Voting

Each Shareholder who is entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on behalf of that Shareholder. The proxy may be an individual or a body corporate. A proxy need not be a Shareholder. A proxy appointed by a corporate body must be executed in accordance with the Corporations Act and any representatives of a corporate body wishing to attend and vote at the Meeting on behalf of the corporate body must have a certificate of appointment.

A Shareholder who is entitled to vote at the Meeting may appoint:

- one proxy if the Shareholder is only entitled to one vote; or
- two proxies if the Shareholder is entitled to more than one vote.

A Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes that each proxy is appointed to exercise. If a Shareholder appoints two proxies and the appointment does not specify the proportion or number, of the Shareholder's votes each proxy may exercise, each proxy may exercise one half of the votes, in which case any fraction of votes will be discarded.

If you require an additional Proxy Form, please contact the Company's share registry, MUFG Corporate Markets on +61 1300 554 474.

For the Proxy Form to be valid, the Proxy Form and the power of attorney or other authority (if any) under which it is signed (or a certified copy) must be lodged by one of the following methods and received by MUFG Corporate Markets, no later than 10.00am (Melbourne time) on 16 November 2026, being 48 hours prior to the Meeting:

- online: Via the Company's Share Registry Investor Centre at https://au.investorcentre.mpms.mufg.com/Login/Login. You will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) and postcode for your shareholding.
- by facsimile: (02) 9287 0309 (within Australia), +61 2 9287 0309 (from outside Australia).
- by mail: Sent to MUFG Corporate Markets, Locked Bag A14, Sydney South NSW 1235. Please allow sufficient time so that it reaches MUFG Corporate Markets by the Proxy Deadline.
- by hand delivery: MUFG Corporate Markets at Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150.

Proxies received after this time will not be accepted.

The Company's Constitution provides that where the appointment of a proxy has not identified the person who may exercise it, the appointment will be deemed to be given in favour of the Chair of the meeting to which it relates or to such other person as the Board determines.

Proxy Voting by the Chair

The Chair of the Meeting intends to vote all available undirected proxies in **FAVOUR** of each item of business.

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Corporate Representatives

A body corporate which is a Shareholder, or which has been appointed as a proxy, may appoint an individual to act as its representative at the Meeting in accordance with section 250D of the Corporations Act.

If you wish to appoint a body corporate as your proxy, you must specify on the proxy form:

- the full name of the body corporate appointed as proxy; and
- the full name or title of the individual representative of the body corporate who will be present either virtually or in person at the Meeting.

The appointment must comply with the Corporations Act. A letter of representation, including any authority under which it is signed, must be lodged with the Company's share registry, MUFG Corporate Markets prior to the commencement of the Meeting.

Attorneys

A Shareholder may appoint an attorney to vote on his or her behalf. For an appointment to be effective for the Meeting, the instrument effecting the appointment (or a certified copy of it) must be received by the Company at its registered office or by the Company's share registry, MUFG Corporate Markets by no later than 10.00am (Melbourne time) on 16 November 2026.

Asking questions at the Meeting

Discussion will take place on all items of business to be considered at the Meeting.

Shareholders will have a reasonable opportunity to ask questions during the Meeting in person or virtually via the online meeting platform.

Shareholders are requested to observe the following requests:

- all Shareholder questions should be stated clearly and should be relevant to the business of the Meeting;
- if a Shareholder has more than one question on an item of business, all questions should be asked at the one time; and
- Shareholders should not ask questions at the Meeting relating to any matters that are personal to the Shareholder or commercial in confidence.

Shareholders are requested to register questions in advance of the Meeting. Shareholders attending virtually will have the ability to ask questions during the Meeting via the online platform and telephone. Shareholders who wish to ask a question orally via telephone during the meeting must register for a pin number at least 48 hours prior to the meeting. To obtain your unique PIN, please contact MUFG Corporate Markets on +61 1800 990 363. Written questions must be received by the Company or MUFG Corporate Markets by 5.00pm (Melbourne time) on 9 November 2026, and can be submitted online, by mail, by fax or in person.

Further Information

Shareholders should direct any questions to the Company Secretary at au.cosec@acclime.com.

Defined Terms

Capitalised terms in this Notice of Meeting and Explanatory Statement are defined either in the Glossary section or where the relevant term is first used.

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VOTING EXCLUSION STATEMENT

Corporations Act

Resolution 1

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of a member of the Company's Key Management Personnel, details of whose remuneration are included in the Remuneration Report, or a closely related party of such a member.

Restrictions also apply to votes cast as proxy unless exceptions apply.

For the purposes of section 224 Corporations Act, the Company will not disregard a vote if:

(a) it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the proposed resolution; and

(b) it is not cast on behalf of a related party or associate of a related party of the Company to whom the resolution would permit a financial benefit to be given or an associate of such a related party.

Listing Rules

In accordance with the Listing Rule 14.11, the Company will disregard votes cast in favour of the resolution by or on behalf of:

Resolution 3: Approval to renew the Employee Share Plan	any person who is eligible to participate in the Omnibus Incentive Plan and each of their associates.
Resolution 4: Approval of issue of Performance Rights to Director Mr Mark Simari	a person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Omnibus Incentive Plan, and these persons' associates.
Resolution 5: Approval of issue of Options to Director Mr Geoffrey Sam	a person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Omnibus Incentive Plan, and these persons' associates.
Resolution 6: Approval of issue of Options to Director Dr Jane Ryan	a person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Omnibus Incentive Plan, and these persons' associates.
Resolution 7: Approval of increased 7.1A placement capacity	a person, or any associate of that 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 Shares). NB. In accordance with Listing Rule 14.11 and the relevant note under that rule concerning Rule 7.1A, as at the date of this Notice of Meeting it is not known who may participate in the proposed issue (if any). On that basis, no security holders are currently excluded.

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

(a) 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

(b) 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 sees fit, even though the Resolution may be connected with the remuneration of the Company's KMP or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) 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

(ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

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EXPLANATORY STATEMENT

This Explanatory Statement forms part of the Notice of Meeting and is intended to provide Shareholders with an explanation of the business of the Meeting and of the resolutions to be proposed and considered at the Meeting at 10:00am (Melbourne time) on Wednesday, 18 November 2026 and to assist Shareholders in deciding how they may wish to vote on the resolutions.

Shareholders should read this Explanatory Statement in full before deciding on how to vote on the proposed resolutions to be considered at the Meeting.

Financial Statements and Reports

The Corporations Act requires the Company to lay before the Annual General Meeting, the Financial Report, the Report of Directors (including the Remuneration Report) and the Auditor's Report for the financial year ended 30 June 2026.

Shareholders will be offered the opportunity to discuss the Financial Report, the Report of Directors and Auditor's Report at the meeting. Copies of these reports can be found on the Company's website www.idtaus.com.au.

There is no requirement for Shareholders to approve the Financial Report, the Report of Directors or the Auditor's Report.

Shareholders will be offered the following opportunities:

(a) discuss the Annual Report for the financial year ended 30 June 2026;
(b) ask questions or make comments on the management of the Company; and
(c) ask the auditor questions about the conduct of the audit and preparation and content of the Auditor's Report.

