23/10/26

ASX Release

EMVision Medical Devices Ltd
ACN 620 388 230
Suite 4.01, 65 Epping Rd
Sydney NSW 2113
02 8667 5337
contact@emvision.com.au

NOTICE OF ANNUAL GENERAL MEETING

EMVision Medical Devices Limited (ASX: EMV) ("EMVision" or the "Company") advises of the following documents in relation to the upcoming Annual General Meeting:

- Shareholder Letter
- Notice of Annual General Meeting
- Proxy Form

For more information contact:

Emma Waldon, Company Secretary
ewaldon@emvison.com.au

[ENDS]

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All Registry communications to:
Automic Group
GPO Box 5193
Sydney NSW 2001
Telephone (free call within Australia): 1300 288 664
ASX Code: EMV
Email: hello@automicgroup.com.au

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23 October 2026

Upcoming Annual General Meeting of Shareholders

Dear Shareholder,

EMVision Medical Devices Ltd ACN 620 388 230 (ASX: EMV or "the **Company**"), advises the 2026 Annual General Meeting will be held in person at Suite 4.01, 65 Epping Road, Macquarie Park, New South Wales, 2113 on Tuesday, 24 November 2026 at 2.00pm (AEDT) (**Meeting**).

Notice of Meeting

The Notice of Meeting and Explanatory Memorandum (**Notice**) for the Meeting is available online and can be viewed and downloaded by shareholders of the Company (**Shareholders**) from the Company's website at emvision.com.au/investors/ or the Company's ASX market announcements platform at www.asx.com.au (ASX: EMV).

In accordance with sections 110C-110K of the Corporations Act 2001 (Cth) (as inserted by the Treasury Laws Amendment (2021 Measures No.1) Act 2021 (Cth), Shareholders will not be sent a hard copy of the Notice or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice and Proxy Form in hard copy.

Voting by Proxy

Online scan the QR code below using your smartphone	Lodge your Proxy vote online at https://singleholding.automic.com.au/login by following the below instructions: 1. Login to the Automic website using the holding details as shown on your holding statement. 2. Click on 'Meetings' - 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of your holding statement.

For further information on the online proxy lodgement process, or if you require a hard copy Proxy Form, please contact the Company's Share Registry, Automic Registry Services (**Automic**), at hello@automicgroup.com.au or via phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

Shareholder queries in relation to the Meeting

Shareholders can contact the Company Secretary with any questions prior to the meeting via email at ewaldon@emvision.com.au.

Copies of all Meeting related material including the Notice and the Company's Annual Report, are available to download from the Company's website and the Company's ASX market announcements platform. In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the ASX and the Company's website.

Authorised for ASX release by the Company Secretary.

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EMVISION MEDICAL DEVICES LTD

ABN 38 620 388 230

NOTICE OF ANNUAL GENERAL MEETING

TIME: 2.00 pm (AEDT)

DATE: Tuesday, 24 November 2026

PLACE: EMVision Office
Suite 4.01, 65 Epping Road,
Macquarie Park, NSW 2113

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary, using the contact details on page 25.

CONTENTS PAGE

Notice of Annual General Meeting (setting out the proposed Resolutions)	4
Explanatory Statement (explaining the proposed Resolutions)	11
Proxy Form	Separate

YOUR VOTE IS IMPORTANT

The business of the Annual General Meeting affects your shareholding and your vote is important.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting on the date and at the place set out on page 4.

VOTING BY PROXY

Shareholders are strongly encouraged to complete a Proxy Form to appoint the Chair of the Meeting as their proxy and to provide specific instructions on how the Shareholder's vote is to be exercised on each item of business. The Chair must follow your instructions. If a person other than the Chair is appointed as proxy, the proxy will revert to the Chair in the absence of the appointed proxy holder's attendance at the Meeting.

Lodgement instructions (which include the ability to lodge proxies electronically) are set out in the Proxy Form.

APPOINTING A PROXY

A Shareholder who is entitled to attend and vote at the Meeting may appoint a proxy to attend and vote at the Meeting on their behalf. A proxy does not need to be a Shareholder of the Company.

If a Shareholder is entitled to cast two or more votes at the Meeting, the Shareholder may appoint two proxies and may specify the percentage or number of votes each proxy can exercise. If the proxy form does not specify the percentage or number of the Shareholder's votes that each proxy may exercise, each proxy may exercise half of the Shareholder's votes on a poll. Fractions will be disregarded.

To appoint a proxy online, visit https://singleholding.automic.com.au/login , in the "Single Holding" section enter EMVision Medical Devices Ltd or the ASX code EMV in the Issuer name field, your Security Reference Number (SRN) or Holder Identification Number (HIN) (which is shown on your holding statement), postcode and click 'Access'. Select the 'Meetings' tab and then follow the prompts. You will be taken to have signed your Proxy Form if you lodge it in accordance with the instructions given on the website.

Alternatively, you can appoint a proxy by completing and signing the enclosed proxy form and sending the form:

(a) by post to Automic, GPO Box 5193, Sydney NSW 2001; or

(b) by hand to Automic, Level 5, 126 Phillip Street, Sydney NSW 2000.

The deadline for receipt of proxy appointments is 2.00 pm (AEDT) on Sunday, 22 November 2026.

Proxy appointments received later than this time will be invalid.

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POWER OF ATTORNEY

If the proxy form is signed under a power of attorney on behalf of a Shareholder, then the attorney must make sure that either the original power of attorney or a certified copy is sent with the proxy form, unless the power of attorney has already been provided to the Share Registry.

CORPORATE REPRESENTATIVES

If a representative of a corporate Shareholder or a corporate proxy will be attending the Meeting, the representative should bring to the Meeting adequate evidence of their appointment, unless this has previously been provided to the Share Registry.

An appointment of corporate representative form may be obtained from Automic online at https://www.automicgroup.com.au/hubfs/automic/forms/appointment-of-corporate-representative-form.pdf?hsLang=en-au

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NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting (**AGM**) of Shareholders of EMVision Medical Devices Ltd will be held at EMVision Office, Suite 4.01, 65 Epping Road, Macquarie Park at 2.00pm (AEDT) on Tuesday, 24 November 2026. Registration will open at 1.45 pm (AEDT).

The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the AGM. Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

The Directors have determined under Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders of the Company at 2.00 pm (AEDT) on Sunday, 22 November 2026.