In addition to taking questions at the Annual General Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

(a) the preparation and content of the Auditor's Report;
(b) the conduct of the audit;
(c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and
(d) the independence of the auditor in relation to the conduct of the audit,

may be submitted no later than 5 business days before the Annual General Meeting to the Company Secretary at the Company's registered office or at au.cosec@acclime.com.

Resolution 1: Adoption of Remuneration Report

Under the Corporations Act, listed entities are required to put to the vote a resolution that the Remuneration Report section of the Report of Directors be adopted. This Remuneration Report can be found in the Company's 2026 Annual Report. It sets out a range of matters relating to remuneration of Directors and Key Management Personnel of the Company.

A vote on this resolution is advisory only and does not bind the Directors or the Company. A copy of the Company's 2026 Annual Report can be found on its website at www.idtaus.com.au

The Chairman will give Shareholders a reasonable opportunity to ask questions about, or to make comments on, the Remuneration Report.

IDT Board Recommendation

As the resolution relates to matters including the remuneration of the Directors, the Board, as a matter of good corporate governance and in accordance with the spirit of section 250R(4) Corporations Act, makes no recommendation regarding this resolution.

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Resolution 2: Re-election of Mr Mark Simari as a Director

Rule 16.1 of the Company's Constitution provides that at the Annual General Meeting in every year, one third of the Directors must retire, and being eligible may offer themselves for re-election. The Director(s) to retire by rotation at each Annual General Meeting are those who have been longest in office. The length of time a director has been in office is computed from that Director's last election.

In accordance with Rule 16.1 of the Company's Constitution, and ASX Listing Rule 14.4, Mr Mark Simari will retire by rotation at this Meeting, and being eligible for re-election, has submitted himself for re-election at this Meeting.

Mark is an experienced and accomplished professional in the health industry and has over 15 years' Board experience in a diverse range of organisations. Mark is currently Chairman of Careteq Limited (ASX:CTQ) and was the co-founder of Paragon Care (ASX:PGC) and Managing Director from 2008 to 2018 and recently Non-executive Director from 2019 to 2022. He was instrumental in Paragon Care becoming one of the largest independent healthcare suppliers in the Australian and New Zealand Markets, creating a healthcare platform spanning across capital equipment, consumables, devices and service and maintenance.

IDT Board Recommendation

The Directors (in the absence of Mr Simari due to his interest in the outcome of Resolution 2) recommend that shareholders vote in favour of Resolution 2 for the re-election of Mr Simari.

Resolution 3: Approval to renew the IDT Employee Performance Rights Plan

Background

The Company is seeking shareholder approval to renew the IDT Employee Performance Rights Plan (**Plan**) which has expired for the purposes of the ASX Listing Rule 7.2 Exception 13(b) after three years from the date it was approved by Shareholders previously.

The Plan is designed to competitively drive key employees' behaviour towards business success, and thereby align employees' and shareholders' interests.

This Plan will deliver to key employees a properly benchmarked *long-term incentive* component of their remuneration. Under the Plan, key employees will be granted 'Performance Rights' attaching performance conditions to the delivery of employee rewards. Each Performance Right converts to one ordinary share if at the end of a vesting period, the vesting conditions are met.

At the core of the Plan is the principle of ***win / win / win***: success for shareholders, the Company and employees together.

The Plan is designed to meet the following criteria:

Criteria	Method
a) *Competitive: talent attraction & retention*	Rewards benchmarked to market practice and scaled for performance.
b) *Less Dilutive*	Lower numbers of Performance Rights, compared with traditional market value exercise price options.
c) *Alignment*	Minimum performance required for Shareholders, from employees and from the Company.
d) *Collaboration*	Long-term company-wide goals promote 'one-in, all-in' collaboration.
e) *Accountability*	Employee accountability for: business goals, individual performance and minimum shareholder return but otherwise not market factors beyond their control.
f) *Measurable*	Employee rewards linked to objectively measurable business goals.
g) *Long-term*	3-year performance targets.

h) *Simple*	Rights to Shares at no cost subject to performance.
i) *Attractive*	Employees not out-of-pocket, cannot be 'under water' and rewards scaled according to business performance.

A summary of the Plan accompanies and forms part of this Notice at Attachment A.

Offers under the Plan

Non-executive Directors are not eligible to participate in the Plan. Executive Directors can only participate in the Plan if Shareholders approve their participation in accordance with ASX Listing Rules.

Approval under ASX Listing Rules

The Company seeks Shareholder approval of the Plan for the purposes of ASX Listing Rule 7.2, Exception 13(b) to maintain maximum ability to raise capital in accordance with ASX Listing Rule 7.1 without seeking prior Shareholder approval.

Listing Rule 7.1 requires shareholder approval for an issue of equity securities if, over a rolling 12-month period, the number of equity securities issued (without prior shareholder approval) is more than 15% of the number of ordinary shares on issue at the start of that 12-month period.

Listing Rule 7.2 exception 13(b) provides that an issue of securities under an employee incentive scheme does not detract from the available 15% limit under Listing Rule 7.1 if the issue of securities is made under an employee incentive scheme approved by shareholders no more than three years before the date of issue of the securities. The Plan is regarded as an employee incentive scheme for the purposes of Listing Rule 7.2 and this Resolution 3 seeks shareholder approval for the Plan to meet the 3 year approval requirement.

The Board intends that any issue of securities under the Plan not detract from the Company's Listing Rule 7.1 15% entitlement. Accordingly, the Board is seeking Shareholder approval of the Plan to be able to issue securities pursuant to the Plan within exception 13(b) to Listing Rule 7.2.

If Resolution 3 is passed, the Company will be able to issue incentive securities under the Plan to eligible employees over a period of 3 years. The issue of any incentive securities to eligible employees under the Plan (up to the maximum number of securities stated in Item *c)* below) will be excluded from the calculation of the number of Equity Securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

For the avoidance of doubt, the Company must seek Shareholder approval under Listing Rule 10.14 in respect of any future issues of securities under the Plan to a related party or a person whose relationship with the company or the related party is, in ASX's opinion, such that approval should be obtained.

If Resolution 3 is not passed, the Company will be able to proceed with the issue of incentive securities under the Plan to eligible employees, but any issues of securities will reduce, to that extent, the Company's capacity to issue Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the issue of incentive securities.

Information required for Listing Rule 7.2, Exception 13(b)

Listing Rule 7.2, Exception 13(b) requires the information detailed in sections *(a) to (d)* below to be provided to members for approval under Resolution 3.

a) *Plan summary*

From time to time, and in its absolute discretion, the Board may invite employees and other eligible personnel of the Company (including Executive Directors) to acquire Performance Rights. Each Performance Right can convert to one ordinary share if at the end of the vesting period, the vesting conditions are met. The key terms of the Plan are summarised in the Plan Summary accompanying and forming part of this Notice of Meeting at Annexure A.

b) *Shares already issued*

Since 23 November 2023, the date on which Shareholders approved the Plan, the Company has issued 4,862,692 Performance Rights under the Plan.

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c) *Maximum number of equity securities proposed to be issued under the Plan following Approval*

The maximum number of Performance Rights proposed to be issued under the Plan from time to time, when combined with Performance Rights or Shares issued under any employee incentive scheme of the Company (except Shares not or no longer subject to a sale restriction under the Plan or scheme) is 21,490,839, equalling 5% of the issued capital of the Company.

d) *Voting exclusion statement*

The voting exclusion statement for Resolution 3, for the purposes of Listing Rule 7.2 exception 13(b), applicable to any person who is eligible to participate in the Plan, is set out in the section titled Voting Exclusion Statement.