AGENDA

ADOPTION OF ANNUAL REPORT

To receive and consider the Annual Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2026.

Note: there is no requirement for Shareholders to approve the Annual Report.

Shareholders will be asked to consider, and if thought fit, to pass, with or without amendment, the Resolution below, which will be proposed as a **Non-Binding Resolution**:

RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

"To adopt the EMVision Medical Devices Ltd Remuneration Report for the year ended 30 June 2026."

Shareholders will be asked to consider, and if thought fit, to pass, with or without amendment, Resolutions 2 to 9 below, which will be proposed as **Ordinary Resolutions**:

RESOLUTION 2 – RE-ELECTION OF DIRECTOR – JOHN KEEP

'That John Keep, retires by rotation in accordance with Article 7.3(b) of the Constitution, Listing Rule 14.4 and for all other purposes, and, being eligible and offering himself for re-election, is re-elected as a Director on the terms and conditions in the Explanatory Statement.'

RESOLUTION 3 – RE-ELECTION OF DIRECTOR – TONY KEANE

'That Tony Keane, retires by rotation in accordance with Article 7.3(b) of the Constitution, Listing Rule 14.4 and for all other purposes, and, being eligible and offering himself for re-election, is re-elected as a Director on the terms and conditions in the Explanatory Statement.'

RESOLUTION 4 – GRANT OF PERFORMANCE RIGHTS TO SCOTT KIRKLAND, MANAGING DIRECTOR & CEO

"That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of 800,000 Performance Rights to Scott Kirkland or his nominee, with the terms and conditions set out in the Explanatory Statement accompanying the Notice."

RESOLUTION 5 – GRANT OF OPTIONS TO SCOTT KIRKLAND, MANAGING DIRECTOR & CEO

"That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of 400,000 Options to Scott Kirkland or his nominee, with the terms and conditions set out in the Explanatory Statement accompanying the Notice."

RESOLUTION 6 – GRANT OF OPTIONS TO JOHN KEEP, NON-EXECUTIVE DIRECTOR

"That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of 300,000 Options to John Keep or his nominee, with the terms and conditions set out in the Explanatory Statement accompanying the Notice."

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RESOLUTION 7 – GRANT OF OPTIONS TO PHILIP DUBOIS, NON-EXECUTIVE DIRECTOR

"That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of 200,000 Options to Philip Dubois or his nominee, with the terms and conditions set out in the Explanatory Statement accompanying the Notice."

RESOLUTION 8 – GRANT OF OPTIONS TO TONY KEANE, NON-EXECUTIVE DIRECTOR

"That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of 200,000 Options to Tony Keane or his nominee, with the terms and conditions set out in the Explanatory Statement accompanying the Notice."

RESOLUTION 9 – APPROVAL OF EMPLOYEE INCENTIVE PLAN

"That for the purposes of ASX Listing Rule 7.2 (Exception 13(b)) and for all other purposes, the employee incentive plan of the Company known as the '*EMVision Medical Devices Ltd Employee Securities Incentive Plan'* (Plan) is approved and the issue of Equity Securities under the terms of the Plan on the terms and conditions set out in the Explanatory Statement accompanying the Notice."

Shareholders will be asked to consider, and if thought fit, to pass, with or without amendment, the Resolutions below, which will be proposed as a **Special Resolution**:

RESOLUTION 10 – APPROVAL OF 10% PLACEMENT CAPACITY

"That for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities totaling up to 10% of the issued capital, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement accompanying the Notice."

DATED: 23 OCTOBER 2026

BY ORDER OF THE BOARD



EMVISION MEDICAL DEVICES LTD
EMMA WALDON
COMPANY SECRETARY

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Voting Prohibition and Voting Exclusion Statements

For the definitions of Key Management Personnel (**KMP**) and Closely Related Parties, please refer to the Glossary on page 22.

The Corporations Act restricts members of the KMP of the Company and their Closely Related Parties from voting in relation to remuneration related Resolutions (such as Resolutions 1, 4, 5, 6, 7, 8, and 9), voting prohibitions.

In addition, separate voting restrictions apply in respect of Resolutions 4, 5, 6, 7, 8, 9 and 10 under the ASX Listing Rules, voting exclusions.

What this means for Shareholders: If you intend to appoint a member of the KMP (other than the Chairman of the Meeting) or a Closely Related Party of a member of the KMP as your proxy, please ensure that you direct them how to vote on Resolutions 1, 4, 5, 6, 7, 8, and 9. If you do not do so, your proxy will not be able to vote on your behalf on Resolutions 1, 4, 5, 6, 7, 8, and 9.

If you intend to appoint the Chairman of the Meeting as your proxy, you are encouraged to direct him how to vote by marking the boxes for Resolutions 1, 4, 5, 6, 7, 8, and 9 (for example if you wish to vote for, or against, or to abstain from voting). If you appoint the Chairman as your proxy without directing him how to vote, the Proxy Form authorises him to vote as he decides on Resolutions 1, 4, 5, 6, 7, 8, and 9 (even though those Resolutions are connected with the remuneration of KMP). The Chairman of the Meeting intends to vote in favour of all Resolutions (where permissible).

The Company will disregard votes cast on Resolutions 1, 4, 5, 6, 7, 8, 9 and 10 by the persons detailed in the below.

Resolution 1 – Adoption of Remuneration Report

Voting Prohibition Statement:
In accordance with the Corporations Act, a vote on Resolution 1 must not be cast (in any capacity) by or on behalf of any of the following persons:

(a) a member of the KMP, details of whose remuneration are included in the Remuneration Report for the year ended 30 June 2026; and
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

(a) the person does so as a proxy appointed by writing that specifies how the proxy is to vote on Resolution 1; or
(b) the person is the Chairman of the Meeting and the appointment of the Chairman as proxy:
    (i) does not specify the way the proxy is to vote on Resolution 1; and
    (ii) expressly authorises the Chairman to exercise the proxy even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the KMP.

Resolutions 4 – Grant of Performance Rights to Director – Scott Kirkland

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 4 on the basis of that appointment, if that person is:

(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 4 if the person does so as a proxy for a person who is entitled to vote where:

(a) the Proxy Form specifies how the proxy is to vote on Resolution 4; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 4 in accordance with an express authorisation on the Proxy Form.