Approval for retirement benefits under the Plan

Section 200B of the Corporations Act requires shareholder approval by ordinary resolution, and in accordance with section 200E of the Act, to access an exemption from the prohibition on a company giving a person a benefit in connection with that person's retirement from an office or position of employment in that company where that person is, or was in the three years prior to his or her retirement, in a managerial or executive office in that company (that is, key management personnel details of whose remuneration are disclosed in the Company's annual remuneration report).

Scenarios where cessation of employment, and hence retirement, of a senior executive might be seen to attract a benefit under the Plan otherwise prohibited by section 200B ('Employment Retirement Benefit') might include:

1. where the Board exercises its discretion to accelerate the vesting of Performance Rights in 'special circumstances' which conceivably could include retirement; and
2. where, upon cessation of employment, a share sale restriction ceases to apply enabling Shares to be sold.

Arguably the latter does not involve conferring a fresh 'benefit' given the employee has a pre-existing right to this under the Plan Rules. But to remove potential doubt as to whether the Plan can function properly in these ways, Shareholder approval is being sought for the purposes of sections 200B and 200E of the Corporations Act. For this purpose, section 200E requires that the Notice of Meeting provide shareholders with either the value of the proposed benefits or, where the value of the proposed benefits cannot currently be ascertained, the manner in which the value of the proposed benefits is calculated, and the matters, events and circumstances that will, or are likely to, affect the calculation of the value.

Value of retirement benefits

Under the Plan, if an Employment Retirement Benefit is to be provided in the future, the value of the benefit to be received by the participant cannot be determined in advance. In the above two scenarios, the manner in which the value of the proposed benefits could be calculated is as follows:

1. where the benefit is accelerated vesting of Performance Rights on retirement - assuming the Performance Rights otherwise would have been forfeited on retirement, the value of the benefit could equal the prevailing market value of a corresponding number of Shares able to be acquired on conversion of the Performance Rights subject to any share sale restriction; and
2. where the benefit is the lifting of Shares' sale restriction on retirement - the value of the benefit, if any, could be the prevailing market value of those Shares compared with the market value of the Shares at the time the sale restriction otherwise would have lifted.

Thus, the value of the Employment Retirement Benefits would depend on a number of factors, including the Company's Share price at the relevant time.

Further voting restriction

In so far as Resolution 3 could relate to the provision of an Employment Retirement Benefit, in accordance with section 200E(2A) of the Corporations Act a vote on Resolution 3 must not be cast (in any capacity) by or on behalf of any person who may be entitled to receive a benefit in connection with that person's retirement from a managerial or executive office in the Company (or any related body corporate) or an associate of that person. However, a person is entitled to cast a vote if:

a) it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the resolution; and
b) it is not cast on behalf of the retiree or an associate of that person.

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As such, any current Executive Directors and employees holding a managerial or executive office in the Company will be excluded from voting on Resolution 3.

Approval for benefits on sale of business

Section 200C of the Corporations Act requires shareholder approval by ordinary resolution, and in accordance with section 200E of the Act, to access an exemption from the prohibition on a company giving a person who holds or has at any previous time held a managerial or executive office in the company or a related body corporate (or an associate), a benefit in connection with the transfer of the whole or any part of the undertaking or property of the company ('sale of business').

Scenarios where a sale of business might be seen to yield a benefit under the Plan otherwise prohibited by section 200C might include where the Board exercises its discretion in 'special circumstances' which conceivably could involve a sale of business:

1. to accelerate the vesting of Performance Rights;
2. to avoid a forfeiture of Performance Rights on cessation of employment; or
3. to accelerate a lifting of Shares' sale restrictions.

Value of retirement benefits

In the event that a benefit is to be provided in the future under the Plan in connection with a sale of business, the value of the benefit to be received by the participant cannot be determined in advance. In the above three scenarios, the manner in which the value of the proposed benefits could be calculated is as follows:

1. where the benefit is accelerated vesting of Performance Rights on a sale of business – the value of the benefit could equal the prevailing market value of a corresponding number of Shares at the time they could be sold compared with the market value of such Shares at the time they otherwise could have been sold;
2. where the benefit is avoiding a forfeiture of Performance Rights on cessation of employment on a sale of business - assuming the Performance Rights otherwise would have been forfeited on cessation of employment, the value of the benefit could equal the prevailing market value of a corresponding number of Shares able to be acquired on conversion of the Performance Rights subject to any share sale restriction; and
3. where the benefit is the earlier lifting of Shares' sale restriction on a sale of business – the value of the benefit, if any, could be the prevailing market value of those Shares compared with the market value of the Shares at the time the sale restriction otherwise would have lifted.

Thus, the value of the benefits under the Plan on a sale of business would depend on a number of factors, including the Company's Share price at the relevant time.

Approval for security over shares

Section 259B(2) of the Corporations Act permits a Company to take security over its own shares issued pursuant to an employee share scheme under certain conditions, including where prior shareholder approval of the employee share scheme has been obtained. Under the Plan, there is no express provision for the Company having a security interest in its Shares, however Company agents are given a power of attorney to take actions in respect of Shares and so to remove potential doubt as to whether the Plan can function properly in these ways, the Company is seeking Shareholder approval under Resolution 3 in respect of the operation of section 259B(2) of the Corporations Act.

Financial assistance for the acquisition of shares

Section 260A of the Corporations Act allows only limited circumstances in which a company may provide financial assistance for the acquisition of shares in itself without obtaining prior shareholder approval, including the giving of assistance which *does not materially prejudice (i) the interests of the company or its shareholders, or (ii) the company's ability to pay its creditors.* If ever the Company needs to give financial assistance under the Plan in connection with the acquisition of its Shares, the Board will allow such financial assistance to be given only if this exemption is applicable at the relevant time. Accordingly, the Company is not seeking Shareholder approval under section 260A of the Corporations Act.

The Plan summary is attached at Annexure A.

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IDT Board Recommendation

The Directors abstain, in the interests of good corporate governance, from making a recommendation in relation to this resolution.

Resolution 4: Approval to issue Performance Rights to Mr Mark Simari

Background

Resolutions 4 seeks Shareholder approval to grant up to 5,000,000 Performance Rights (Rights) to Mr Mark Simari (and/or his nominees), Executive Chairman of the Company, under the IDT Employee Performance Rights Plan and on the terms described below. Shareholder approval is also sought for the issue of any corresponding common shares of the Company on the vesting and the exercise of those Performance Rights.

The proposed grant of the Performance Rights forms part of Mr Simari's remuneration; they will be granted for no cash payment and there will be no amount payable on vesting. The Board considers that the grant of Performance Rights will provide an incentive for Mr Simari to remain with the Company and to focus on delivering long-term value for Shareholders through execution of the Company's strategic objectives. The Performance Rights also provide a cash efficient mechanism to compensate the Executive Chairman.

Terms of Performance Rights

The Performance Rights will be granted for no cash consideration. Following their exercise, each Performance Rights will be converted to one fully paid ordinary share in the Company, subject to the vesting conditions being satisfied. Prior to their exercise, the Performance Rights do not carry any right to receive dividends or to vote.