In addition, a vote on Resolution 4 must not be cast (in any capacity) by or on behalf of Scott Kirkland (in respect of their relevant Resolution) or any of their associates. However, this prohibition does not apply if:

(a) the vote is cast by a person as proxy and the proxy form specifies how the proxy is to vote on Resolution 4; and

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(b) the vote is not cast on behalf of Scott Kirkland (as appropriate), their associates or any related party of them.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 4 by or on behalf of Scott Kirkland (or his nominee/s), and any other person who will obtain a material benefit as a result of, the proposed issue of the Performance Rights (except a benefit solely by reason of being a Shareholder), or any of their respective associates, and by or on behalf of any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Employee Incentive Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; 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.

Resolutions 5 – Grant of Options to Director – Scott Kirkland

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 5 on the basis of that appointment, if that person is:

(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 5 if the person does so as a proxy for a person who is entitled to vote where:

(a) the Proxy Form specifies how the proxy is to vote on Resolution 5; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 5 in accordance with an express authorisation on the Proxy Form.

In addition, a vote on Resolution 5 must not be cast (in any capacity) by or on behalf of Scott Kirkland (in respect of their relevant Resolution) or any of their associates. However, this prohibition does not apply if:

(a) the vote is cast by a person as proxy and the proxy form specifies how the proxy is to vote on Resolution 5; and
(b) the vote is not cast on behalf of Scott Kirkland (as appropriate), their associates or any related party of them.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 5 by or on behalf of Scott Kirkland (or his nominee/s), and any other person who will obtain a material benefit as a result of, the proposed issue of the Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates, and by or on behalf of any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Employee Incentive Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

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(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.

Resolutions 6 – Grant of Options to Director – John Keep

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 6 on the basis of that appointment, if that person is:
(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 6 if the person does so as a proxy for a person who is entitled to vote where:
(a) the Proxy Form specifies how the proxy is to vote on Resolution 6; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 6 in accordance with an express authorisation on the Proxy Form.

In addition, a vote on Resolution 6 must not be cast (in any capacity) by or on behalf of John Keep (in respect of their relevant Resolution) or any of their associates. However, this prohibition does not apply if:
(a) the vote is cast by a person as proxy and the proxy form specifies how the proxy is to vote on Resolution 6; and
(b) the vote is not cast on behalf of John Keep (as appropriate), their associates or any related party of them.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 6 by or on behalf of John Keep (or his nominee/s), and any other person who will obtain a material benefit as a result of, the proposed issue of the Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates, and by or on behalf of any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Employee Incentive Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:
(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; 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.

Resolutions 7 – Grant of Options to Director – Philip Dubois

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 7 on the basis of that appointment, if that person is:
(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

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However, a person described above may cast a vote on Resolution 7 if the person does so as a proxy for a person who is entitled to vote where:

(a) the Proxy Form specifies how the proxy is to vote on Resolution 7; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 7 in accordance with an express authorisation on the Proxy Form.

In addition, a vote on Resolution 7 must not be cast (in any capacity) by or on behalf of Philip Dubois (in respect of their relevant Resolution) or any of their associates. However, this prohibition does not apply if:

(a) the vote is cast by a person as proxy and the proxy form specifies how the proxy is to vote on Resolution 7; and
(b) the vote is not cast on behalf of Philip Dubois (as appropriate), their associates or any related party of them.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 7 by or on behalf of Philip Dubois (or his nominee/s), and any other person who will obtain a material benefit as a result of, the proposed issue of the Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates, and by or on behalf of any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Employee Incentive Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; 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.

Resolutions 8 – Grant of Options to Director – Tony Keane

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 8 on the basis of that appointment, if that person is:

(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 8 if the person does so as a proxy for a person who is entitled to vote where:

(a) the Proxy Form specifies how the proxy is to vote on Resolution 8; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 8 in accordance with an express authorisation on the Proxy Form.

In addition, a vote on Resolution 8 must not be cast (in any capacity) by or on behalf of Tony Keane (in respect of their relevant Resolution) or any of their associates. However, this prohibition does not apply if:

(a) the vote is cast by a person as proxy and the proxy form specifies how the proxy is to vote on Resolution 8; and
(b) the vote is not cast on behalf of Tony Keane (as appropriate), their associates or any related party of them.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 8 by or on behalf of Tony Keane (or his nominee/s), and any other person who will obtain a material benefit as a result of, the proposed issue

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of the Options (except a benefit solely by reason of being a Shareholder), or any of their respective associates, and by or on behalf of any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company's Employee Incentive Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; 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.

Resolution 9 – Approval of Employee Incentive Plan

Voting Prohibition Statement:
In accordance with the Corporations Act, a person appointed as proxy must not vote on Resolution 9 on the basis of that appointment, if that person is:

(a) a member of the KMP as at the date of the Meeting; or
(b) Closely Related Parties of such a member.

However, a person described above may cast a vote on Resolution 9 if the person does so as a proxy for a person who is entitled to vote where:

(a) the Proxy Form specifies how the proxy is to vote on Resolution 9; or
(b) the proxy is the Chairman of the Meeting, who may vote in favour of Resolution 9 in accordance with an express authorisation on the Proxy Form.

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 9 by or on behalf of any person who is eligible to participate in the Plan, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
(b) the Chair as proxy or attorney for a person who is entitled to vote, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; 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.

Resolution 10 – Approval of 10% Placement Capacity

Voting Exclusion Statement:
The Company will disregard any votes cast on Resolution 10 if at the time of the Meeting, the Company is proposing to make an issue of Equity Securities under Listing Rule 7.1A.2, by or on behalf of any persons who are expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a Shareholder), or any of their respective associates.

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The above voting exclusions do not apply to a vote cast in favour of the relevant 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 as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(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 has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted at the Annual General Meeting to be held on Tuesday, 24 November 2026 at 2.00 pm (AEDT).

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

1. ANNUAL REPORT

The business of the Meeting will include receipt and consideration of the Company's Annual Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2026, which are included in EMVision's Annual Report.

In accordance with the Corporations Act, Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the Annual Report, and on the management of EMVision.

The Company's auditor will be present at the Meeting. During the discussion of this item, the auditor will be available to answer questions on:

(a) the conduct of the audit;
(b) the preparation and content of the Auditor's Report;
(c) the 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.

Written questions for the auditor

If you would like to submit a written question about the content of the Auditor's Report or the conduct of the audit of the Annual Financial Report to the Company's auditor, please send your question to the Company Secretary. A list of qualifying questions will be made available at the Meeting.

Please note that all written questions must be received at least five business days before the Meeting, that is by Tuesday, 17 November 2026.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

The Remuneration Report is set out in the Annual Report. The Remuneration Report details the Company's remuneration arrangements for the Directors and senior management of the Company.

Section 250R(2) of the Corporations Act requires that a resolution to adopt the Remuneration Report be put to the vote of the Company. Shareholders should note that the vote on Resolution 1 is advisory only and not binding on the Company or its Directors.

However, under the Corporations Act, if at least 25% of the votes cast on Resolution 1 are against the adoption of the Remuneration Report then:

(a) if comments are made on the Remuneration Report at the Meeting, EMVision's 2027 Remuneration Report will be required to include an explanation of the Board's proposed action in response or, if no action is proposed, the Board's reasons for this; and
(b) if, at next year's AGM, at least 25% of the votes cast on the resolution for adoption of the 2027 Remuneration Report are against it, EMVision will be required to put to Shareholders a resolution proposing that an Extraordinary General Meeting (**EGM**) be called to consider the removal of the whole Board (**Spill Resolution**). If the Spill Resolution is passed (i.e. more than 50% of the votes cast are in favour of it), all of the Directors (other than the Managing Director) who were in office at the date of approval of the applicable Directors' Report will cease to hold office at the subsequent EGM, unless re-elected at that Meeting.

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In accordance with the Corporations Act, Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the Remuneration Report.

Board recommendation: *The Remuneration Report forms part of the Directors' Report, which was approved in accordance with a unanimous resolution of the Board. Given the personal interests of all Directors in the outcome of this Resolution, the Board declines to make a recommendation to Shareholders regarding this Resolution.*

3. RESOLUTIONS 2 AND 3 - RE-ELECTION OF DIRECTORS – JOHN KEEP & TONY KEANE

Constitution

Retirement by rotation

Article 7.3(c) of the Constitution requires that each annual general meeting, one-third of directors for the time being (rounded down to the nearest whole number) shall retire from office.

Article 7.3(b) of the Constitution and Listing Rule 14.4 both require that a director must not hold office without re-election (i) past the third annual general meeting following the director's appointment or last election; or (ii) for more than 3 years, whichever is the longer.

Article 7.3(f) provides that a director who retires under article 7.3(b) is eligible for re-election. This retirement rule does not apply to the Managing Director.

John Keep

John Keep retires by rotation pursuant to Resolution 2 and seeks re-election in accordance with article 7.3 of the Constitution.

If elected, John Keep is considered by the Board (with John Keep abstaining) to be an independent Director and is free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of his judgement.

John Keep has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

Brief Curriculum Vitae of John Keep
Non-Executive Director – Independent - appointed 2 March 2018

Experience and expertise
Mr John Keep has extensive public company board and senior management experience in the healthcare and hospitality sectors including both medical diagnostic companies and start-up enterprises. Previously Chief Executive of Queensland Diagnostic Imaging, one of Queensland's most successful radiology and diagnostic imaging groups and later as Director of Operations at Lemarne Healthcare, a company specialising in the diagnosis and treatment of skin cancer. Mr Keep is currently the Chair of Ceretas Limited (ASX:CTS) and previously Company Secretary of Castlemaine Tooheys Limited which had a market capitalisation on the ASX of $1.2 Billion prior to its takeover.

Qualifications
Bachelor's degree (Economics and Financial Studies Major) from Macquarie University, alumnus of INSEAD Business School, Fontainebleau.

Current directorships of other listed companies
Ceretas Limited (ASX:CTS)

Former directorships of other listed companies in the last three years
None

Special responsibilities
Chair and Member of Audit & Risk Committee

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Board recommendation: *The Directors (with John Keep abstaining) unanimously recommend the re-election of John Keep.*

Tony Keane

Tony Keane retires by rotation pursuant to Resolution 3 and seeks re-election in accordance with article 7.3 of the Constitution.

If elected, Tony Keane is considered by the Board (with Tony Keane abstaining) to be an independent Director and is free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of his judgement.

Tony Keane has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

Brief Curriculum Vitae of Tony Keane
Non-Executive Director – Independent - appointed 29 June 2018

Experience and expertise
Mr Tony Keane is an experienced business and finance executive and holds a number of independent non-executive director and advisory board roles. Mr Keane also undertakes finance advisory and consultancy assignments for various business clients and previously held numerous roles with a major trading bank principally in business, corporate and institutional banking. Prior to its de-listing and sale to an international investment consortium, Mr Keane was previously an Independent Non-Executive Director and Chairman of National Storage Holdings Ltd, the holding company established for National Storage REIT, the first independent, internally managed and fully-integrated owner and operator of self-storage centres listed on the ASX.

Qualifications
Bachelor of Science (Mathematics) degree from University of Adelaide, a Graduate Diploma in Corporate Finance from Swinburne and a Graduate of the Australian Institute of Company Directors

Current directorships of other listed companies
None

Former directorships of other listed companies in the last three years
National Storage Holdings Ltd (ASX: NSR)

Special responsibilities
Chair of Audit & Risk Committee and Member of Remuneration & Nomination Committee.

Board recommendation: *The Directors (with Tony Keane abstaining) unanimously recommend the re-election of Tony Keane.*

4. RESOLUTION 4 – APPROVAL TO ISSUE PERFORMANCE RIGHTS TO SCOTT KIRKLAND, MANAGING DIRECTOR & CEO

Background

The Company seeks approval for the issue of 800,000 Performance Rights to Managing Director & CEO Scott Kirkland under the Company's Employee Incentive Plan.

Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

(a) a director of the company (Listing Rule 10.14.1);
(b) an associate of a director the company (Listing Rule 10.14.2); or

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(c) a person whose relation with the company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The proposed issue of the Performance Rights falls within Listing Rule 10.14.1 (or Listing Rule 10.14.2 if the Director elects for the Options to be granted to their nominee) and therefore requires the approval of Shareholders under Listing Rule 10.14.

If approval is given by shareholders under Listing Rule 10.14, separate shareholder approval is not required under Listing Rule 10.11 and 7.1. Accordingly, the issue of the securities to the related parties will not be included in the calculation of the Company's placement capacities.

Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
(b) give the benefit within 15 months following such approval,

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

The grant of the Performance Rights constitutes giving a financial benefit and Scott Kirkland is a related party of the Company by virtue of being a Director.

The Directors (other than Scott Kirkland) have considered the application of Chapter 2E of the Corporations Act to the proposed issue of Performance Rights and considers that the financial benefit given by the grant of the Performance Rights constitutes reasonable remuneration within the meaning of section 211(1) of the Corporations Act.