The following details are provided with respect to the Performance Rights:

	Tranche 1	Tranche 2	Tranche 3 (Final)
Number of rights	1,666,667	1,666,666	1,666,666
Vesting Date	31 August 2027	31 August 2028	31 August 2029
Vesting requirement	FY27 Performance Condition and continued employment	FY27 Performance Condition and continued employment to Vesting Date*	FY27 Performance Condition and continued employment to Vesting Date*
Performance Right Expiry Date	5 years after Grant Date	5 years after Grant Date	5 years after Grant Date

- continued employment refers to Mr Simari being associated with the Company either in his capacity as an Executive Chairman, a Non-Executive Director or a Consultant.

Performance conditions for Tranche 1 (FY27):

Milestones	Scale 1	Scale 2	Scale 3	Scale 4	Scale 5
Revenue	$21.8 M	$22.1 M	$22.5 M	$22.8 M	$23.1 M
EBITDA	$2.9 M	$3.2 M	$3.5 M	$3.8 M	$4.1 M
Rights to Vest	50%	55%	65%	80%	100%

Value of the Proposed Performance Rights

The value the Company attributes to these Performance Rights is $0.033 per Performance Right which reflects the 10 day VWAP of Shares up to and including 30 June 2026. The indicative fair value of the Performance Rights proposed to be offered to Mr Simari is $165,000. The value is indicative only based on assumptions relevant at the date of the calculation, 29 September 2026. Different assumptions may be relevant at grant date which may alter the value of the Performance Rights for financial reporting purposes. The total remuneration packages of Mr Simari would be increased by the total per Director set out in the

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following table, based on the assumptions. The final valuation amount will not be able to be calculated until the Performance Rights are issued.

Director Interest and Remuneration

Set out below are details of Mr Simari's remuneration and relevant interests in securities of the Company (held directly and indirectly) as at the date this Notice was prepared:

Name of Director	Shares	Remuneration
Mr Mark Simari	1,412,912 (Direct)	$324,360 base per annum plus superannuation inclusive of Chair/Director's Fees

If the Performance Rights granted as proposed by Resolution 4 vest, the effect of the vesting would be to dilute the shareholding of existing Shareholders (including new Shareholders as a result of the Performance Rights being exercised), based on the number of Shares on issue as at the date of this Notice, as follows:

Director / shareholder	Total current shareholdings		Shares issued if proposed Performance Rights issued and vest	Total Shareholdings if proposed Performance Rights issued and vest	
and/or associates	Shares	%	Shares	Shares	%
Mark Simari	1,412,912	0.3%	5,000,000	6,412,912	1.5%
Other shareholders	427,015,317	99.7%	-	427,015,317	98.5%
Total		***100%***			***100%***

Retirement/Termination Benefit

The shareholder approval sought under Resolution 3 in relation to the provision of retirement benefits and benefits in connection with a sale of the Company's business under the IDT Employee Performance Rights Plan will also apply to the Performance Rights proposed to be granted to Mr Simari pursuant to Resolution 4.

Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits a public company from giving a financial benefit to a related party of the public company unless either:

(a) the giving of the financial benefits falls within one of the nominated exceptions to the provision; or
(b) Shareholder approval is obtained prior to the giving of the financial benefit, and the benefit is given within 15 months after obtaining such approval.

For the purposes of Chapter 2E of the Corporations Act, each of the Directors is a related party of the Company and the proposed issue of Performance Rights is a financial benefit.

One of the nominated exceptions referred to in paragraph (a) above is where the financial benefit is remuneration to a related party as an officer or employee of the company, and to give the remuneration would be reasonable given the circumstances of the public company, and the related party's circumstances (including the responsibilities involved in the office or employment). The Board (independent of Mr Simari) considers that the issue of the Performance Rights is a benefit that constitutes reasonable remuneration for the purposes of section 211 of the Corporations Act. Accordingly, Shareholder approval is not being sought for the purposes of Chapter 2E of the Corporations Act, but is being sought for the purposes of Listing Rule 10.14.

ASX Listing Rule 10.14 and 10.15

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The Company is proposing to issue the Performance Rights under the Plan which is an employee incentive scheme as defined in the Listing Rules.

Listing Rule 10.14 provides that that, a listed company must not permit a related party to acquire equity securities under an employee incentive scheme, unless it obtains the approval of its Shareholders.

The proposed issue of the Performance Rights falls within Listing Rules 10.14 above and therefore requires the approval of the Company's Shareholders under Listing Rule 10.14. Resolution 4 seeks the required Shareholder approval to the issue under and for the purposes of Listing Rule 10.14.

If Resolution 4 is passed, the Company will be able to proceed with the issue of a 5,000,000 Performance Rights to Mr Simari. If Resolution 4 is not passed, the Company will not proceed with the issue of 5,000,000 Performance Rights to Mr Simari. If shareholder approval is given under ASX Listing Rule 10.14, separate approval is not required under ASX Listing 7.1.

In accordance with Listing Rule 10.15, the following information is provided in relation to Resolutions 4:

The name of the person	Mr Mark Simari, a Director, and/or his nominee
Listing Rule 10.14 Category	10.14.1
Number of securities to be issued	5,000,000 Performance Rights
Number of securities previously issued under the scheme	Nil
The date by which the Company will issue the securities	The Performance Rights will be issued as soon as practicable following Shareholder approval, and in any event, not more than one (1) month after the date of the Meeting.
The price or other consideration the Company will receive for the issue	The Performance Rights will be issued for nil cash consideration, as they will be issued as part of the Director's remuneration package.
Purpose of the issue, including intended use of funds raised	The purpose of issuing the Performance Rights is to form part of the Director's remuneration package. No funds will be raised by the issue of the Performance Rights.
Details of any securities issued under the EIP 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 Listing Rule 10.14.	
Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the EIP after Resolution 4 is approved and who are not named in this Notice and Statement will not participate until approval is obtained under that rule.	

Board Recommendation and Voting Intention

The Directors (with Mr Simari abstaining) recommend that shareholders vote in favour of Resolution 4.

Resolutions 5 and 6: Approval of issue of Options to Directors

Background

The Company proposes to grant a total of 6,000,000 Options to the Directors or their nominees as follows (**Director Options**):

Director	Number of Director Options	Vesting Period and Exercise Price	Vesting Condition

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Mr Geoffrey Sam	3,000,000	One third of the Director Options vest on each of ● the date of issue with an exercise price of $0.10 ● the date that is 12 months after the date of issue with an exercise price of $0.15* ● the date that is 24 months after the date of issue with an exercise price of $0.20*	Provision of continual services to the Company and remains a director
Dr Jane Ryan	3,000,000		

* If a Change of Control Event occurs, the exercise price will be $0.10 in all cases.

Each Director Option entitles the holder to subscribe for Shares in the capital of the Company. Each Director Option expires three (3) years from the date of issue. The terms of the Director Options will otherwise be issued on the terms and conditions set out in Annexure B.

The Board has determined the relevant exercise prices of the Director Options with regard to the market value of the Shares and considers the prices to be a suitable premium to the meet the objectives of the proposed grant of Director Options.

Under the Company's current circumstances, the Directors consider that the issue of Director Options represents a means for the Company to remunerate Directors while conserving cash. The Director Options do not have any vesting conditions or performance hurdles attached to them, other than the provision of continued services to the Company and remaining as a Director.