The Company is not seeking Shareholder approval for the issue of the Performance Rights pursuant to section 208 of the Corporations Act in addition to the approvals being sought under the ASX Listing Rules.

Shareholder approval and Specific information required by Listing Rule 14.1A

Shareholder approval is sought for the issue under the Employee Incentive Plan of up to 800,000 Performance Rights to Scott Kirkland or his nominee, with the conditions set out below, for all purposes, including ASX Listing Rule 10.14.

If Resolution 4 is passed the Company will be able to proceed with the issue of Performance Rights to Scott Kirkland under the Employee Incentive Plan with the conditions set out below.

If Resolution 4 is not passed, the Company will not be able to proceed with the issue of Performance Rights to Scott Kirkland under the Employee Incentive Plan. This may potentially impact the Company's ability to retain the services of a qualified and experienced Managing Director & CEO and require the Company to consider alternative forms of remuneration.

Specific information required by Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15, the following information is provided to Shareholders:

(a) The Performance Rights will be issued to Scott Kirkland or to his nominee.

(b) Scott Kirkland is a Director and related party of the Company and falls within the category set out in ASX Listing Rule 10.14.1 by virtue of being a Director.

(c) The maximum number of Performance Rights that will be issued to Scott Kirkland or to his nominee is 800,000.

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(d) The current remuneration package of Scott Kirkland is Base Salary of $400,000 plus statutory superannuation plus an STI cash bonus of up to $120,000 inclusive of any applicable statutory superannuation based on the achievement of KPIs during the financial year ended 30 June 2027.

(e) Scott Kirkland has previously been issued the following Equity Securities under the Employee Incentive Plan. No monetary consideration was payable for the issue of these Options.

Director	Option Details	Number of Options
Scott Kirkland	Exercise Price $0.35, Expiry 31-Dec-21	600,000
Scott Kirkland	Exercise Price $2.25, Expiry 31-Dec-25	500,000

(f) The material terms and conditions, including vesting milestones, of the Performance Rights are set out at Schedule B.

(g) The Company proposes to issue the Performance Rights as a cost-effective, non-cash means of incentivising Scott Kirkland to deliver the milestones that will transform EMVision from a clinical-stage developer into a commercial medical device company, with each of the four tranches (see Schedule B) tied to value defining events in the Company's strategy..

The Directors believe that the Performance Rights:
(i) will align the interests of Scott Kirkland with those of Shareholders; and
(ii) are a reasonable and appropriate method to provide cost-effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Scott Kirkland.

The number of Performance Rights to be issued has been determined based upon a consideration of:
(i) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;
(ii) the remuneration of Scott Kirkland;
(iii) incentives to ensure the Company can attract and retain the service of a Managing Director & CEO who has appropriate knowledge and expertise, while maintaining the Company's cash reserves; and
(iv) inclusion of an appropriate and demonstrable nexus between the vesting conditions and the purpose for which Scott Kirkland is being issued the Performance Rights.

The Directors do not consider that there are any opportunity costs to the Company or benefits foregone by the Company in issuing the Performance Rights on the terms proposed.

(h) The valuation of the Performance Rights, including the valuation methodology and relevant assumptions, is set out at Schedule B.

(i) The Performance Rights will be issued as soon as practicable after the Meeting, and in any event, no later than 3 months after the date of the Meeting.

(j) No monetary consideration is payable for the issue of the Performance Rights.

(k) A summary of the material terms of the Employee Incentive Plan are set out in Schedule A.

(l) No loans will be provided in respect of the issue of the Performance Rights.

(m) Details of any Performance Rights issued under the Employee Incentive Plan will be published in the Company's 2027 Annual Report 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 Options under the Employee Incentive Plan after the resolution is

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approved at the Meeting and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

(n) A voting exclusion applies to this item of business, as set out in the Notice of Meeting.

Board recommendation: *The Directors, with Scott Kirkland who has a personal interest in the Resolution abstaining, unanimously recommend that Shareholders vote in favour of approving the grant of Performance Rights to Scott Kirkland.*

5. RESOLUTION 5 – APPROVAL TO ISSUE OPTIONS TO SCOTT KIRKLAND, MANAGING DIRECTOR & CEO

Background

The Company seeks approval for the issue of 400,000 Options to Managing Director & CEO Scott Kirkland under the Company's Employee Incentive Plan.

Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

(a) a director of the company (Listing Rule 10.14.1);
(b) an associate of a director the company (Listing Rule 10.14.2); or
(c) a person whose relation with the company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The proposed issue of the Options falls within Listing Rule 10.14.1 (or Listing Rule 10.14.2 if the Director elects for the Options to be granted to their nominee) and therefore requires the approval of Shareholders under Listing Rule 10.14.

If approval is given by shareholders under Listing Rule 10.14, separate shareholder approval is not required under Listing Rule 10.11 and 7.1. Accordingly, the issue of the securities to the related parties will not be included in the calculation of the Company's placement capacities.

Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
(b) give the benefit within 15 months following such approval,

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

The grant of the Options constitutes giving a financial benefit and Scott Kirkland is a related party of the Company by virtue of being a Director.

The Directors (other than Scott Kirkland) have considered the application of Chapter 2E of the Corporations Act to the proposed issue of Options and considers that the financial benefit given by the grant of the Options constitutes reasonable remuneration within the meaning of section 211(1) of the Corporations Act.

The Company is not seeking Shareholder approval for the issue of the Options pursuant to section 208 of the Corporations Act in addition to the approvals being sought under the ASX Listing Rules.

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Shareholder approval and Specific information required by Listing Rule 14.1A

Shareholder approval is sought for the issue under the Employee Incentive Plan of up to 400,000 Options to Scott Kirkland or his nominee, with the conditions set out below, for all purposes, including ASX Listing Rule 10.14.

If Resolution 5 is passed the Company will be able to proceed with the issue of Options to Scott Kirkland under the Employee Incentive Plan with the conditions set out below.

If Resolution 5 is not passed, the Company will not be able to proceed with the issue of Options to Scott Kirkland under the Employee Incentive Plan. This may potentially impact the Company's ability to retain the services of a qualified and experienced Managing Director & CEO and require the Company to consider alternative forms of remuneration.

Specific information required by Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15, the following information is provided to Shareholders:

(a) The Options will be issued to Scott Kirkland or to his nominee.