Set out below are details of each of the Directors' relevant interests in securities of the Company (held directly and indirectly) as at the date of this Notice:

Name of Director	Shares	Other securities
Mr Geoffrey Sam	1,916,864 (Indirect) 98,039 (Direct)	Nil
Dr Jane Ryan	79,366 (Indirect)	Nil

If passed, Resolutions 5 and 6 will give the Directors power to grant a total of 6,000,000 Director Options on the terms and conditions as set out in Annexure B. The capital structure of the Company as at the date of this Notice is set out in the table below.

Securities	Number
Shares	428,428,229
Performance Rights	3,942,339
Options	20,000,000

If all Director Options granted as proposed by Resolutions 5 and 6 are exercised, the effect of the exercise would be to dilute the shareholding of existing Shareholders (including new Shareholders as a result of the Director Options being exercised), based on the number of Shares on issue as at the date of this Notice, as follows:

Director / shareholder	Total current shareholdings		Shares issued if proposed Director Options issued and exercised	Total Shareholdings if proposed options issued and exercised	
and/or associates	Shares	%	Shares	Shares	%
Geoff Sam	2,014,903	0.5%	3,000,000	5,014,903	1.2%
Jane Ryan	79,366	0.0%	3,000,000	3,079,366	0.7%
Other shareholders	426,333,960	99.5%	-	426,333,960	98.1%
Total		***100%***			***100%***

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The market price of the Company's Shares during the period of the Director Options will generally determine whether or not the Directors exercise the Director Options. At the time any Director Options are exercised, and Shares are issued pursuant to the exercise of Director Options, the Company's Shares may be trading at a price which is higher than the exercise prices of the Director Options.

The following table gives details of the highest, lowest and latest closing prices of the Company's Shares trading on ASX over the past 12 months ending on 29 September 2026:

Highest price/date	Lowest price/date	Latest price/date
$0.063 24 October 2025	$0.03 15 June 2026	$0.045 29 September 2026

Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits a public company from giving a financial benefit to a related party of the public company unless either:

(c) the giving of the financial benefits falls within one of the nominated exceptions to the provision; or
(d) Shareholder approval is obtained prior to the giving of the financial benefit, and the benefit is given within 15 months after obtaining such approval.

For the purposes of Chapter 2E of the Corporations Act, each of the Directors is a related party of the Company and the proposed issue of Director Options is a financial benefit.

One of the nominated exceptions referred to in paragraph (a) above is where the financial benefit is remuneration to a related party as an officer or employee of the company, and to give the remuneration would be reasonable given the circumstances of the public company, and the related party's circumstances (including the responsibilities involved in the office or employment). The Board (independent of Mr Simari in respect of Resolution 4, independent of Mr Sam in respect of Resolution 5 and independent of Dr Ryan in respect of Resolution 6) considers that the issue of the Director Options is a benefit that constitutes reasonable remuneration for the purposes of section 211 of the Corporations Act. Accordingly, Shareholder approval is not being sought for the purposes of Chapter 2E of the Corporations Act, but is being sought for the purposes of Listing Rule 10.11.

Listing Rules 10.11 and 10.13

Listing Rule 10.11 relevantly provides that, unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to a related party without the approval of its shareholders.

For the purposes of Listing Rule 10.11, each of the persons listed in the table below are persons that Listing Rule 10.11 applies to for the reasons also set out in the table above. The issue of the Director Options falls within Listing Rule 10.11.1, as each of them are a related party of the Company and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of the Company's Shareholders under Listing Rule 10.11. Accordingly, Resolutions 4, 5 and 6 each seek Shareholder approval to issue Director Options for the purposes of Listing Rule 10.11.

If Resolutions 4, 5 and 6 are passed, the Company will be able to proceed with the issue of all the Director Options. If some or all of Resolutions 4, 5 and 6 are not passed, the Company will not be able to proceed with the issue of all of the Director Options.

In accordance with Listing Rule 10.13, the following information is provided in relation to Resolutions 4, 5 and 6:

	Resolution 5	Resolution 6
The name of the person	Mr Geoffrey Sam, a Director, and/or his nominee	Dr Jane Ryan, a Director, and/or her nominee
Listing Rule 10.11 Category	10.11.1 or 10.11.4	10.11.1 or 10.11.4
Number of securities to be issued	3,000,000 Director Options	3,000,000 Director Options

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The date by which the Company will issue the securities	The Director Options will be issued as soon as practicable following Shareholder approval, and in any event, not more than one (1) month after the date of the Meeting.
The price or other consideration the Company will receive for the issue	The Director Options will be issued for nil cash consideration, as they will be issued as part of the Director's remuneration package for the year ended 30 June 2026. If all the Director Options were exercised (assuming no Change of Control Event occurs), the Company would receive $900,000.
Purpose of the issue, including intended use of funds raised	The purpose of issuing the Director Options is to form part of each of the Director's remuneration package for the year ended 30 June 2026. No funds will be raised by the issue of the Director Options.
Current total remuneration package for the current financial year	

Director	Base Salary	Super-annuation	Total
Mr Geoffrey Sam	$83,275	-	$83,275
Dr Jane Ryan	$74,353	$8,922	$83,275

Board Recommendation and Voting Intention

The Directors (with Mr Sam abstaining with respect to Resolution 5 and Dr Ryan abstaining with respect to Resolution 6) recommend that shareholders vote in favour of Resolutions 5 and 6.

Resolution 7: Approval of increased 7.1A placement capacity

Placement capacity

ASX Listing Rule 7.1A enables eligible entities, after obtaining shareholder approval at an annual general meeting, to issue equity securities up to 10% of its issued share capital through placements over a 12-month period after the Annual General Meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% placement capacity under Listing Rule 7.1. This Resolution 7 seeks approval to allow the Board the flexibility to issue additional Shares if it so decided. The Board may decide not to issue any Shares pursuant to this Resolution 7.

An eligible entity for the purposes of 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 an eligible entity.

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.

The exact number of equity securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2.

If shareholders approve this resolution, the exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 and the Company will be able to issue Equity Securities under the 10% Placement Capacity without any further shareholder approval.

If this Resolution 7 is not approved by shareholders, then the Company will not have the flexibility of an available additional 10% capacity to issue Shares under the 10% Placement Facility described in this section of the Explanatory Statement. The Company not having the 10% Placement Facility will have no effect on the Company's existing Listing Rule 7.1 15% capacity.

Description of Listing Rule 7.1A

Any equity securities issued under the 10% Placement Facility (**Placement Securities**) must be in the same class as an existing quoted class of equity securities of the Company. The Company, as at the date of the Notice, has on issue one quoted class of equity securities, being ordinary shares (**Shares**).

Resolution 7 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

Eligible entities which have obtained Shareholder approval at an Annual General Meeting may issue or agree to issue, during the 12-month period after the date of the Annual General Meeting, a number of Placement Securities calculated in accordance with the formula in Listing Rule 7.1A.2.

The effect of Resolution 7 will be to allow the Directors to issue the Placement Securities under Listing Rule 7.1A during the 10% Placement Period (as defined below) without using any of the Company's 15% placement capacity under Listing Rule 7.1.

Specific information required by Listing Rule 7.3A

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

(a) Period for which approval will be valid

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A is valid 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 Company's next Annual General Meeting; or

(iii) the time and date of the approval by shareholders of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking), or such longer period if allowed by ASX.