(b) Scott Kirkland is a Director and related party of the Company and falls within the category set out in ASX Listing Rule 10.14.1 by virtue of being a Director.

(c) The maximum number of Options that will be issued to Scott Kirkland or to his nominee is 400,000.

(d) The current remuneration package of Scott Kirkland is Base Salary of $400,000 plus statutory superannuation plus an STI cash bonus of up to $120,000 inclusive of any applicable statutory superannuation based on the achievement of KPIs during the financial year ended 30 June 2027.

(e) Scott Kirkland has previously been issued the following Equity Securities under the Employee Incentive Plan. No monetary consideration was payable for the issue of these Options.

Director	Option Details	Number of Options
Scott Kirkland	Exercise Price $0.35, Expiry 31-Dec-21	600,000
Scott Kirkland	Exercise Price $2.25, Expiry 31-Dec-25	500,000

(f) The material terms and conditions of the Options are set out at Schedule C.

(g) The Company proposes to issue the Options as a cost-effective, non-cash means of incentivising Scott Kirkland to deliver share price improvement over time.

The Directors believe that the Options:
(i) will align the interests of Scott Kirkland with those of Shareholders; and
(ii) are a reasonable and appropriate method to provide cost-effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Scott Kirkland.

The number of Options to be issued has been determined based upon a consideration of:
(i) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;
(ii) the remuneration of Scott Kirkland;
(iii) incentives to attract and retain the service of a Managing Director & CEO who has appropriate knowledge and expertise, while maintaining the Company's cash reserves; and
(iv) inclusion of exercise prices at a premium to the Company's current share price and time based vesting criteria (see Schedule C).

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The Directors do not consider that there are any opportunity costs to the Company or benefits foregone by the Company in issuing the Options on the terms proposed.

(h) The valuation of the Options, including the valuation methodology and relevant assumptions, is set out at Schedule C.

(i) The Options will be issued as soon as practicable after the Meeting, and in any event, no later than 3 months after the date of the Meeting.

(j) No monetary consideration is payable for the issue of the Options.

(k) A summary of the material terms of the Employee Incentive Plan are set out in Schedule A.

(l) No loans will be provided in respect of the issue of the Options.

(m) Details of any Options issued under the Employee Incentive Plan will be published in the Company's 2027 Annual Report 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 Options under the Employee Incentive Plan after the resolution is approved at the Meeting and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

(n) A voting exclusion applies to this item of business, as set out in the Notice of Meeting.

Board recommendation: *The Directors, with Scott Kirkland who has a personal interest in the Resolution abstaining, unanimously recommend that Shareholders vote in favour of approving the grant of Options to Scott Kirkland.*

6. RESOLUTION 6, 7 & 8 – GRANT OF OPTIONS TO NON-EXECUTIVE DIRECTORS, JOHN KEEP, TONY KEANE & PHILIP DUBOIS

Background

The Company seeks approval for the issue of the following Options under the Company's Employee Incentive Plan (together, the Non-Executive Director Options):
(a) 300,000 Options to John Keep (Resolution 6);
(b) 200,000 Options to Philip Dubois (Resolution 7); and
(c) 200,000 Options to Tony Keane (Resolution 8);

Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

(a) a director of the company (Listing Rule 10.14.1);
(b) an associate of a director the company (Listing Rule 10.14.2); or
(c) a person whose relation with the company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The proposed issue of the Non-Executive Director Options falls within Listing Rule 10.14.1 (or Listing Rule 10.14.2 if the Director elects for the Non-Executive Director Options to be granted to their nominee) and therefore requires the approval of Shareholders under Listing Rule 10.14.

If approval is given by shareholders under Listing Rule 10.14, separate shareholder approval is not required under Listing Rule 10.11 and 7.1. Accordingly, the issue of the securities to the related parties will not be included in the calculation of the Company's placement capacities.

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Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

(a) obtain Shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
(b) give the benefit within 15 months following such approval,

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

The grant of the Non-Executive Director Options constitutes giving a financial benefit and John Keep, Philip Dubois and Tony Keane are related parties of the Company by virtue of being Directors.

The Directors (other than John Keep in respect of Resolution 6, Philip Dubois in respect of Resolution 7 and Tony Keane in respect of Resolution 8) have considered the application of Chapter 2E of the Corporations Act to the proposed issue of Non-Executive Director Options and considers that the financial benefit given by the grant of the Non-Executive Director Options constitutes reasonable remuneration within the meaning of section 211(1) of the Corporations Act.

The Company is not seeking Shareholder approval for the issue of the Options pursuant to section 208 of the Corporations Act in addition to the approvals being sought under the ASX Listing Rules.

Shareholder approval and Specific information required by Listing Rule 14.1A

Shareholder approval is sought for the issue under the Employee Incentive Plan of Non-Executive Director Options to John Keep, Philip Dubois and Tony Keane (or their respective nominees) as applicable, with the conditions set out below, for all purposes, including ASX Listing Rule 10.14.

Resolutions 6, 7 and 8 are independent of one another.

If Resolutions 6, 7 or 8 are passed, the Company will be able to issue the Non-Executive Director Options to John Keep, Philip Dubois and Tony Keane (or their respective nominees) as applicable.

If Resolutions 6, 7 or 8 are not passed, the Company will not be able to proceed with the issue of the respective Non-Executive Director Options to John Keep, Philip Dubois and Tony Keane (or their respective nominees) as applicable. This may potentially impact the Company's ability to retain the services of highly qualified and experienced Non-Executive Directors and require the Company to consider alternative forms of remuneration.

Specific information required by Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15, the following information is provided to Shareholders:

(a) The Non-Executive Director Options will be issued to John Keep (in relation to Resolution 6), Philip Dubois (in relation to Resolution 7) and Tony Keane (in relation to Resolution 8) (or their respective nominees) as applicable.

(b) John Keep, Philip Dubois and Tony Keane are Directors and related parties of the Company and fall within the category set out in ASX Listing Rule 10.14.1 by virtue of being Directors.

(c) The maximum number of Non-Executive Director Options that will be issued is 300,000 (in relation to Resolution 6), 200,000 (in relation to Resolution 7) and 200,000 (in relation to Resolution 8).

(d) The current remuneration packages of the Non-Executive Directors are as follows:
John Keep $98,325 plus statutory superannuation per annum

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Tony Keane	$56,925 plus $5,175 for being a member of a Board committee, plus statutory superannuation per annum
Philip Dubois	$56,925 plus $5,175 for being a member of a Board committee, plus statutory superannuation per annum.

(e) John Keep, Philip Dubois and Tony Keane have previously been issued the following Equity Securities under the Employee Incentive Plan. No monetary consideration was payable for the issue of these Options.

Director	Option Details	Number of Options
John Keep	Exercise Price $0.35, Expiry 31-Dec-21	400,000
John Keep	Exercise Price $2.25, Expiry 31-Dec-25	300,000
Philip Dubois	Exercise Price $3.95, Expiry 29-Sep-23	500,000
Philip Dubois	Exercise Price $2.25, Expiry 31-Dec-25	200,000
Tony Keane	Exercise Price $0.35, Expiry 31-Dec-21	500,000
Tony Keane	Exercise Price $2.25, Expiry 31-Dec-25	200,000

(f) The material terms and conditions of the Non-Executive Director Options are set out at Schedule D.

(g) The Company proposes to issue Options as a cost effective, non-cash means of incentivising John Keep, Philip Dubois and Tony Keane. The issue of the Options is designed to achieve this objective by encouraging continued improvement in performance over time.

The Directors believe that the Non-Executive Director Options:
(i) will align the interests of John Keep, Philip Dubois and Tony Keane with those of Shareholders; and
(ii) are a reasonable and appropriate method to provide cost-effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to John Keep, Philip Dubois and Tony Keane.

The number of Non-Executive Director Options to be issued has been determined based upon a consideration of:
(i) current market standards and/or practices of other ASX listed companies of a similar size and stage of development to the Company;
(ii) the remuneration of John Keep, Philip Dubois and Tony Keane;
(iii) incentives to attract and retain the services of a Chair and Non-Executive Directors who have appropriate knowledge and expertise, while maintaining the Company's cash reserves; and
(iv) inclusion of exercise prices at a premium to the Company's current share price (see Schedule D).

The Directors do not consider that there are any opportunity costs to the Company or benefits foregone by the Company in issuing the Non-Executive Director Options on the terms proposed.

(h) The valuation of the Non-Executive Director Options, including the valuation methodology and relevant assumptions, is set out at Schedule D.

(i) The Non-Executive Director Options will be issued as soon as practicable after the Meeting, and in any event, no later than 3 months after the date of the Meeting.

(j) No monetary consideration is payable for the issue of the Non-Executive Director Options.

(k) A summary of the material terms of the Employee Incentive Plan are set out in Schedule A.

(l) No loans will be provided in respect of the issue of the Non-Executive Director Options.

(m) Details of any Options issued under the Employee Incentive Plan will be published in the Company's 2027 Annual Report 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

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who become entitled to participate in an issue of Options under the Employee Incentive Plan after the resolution is approved at the Meeting and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

(n) A voting exclusion applies to this item of business, as set out in the Notice of Meeting.

Board recommendation: *The Directors (with John Keep who has a personal interest in Resolution 6 abstaining from Resolution 6, with Philip Dubois who has a personal interest in Resolution 7 abstaining from Resolution 7 and with Tony Keane who has a personal interest in Resolution 8 abstaining from Resolution 8) unanimously recommend that Shareholders vote in favour of approving the grant of the Non-Executive Director Options.*

7. RESOLUTION 9 – APPROVAL OF EMPLOYEE INCENTIVE PLAN

Background

The Company's Employee Securities Incentive Plan (Plan) was adopted following shareholder approval for the purposes of ASX Listing Rule 7.2 (Exception 13(b)) and for all other purposes at the AGM held on 15 November 2023, and a summary of the terms of the Plan is set out in Schedule A.

Under the Plan, the Board may offer to eligible persons the opportunity to subscribe for such number of Equity Securities in the Company as the Board may decide and, on the terms, set out in the rules of the Plan. The objective of the Plan is to attract, motivate and retain key employees and it is considered by the Company that future issue of Equity Securities under the Plan will provide selected employees with the opportunity to participate in the future growth of the Company.

Resolution 9 seeks Shareholder approval for the Plan in accordance with Listing Rule 7.2 exception 13(b).

Listing Rules 7.1 and 7.2, exception 13(b)

ASX Listing Rule 7.1 restricts listed companies in relation to the number of Equity Securities that they can issue or agree to issue without shareholder approval. Generally, a listed company cannot, in any 12 month period, issue a number of Equity Securities which is more than 15% of their fully paid ordinary shares on issue without shareholder approval, unless an exception applies.

Listing Rule 7.2, exception 13(b), provides an exception to Listing Rule 7.1 such that issues of Equity Securities under an employee incentive scheme are exempt for a period of three years from the date on which Shareholders approve the issue of Equity Securities under the scheme as an exception to Listing Rule 7.1.

Listing Rule 7.2, exception 13(b), ceases to be available to the Company if there is a material change to the terms of the Plan from those set out in this Notice in Schedule A.

If Resolution 9 is passed, the Company will be able to issue Equity Securities under the Plan pursuant to Listing Rule 7.2, exception 13(b), to eligible participants over a period of three years up to a nominated maximum amount without using the Company's 15% annual placement capacity under Listing Rule 7.1.

However, any future issues of Equity 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 will require additional Shareholder approval under Listing Rule 10.14 at the relevant time.

If Resolution 9 is not passed, any issue of Equity Securities pursuant to the Plan must either be undertaken using the Company's 15% annual placement capacity under Listing Rule 7.1, or with prior Shareholder approval.

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Specific information required by Listing Rule 7.2, exception 13(b)

Pursuant to and in accordance with Listing Rule 7.2, exception 13(b), the following information is provided in relation to the Plan:

(a) A summary of the material terms of the Plan is in Schedule A.

(b) As at the date of this Notice, the following Equity Securities have been issued under the Plan since it was last approved at the AGM held on 15 November 2023:

Date of Issue	Type of Security	Recipient(s)	Number of Equity Securities
10 Sep 2024	Performance Rights	Employees (non KMP)	94,646
10 Sep 2024	Options	Employees (non KMP)	400,000
20 Nov 2024	Options	Patryk Kania (Director)	200,000
11 Aug 2025	Options	Employees (non KMP)	800,000
11 Aug 2025	Performance Rights	Employees (non KMP)	200,000
24 Sep 2025	Performance Rights	Employees (non KMP)	199,471
18 Nov 2025	Options	Carmel Monaghan (Director)	200,000
6 Feb 2026	Options	Employees (non KMP)	400,000
6 Feb 2026	Performance Rights	Employees (non KMP)	100,000
10 Apr 26	Performance Rights	Employees (non KMP)	60,000
11 Sep 2026	Performance Rights	Employees (non KMP)	272,617
Total			2,926,734

(c) The maximum number of Equity Securities proposed to be issued under the Plan pursuant to Listing Rule 7.2, exception 13(b), following approval of Resolution 9 is 10,075,164 Equity Securities. This number comprises approximately 10% of the Company's Equity Securities currently on issue.