(**10% Placement Period**).

(b) Minimum issue price

If any Placement Securities are issued, the minimum price the Placement Securities will be issued for cash consideration which is not less than 75% of the VWAP of equity securities in the same class calculated over the 15 trading days immediately before:

(i) the date on which the price at which the Placement Securities are to be issued is agreed; or

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

The actual number of Placement Securities that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Placement Securities in accordance with the formula prescribed in Listing Rule 7.1A.2.

(c) Maximum Number of Shares to be Issued:

Listing Rule 7.1A.2 provides that an eligible entity which has obtained a 7.1A mandate may, during the period of the mandate, issue or agree to issue a number of equity securities (**N**) equal to the 10% Placement Facility, calculated in accordance with the following formula prescribed in Listing Rule 7.1A.2:

N = (A x D) – E

where:

A = is the number of shares on issue 12 months before the date of the issue or agreement:

- 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,
- plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:

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- the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or

- the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4,

- plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:

  - the agreement was entered into before the commencement of the relevant period; or

  - the agreement or issue was approved, or taken under these rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4,

- plus the number of any other fully paid ordinary securities issued in the relevant period with approval under Listing Rule 7.1 or Listing Rule 7.4,

- plus the number of partly paid ordinary securities that became fully paid in the relevant period,

- less the number of fully paid ordinary securities cancelled in the relevant period.

(Note: "A" has the same meaning as in Listing Rule 7.1 when calculating the 15% capacity);

D = 10%;

E = the number of equity securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period (being the 12-month period immediately preceding the date of the issue or agreement), where the issue or agreement has not been subsequently approved by holders of ordinary securities under Listing Rule 7.4.

(d) Purposes for which Placement Securities may be issued

The Company may seek to issue the Placement Securities as cash consideration for the acquisition of new assets and or other investments, or as cash for general working capital purposes.

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

(e) Effect on existing (non-participating) Shareholders

If Resolution 7 is approved by Shareholders and the Company issues Placement Securities under the 10% Placement Facility, the existing Shareholders' voting power in the Company will be diluted as shown in the below table. There is a risk that:

(i) the market price for the Company's equity securities may be significantly lower on the date of the issue of the Placement Securities than on the date of the Annual General Meeting; and

(ii) the Placement Securities may be issued at a price that is at a discount to the market price for the Company's equity securities on the issue date.

The below table is included for illustrative purposes and shows the potential dilution of existing Shareholders on the basis of the current market price of the Shares as at 29 September 2026 and the current number of Shares for variable "A" (above) calculated in accordance with the formula in Listing Rule 7.1A.2 as at the date of this Notice.

The table also shows:

(i) two examples where variable ‘A’ has increased by 50% and 100%. Variable ‘A’ is based on the number of Shares the Company has on issue as at the date of this Notice of Meeting. The number of Shares on issue may increase as a result of issues of 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 Listing Rule 7.1 that are approved at a future shareholders’ meeting; and

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(ii) two examples where the issue price of the Shares has decreased by 50% and increased by 50% as against the current market price.

The table has been prepared on the following assumptions:

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

(iv) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.

(v) 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 Annual General Meeting.

(vi) The table shows only the effect of issues of Placement Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.

(vii) The issue of Placement Securities under the 10% Placement Facility consists only of Shares.

(viii) The issue price is $0.045 being the closing price of the Shares on ASX on 29 September 2026.

			Dilution		
Number of Shares on Issue (Variable 'A' in Listing Rule 7.1A.2)*		**Shares issued – 10% voting dilution**	**Issue Price** (rounded down to nearest tenth of a cent)		
			$ 0.022	**$ 0.045**	**$ 0.067**
			50% decrease	**Issue Price**	**50% increase**
			Funds raised		
Current	428,428,229	42,842,823	$ 942,542	$ 1,927,927	$ 2,870,469
50% increase	856,856,458	85,685,646	$1,885,084	$ 3,855,854	$ 5,740,938
100% increase	642,642,343	64,264,234	$1,413,813	$ 2,891,891	$ 4,305,704

(f) Company's share allocation policy

The Company's share allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Placement Securities will be determined on a case-by-case basis having regard to the 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, issues in which existing security holders can participate;

(ii) the effect of the issue of the Placement 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.

(g) Information under ASX Listing Rule 7.3A.6

The Company has not issued or agreed to issue equity securities under Listing Rule 7.1A.2 in the 12 months preceding the AGM.

(h) Information under ASX Listing Rule 7.3A.7

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A voting exclusion statement is contained on page 5 of this Notice. As at the date of this Notice the Company is not proposing to make an issue of equity securities under Listing Rule 7.1A.2.

IDT Board Recommendation

The Directors recommend that shareholders vote in favour of Resolution 7.

Further information

The Directors are not aware of any other information which is relevant to the consideration by Shareholders of the proposed Resolutions set out in the Notice of Meeting.

The Directors recommend Shareholders read this Explanatory Statement in full and, if desired, seek advice from their own independent financial or legal adviser as to the effect of the proposed Resolutions before making any decision in relation to the proposed Resolutions.

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Glossary

Definitions

The following definitions are used in the Notice of Meeting and the Explanatory Statement:

Annual General Meeting / AGM means the Annual General Meeting of the Company to be held as a hybrid meeting on 18 November 2026 pursuant to the Notice of Meeting.

ASX means ASX Limited ACN 008 624 691.

ASX Listing Rules means the Listing Rules of the ASX as amended from time to time.

Board means the Board of Directors of the Company.

Closely Related Party has the meaning as provided in Section 9 of the Act, and includes a spouse, child or dependent of a KMP and a company controlled by a KMP.

Company means IDT Australia Limited ABN 66 006 522 970.

Corporations Act or **Act** means the *Corporations Act 2001* (Cth).

Director means a Director of the Company.

Explanatory Statement means the explanatory statement attached to this Notice.

Key Management Personnel or **KMP** means the members of the key management personnel whose remuneration is disclosed in the Remuneration Report.

Meeting means the Annual General Meeting subject to this Notice.

Notice of Meeting or **Notice** means this notice of Annual General Meeting.

Remuneration Report means the remuneration report of the Company for the year ended 30 June 2026 as set out in the Company's Annual Report for the year ended 30 June 2026.

Resolution means the resolutions referred to in the Notice of Meeting.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of a Share.

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Annexure A – Summary of the Employee Share Plan

A. Introduction

Subject to shareholder approval at the 2026 Annual General Meeting of IDT Australia Limited ('IDT'), it is proposed to renew the employee share plan called the IDT Employee Performance Rights Plan ('the Plan'). The commercial rationale for the Plan is set out in the Explanatory Note for that resolution in the Notice of Meeting.

This document summarises the Plan in compliance with ASX Listing Rule 7.2, Exception 13(b).

B. Performance Rights

Under the Plan, participants acquire 'Performance Rights'. Each Performance Right converts to one ordinary share in IDT, for no payment, if at the end of the vesting period (currently expected to be 3 years) performance-based vesting conditions are met.

C. Plan Events

The Plan involves events in the following chronological order:

1. offer and grant of Performance Rights;

2. 'vesting' of Performance Rights (if and when vesting conditions are met);

3. conversion of Performance Rights to shares; and

4. sale of shares.

Each of these is summarised below in turn, first by reference to relevant Plan Rules and then how the Board intends to utilise the rules to make initial offers under the Plan.

D. Offer and Grant

Rules

Under the Plan Rules, the Board has discretion over:

- when offers are made (currently expected to be annually);
- to which employees, executive directors (if approved by shareholders in accordance with Listing Rules) or individual contractors (for simplicity here referred to collectively as 'employees'); and
- the terms of each offer.

However, to achieve the commercial goals of the Plan, the rules constrain the Board's discretion in respect of two key parameters:

- the vesting conditions; and
- the number of Performance Rights granted.

Vesting conditions: In every offer, the Board must include vesting conditions that ensure rewards can only be delivered if, over the vesting period, there has been a minimum level of performance for each of the key stakeholders - that is:

1. the participant remains employed at the vesting date;

2. the participant's performance has been acceptable according to IDT's performance management system; and

3. IDT's shareholders and/or IDT have achieved a minimum acceptable level of performance.

Number of Performance Rights granted: The Board must select numbers of Performance Rights to be offered to ensure the Participant's overall remuneration package will be appropriate having regard to market practice for someone of the Participant's standing within IDT.

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E. Vesting

Rules

When the *vesting date* stated in the offer arrives, if the participant remains employed with IDT the Board will determine whether the vesting conditions have been satisfied and hence whether the Performance Rights vest.

The Board has power to vest Performance Rights early, before the vesting date, in 'special circumstances', such as death, disability, bona fide redundancy, or a takeover or change in control prior to the vesting date where the Board considers that IDT was on track to achieve its business goals by the vesting date.

Performance Rights will be forfeited if either:

- the Board determines that the vesting conditions have not been satisfied; or
- if the participant ceases employment before the vesting date,

unless the Board determines otherwise in special circumstances.

F. Conversion of Performance Rights

Rules

When vested, the Performance Rights will convert to shares upon whichever of the following is provided for in the offer:

1. automatically on vesting;
2. automatically on expiry of a Plan Sale Restriction Period; or
3. on the participant exercising the Performance Rights (at a time of the participant's choosing by lodging the required form).

Under methods 1 and 2, the Board may give the participant an opportunity to opt out of automatic conversion of the Performance Rights on the relevant date (vesting or expiry of a Plan Sale Restriction Period) to allow the participant to delay acquiring the shares until the participant chooses to exercise the Performance Rights (for example, when they wish to sell the shares).

Offers in future years

In future years, the Board may consider having Performance Rights convert to shares on expiry of a sale restriction (using method 2) to achieve further equity lock-in as explained below

G. Sale Restrictions

Rules

The employee can sell the shares any time subject to:

- any sale restriction if included in the offer (if a sale restriction is applicable, the shares can be sold on or after a fixed period set in the offer, earlier cessation of employment or an earlier date determined by the Board in the event of special circumstances such as a takeover); and
- IDT's prevailing securities dealing and other corporate governance policies (which could also be utilised if needed to minimise the number of shares sold all at once).

Offers in future years

In future years, the Board may consider including a sale restriction on the shares, to ensure participants, as long as they remain employed, keep 'skin in the game' for a further 1-to-2 years (making it a total of 4-to-5 years including the 3-year vesting period), especially as there will come a point in time when, even with a sale restriction, a tranche of shares will become saleable each year. A sale restriction could, for example, be defined as:

- for one third of the shares - no sale restriction;

- for another third of the shares - a sale restriction up to the first anniversary of the vesting date; and
- for the final third - a sale restriction up to the second anniversary of the vesting date.

Even with a sale restriction, the Board would have power to lift it early to deal with special circumstances - for example, if a participant is in financial hardship or in the event of a favourable takeover.

H. Taxation

The employee's taxing times are:

1. on acquiring the shares (or on expiry of any sale restriction if applicable) - the employee's assessable income would include the prevailing market value of the shares (or the sale proceeds if sold within 30 days); and

2. on selling the shares - if sold more than 30 days later, the employee's assessable income would include the excess, if any, of the sale proceeds over that amount, or one half thereof if the shares were held for at least 12 months.

Where Performance Rights, or shares acquired on conversion thereof, are acquired in the name of the employee's nominee rather than in the employee's name, this will not change the tax treatment under 1 above but would shift the assessment of capital gains tax under 2 to the employee's nominee

I. Other Features

1. The Plan includes an upper limit so that an offer of Performance Rights can only be made if the offer would not result in the total number of Performance Rights and shares subject to Plan sale restrictions exceeding 5% of IDT's diluted capital. (In practical terms, even if the Plan limit is reached, as Performance Rights convert to shares either without a Plan sale restriction or as Plan sale restrictions expire - that is, every 3-5 years, the Plan limit becomes 'refreshed' so that further Performance Rights can be offered.)

2. Shares acquired under the Plan rank equally with other fully-paid ordinary shares from the date of acquisition, and thus holders will be entitled to exercise voting rights and to participate in dividends and other shareholder distributions.

3. Each participant appoints those administering the Plan as their attorney to exercise administrative powers on the participant's behalf.

4. In order that the Plan has flexibility to deal with unforeseen circumstances, the Board has additional discretions as follows:

    a. to convert Performance Rights to shares before the vesting date (for example, to simplify the share register) in which case the resulting shares would be forfeited if Performance Rights would have been forfeited;

    b. if the participant requests, to have Performance Rights or shares acquired in the name of the participant's nominee;

    c. rather than the participant's Performance Rights converting to shares, to redeem them for a cash payment based on the prevailing market value of an equivalent number of shares, or provide a mix of cash and shares, and potentially delay payment thereof with interest for up to 2 years (for example, to cater for liquidity problems);

    d. rather than issue new shares, to have existing shares transferred;

    e. to have shares held by the trustee of an Employee Share Trust, and then potentially allow the participant to have dividends reinvested in further shares and/or for the trustee to redeem the participant's shares for a cash payment based on the prevailing market value of an equivalent number of shares rather than the shares being sold;

    f. to re-express the number of Performance Rights to take account of a bonus issue, rights issue or other capital reorganisation; and

    g. to grant options with an upfront price or exercise price.

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5. The Board has power to terminate or suspend the operation of the Plan or to amend the Plan. (Where the amendment, in net terms, would have a materially adverse effect on a participant's pre-existing rights, the Board must obtain the participant's consent, unless the amendment is introduced primarily to comply with law, correct a mistake or accommodate adverse tax implications.)

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Annexure B – Terms and Conditions of Director Options

1. Each Director Option (each referred to as an "option" in this Annexure) entitles the optionholder to subscribe for one fully paid ordinary share in the capital of the Company upon exercise of the option.

2. The options will be subject to the following vesting periods and vesting condition, and the amount payable on exercise of an option will be as follows:

Vesting Period and Exercise Price	Vesting Condition
• One third of the Director Options vest on the date of issue with an exercise price of $0.10. • One third of the Director Options vest on the date that is 12 months after the date of issue with an exercise price of $0.15 (subject to a Change of Control Event occurring, in which case the exercise price will be $0.10). • One third of the Director Options vest on the date that is 24 months after the date of issue with an exercise price of $0.20 (subject to a Change of Control Event occurring, in which case the exercise price will be $0.10).	Provision of continual services to the Company and remains a Director

3. Subject to paragraph 10 below, each option will expire on the date that is three years from their date of issue. An option not exercised on or before the expiry date will automatically lapse on the expiry date.

4. There are no participating rights or entitlements conferred on the options and the optionholder will not be entitled to participate with respect to the options in new issues offered to shareholders during the term of the options without exercising the options.

5. In the event of any reorganisation of capital of the Company, prior to the expiry date for exercise of the options, the number of options to which the optionholder is entitled or the exercise price of the options or both will be changed to comply with the Listing Rules applying to a reorganisation of capital at the time of reorganisation.

6. The options may be exercised during the exercise period by notice in writing to the Company and payment of the exercise price for each option being exercised by electronic funds transfer or other means of payment acceptable to the Company.

7. The Company will, within 5 business days after the receipt of a valid notice of exercise, issue Shares in respect of the options exercised and arrange for a holding statement for the Shares to be despatched.

8. If admitted to the Official List of ASX at the time, the Company will, within 7 days, apply for official quotation on ASX of the Shares issued upon the exercise of the options.

9. Shares issued on exercise of an option rank equally with the then issued shares of the Company.

10. If:

    (a) a takeover bid under Chapter 6 of the Corporations Act is made for the Shares and the relevant bidder acquires a relevant interest in at least 50.1% of the Shares on issue and the takeover bid has been declared unconditional then: (i) any options that have not yet vested will automatically vest; (ii) and any options not exercised within 7 days thereafter will automatically lapse;

    (b) a Court orders a meeting to be held in relation to a proposed scheme of arrangement in relation to the Company under Part 5.1 of the Corporations Act, the effect of which will be that a person will acquire a relevant interest in at least 50.1% of the Shares, and the scheme of arrangement has been approved by both the shareholders of the Company at the meeting by the necessary majorities and the Court, then: (a) any options that have not yet vested

will automatically vest; and (b) any options not exercised during the period which is 2 days of the Court approval will automatically lapse; or

(c) any person acquires a relevant interest in 50.1% of the Shares by any other means then: (i) any options that have not yet vested will automatically vest; and (ii) any options not exercised within 7 days thereafter will automatically lapse.

Each event referred to in paragraphs (a), (b) and (c) above is a "**Change of Control Event**" for the purposes of these option terms and conditions.

11. If the optionholder is an employee or director of the Company at the date of issue and ceases to be an employee or director of the Company for any reason whatsoever except by reason of death or total and permanent disability, the options which the optionholder is entitled to exercise at that time are exercisable within 30 days and any options not exercised during that period will automatically lapse.

12. The optionholder may exercise any number of the options without prejudice to the optionholder's ability to subsequently exercise any remaining options.

13. The Company will not seek to have the options quoted on ASX.

14. The options are transferrable subject to any applicable securities laws or ASX requirements.

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idt australia

ABN 66 006 522 970

LODGE YOUR VOTE

ONLINE
https://au.investorcentre.mpms.mufg.com

BY MAIL
IDT Australia Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235 Australia

BY FAX
+61 2 9287 0309

BY HAND
MUFG Corporate Markets (AU) Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150

ALL ENQUIRIES TO
Telephone: 1300 554 474 Overseas: +61 1300 554 474

X99999999999

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PROXY FORM

I/We being a member(s) of IDT Australia Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

☐ **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 you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00am (Melbourne time) Wednesday, 18 November 2026** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid meeting and you can attend in person at the **offices of Baker McKenzie, Level 19, 181 William Street, Melbourne VIC 3000** or participate by logging in online at **https://meetings.openbriefing.com/agm/IDT26** (refer to details in the Virtual Meeting Online Guide).

Important for Resolutions 1, 3, 4, 5 and 6: If the Chair of the Meeting is your proxy, either by appointment or default, and you have not indicated your voting intention below, you expressly authorise the Chair of the Meeting to exercise the proxy in respect of Resolutions 1, 3, 4, 5 and 6, even though the Resolutiosn are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

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

STEP 2

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions	For	Against	Abstain*
1 Adoption Of Remuneration Report	☐	☐	☐
2 Re-Election of Mr Mark Simari as a Director	☐	☐	☐
3 Approval to renew the Employee Share Plan	☐	☐	☐
4 Approval of issue of Performance Rights to Director Mr Mark Simari	☐	☐	☐
5 Approval of issue of Options to Director Mr Geoffrey Sam	☐	☐	☐
6 Approval of issue of Options to Director Dr Jane Ryan	☐	☐	☐
7 Approval of increased 7.1A placement capacity	☐	☐	☐

* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SAMPLE

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chair of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as they choose. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting virtually and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

(a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares 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; and

(b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am (Melbourne time) Monday, 16 November 2026,** being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:

ONLINE

https://au.investorcentre.mpms.mufg.com

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

BY MOBILE DEVICE

QR Code

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link **https://au.investorcentre.mpms.mufg.com** into your mobile device. Log in using the Holder Identifier and postcode for your securityholding.

To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.

BY MAIL

IDT Australia Limited
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235
Australia

BY FAX

+61 2 9287 0309

BY HAND

delivering it to C/- MUFG Corporate Markets (AU) Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

*During business hours Monday to Friday (9:00am - 5:00pm)

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SAMPLE

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Boronia, Victoria 3155, Australia
T +61 3 9801 8888
W www.idtaus.com.au

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16 October 2026

Dear Shareholder,

IDT Australia 2026 Notice of Annual General Meeting Access Letter

IDT Australia Limited (ASX:IDT), (**the Company**) is pleased to notify shareholders that its Annual General Meeting will be held as a hybrid meeting on Wednesday, 18 November 2026 at 10.00am (Melbourne time), with shareholders able to attend physically at the offices of Baker McKenzie, Level 19, 181 William Street, Melbourne, Victoria and as a virtual meeting (**Meeting**).

In accordance with Part 1.2AA of the Corporations Act 2001, the Company will only dispatch physical copies of the Notice of Meeting (**Notice**) to Shareholders who have elected to receive the Notice in physical form. The Notice, accompanying explanatory statement and annexures ("the Meeting Materials") and the Company's 2026 Annual Report are being made available to shareholders electronically and can be viewed and downloaded from the Company website here: https://en.idtaus.com.au/. The Meeting Materials will also be available on the Company's ASX market announcements page.

Details of our 2026 Annual General Meeting

Date:	Wednesday, 18 November 2026
Time:	10.00am (Melbourne time)
Physical meeting location:	Baker McKenzie, Level 19, 181 William Street, Melbourne, Victoria
Online meeting link:	https://meetings.openbriefing.com/agm/IDT26

The Company is pleased to provide shareholders with the opportunity to attend and participate in the meeting virtually, where shareholders will be able to watch, listen, and vote online. You can access the Meeting online at https://meetings.openbriefing.com/agm/IDT26.

After registering, you will receive a confirmation containing information on how to attend the virtual meeting on the day of the General Meeting.

Shareholders who are unable to join us at the Annual General Meeting are encouraged to submit their vote by proxy in advance of the meeting or, alternatively, to appoint a proxy to attend virtually and vote on your behalf.

Even if you plan to attend the virtual meeting, you are still encouraged to submit a proxy in advance of the meeting so that your votes can still be counted if for any reason you cannot attend.

Sincerely,

Mark Licciardo
Company Secretary