(d) A voting exclusion statement is included in the Notice.

Board recommendation: *The Directors unanimously recommend that Shareholders vote in favour of approving the Plan.*

8. RESOLUTION 10 – APPROVAL OF 10% PLACEMENT CAPACITY

ASX Listing Rule 7.1A

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its Shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Under Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25% (**10% Placement Facility**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of $300 million or less. The Company is an eligible entity for these purposes.

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. As at the date of the Notice, the Company has one quoted class of Equity Securities on issue on the ASX, being the Shares (ASX Code: EMV).

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

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Shareholder approval and specific information required by Listing Rule 14.1A

Resolution 10 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

If Resolution 10 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 10 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

Specific information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution 10.

(a) **Approval Period**

The Equity Securities may be issued under the 10% Placement Facility commencing on the date of the Meeting and expiring on the first to occur of the following:

(i) 12 months after the date of this Meeting; and
(ii) the time and date of the Company's next Annual General Meeting; and
(iii) the date of approval by Shareholders of any transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of the Company's activities) or 11.2 (disposal of the Company's main undertaking after which date, an approval under Listing Rule 7.1A ceases to be valid),

(**10% Placement Capacity Period**).

(b) **Minimum Price**

The minimum price at which the Equity Securities may be issued is 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 ASX trading days on which trades in that class were recorded immediately before:

(i) the date on which the price at which the Equity Securities are to be issued is agreed; or
(ii) if the Equity Securities are not issued within 10 ASX trading days of the date in paragraph (i) above, the date on which the Equity Securities are issued.

(c) **Purpose of Issue under 10% Placement Facility**

The Company may seek to issue the Equity Securities under the 10% Placement Facility in order to fund the Company's ongoing product development, clinical trials, regulatory approvals, corporate administration and general working capital. The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 upon any issue of Equity Securities.

(d) **Risk of economic and voting dilution**

Any issue of Equity Securities under the 10% Placement Facility will dilute the interests of Shareholders who do not receive any Shares under the issue.

If Resolution 10 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 10% Placement Facility, the economic and voting dilution of existing Shares would be as shown in the table below. The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in ASX Listing Rule 7.1A.2, on the basis of the current market price of Shares and the current number of Equity Securities on issue as at the date of this Notice.

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The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 10% Placement Facility.

Shares (Variable A in Listing Rule 7.1A.2)	**Dilution**			
	Issue price per Share	**$0.763** **50% decrease in Current Market Price**	**$1.525** **Current Market Price**	**$2.288** **100% increase in Current Market Price**
91,907,676 Shares Variable A	10% Voting Dilution	9,259,556 Shares	9,259,556 Shares	9,259,556 Shares
	Funds raised	$7,087,862	$14,175,723	$21,253,585
139,433,342 Shares 50% increase in Variable A	10% Voting Dilution	13,943,334 Shares	13,943,334 Shares	13,943,334 Shares
	Funds raised	$10,631,792	$21,263,585	$31,895,377
185,911,122 Shares 100% increase in Variable A	10% Voting Dilution	18,591,112 Shares	18,591,112 Shares	18,591,112 Shares
	Funds raised	$14,175,723	$28,351,446	$42,527,169

The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue, a scrip issued under a takeover offer or the issue of Shares on the exercise of options which complied with ASX Listing Rules when issued) or that are issued with Shareholder approval under ASX Listing Rule 7.1.

The table above uses the following assumptions:

1. Variable "A" in the above table is calculated with reference to the total shares on issue as at 22 October 2026.
2. The issue price set out above is the closing price of the Shares on the ASX on 22 October 2026
3. The Company issues the maximum possible number of Equity Securities under the 10% Placement Facility.
4. The issue of Equity Securities under the 10% Placement Facility consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities.
5. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
6. This table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1.
7. 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%.
8. 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 Meeting

Shareholders should note that there is a risk that:

(i) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and

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(ii) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

(e) **Allocation under the 10% Placement Facility**

The Company's allocation policy for the issue of Equity Securities under the 10% Placement Facility will be dependent on the prevailing market conditions at the time of the proposed placement(s).

The recipients of the Equity Securities to be issued under the 10% Placement Facility have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 10% Placement Facility, having regard to the following factors:

(i) the purpose of the issue;
(ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
(iii) the effect of the issue of the Equity Securities on the control of the Company;
(iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
(v) prevailing market conditions; and
(vi) advice from corporate, financial and broking advisers (if applicable).

Further, if the Company is successful in acquiring new assets or investments, it is likely that the recipients under the 10% Placement Facility will be vendors of the new assets or investments.

(f) **Previous Approval under ASX Listing Rule 7.1A**

The Company previously obtained approval under ASX Listing Rule 7.1A at an Annual General Meeting on 11 November 2025.

During the 12 month period preceding the date of the Meeting no Equity Securities have been issued under ASX Listing Rule 7.1A.

At the time of despatching the Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A. However, in the event that between the date of this Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A to one or more existing Shareholders, those Shareholders' votes will be excluded under the voting exclusion statement in the Notice.

Board recommendation: *The Directors unanimously recommend that Shareholders vote in favour of the resolution.*

9. ENQUIRIES

Shareholders may contact the Company Secretary if they have any queries in respect of the matters set out in these documents.

Emma Waldon
Company Secretary
EMVision Medical Devices Ltd
4.01, 65 Epping Road
Macquarie Park NSW 2113
Australia
Tel: +61 417 800 529
Email: ewaldon@emvision.com.au

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GLOSSARY

10% Placement Facility has the meaning given in Section 8.

Annual General Meeting, **AGM** or **Meeting** means the meeting convened by the Notice.

Article means an article of the Constitution.

ASX means ASX Limited (ABN 98 008 624 691).

ASX Listing Rules means the Listing Rules of ASX.

Board means the board of Directors of the Company as constituted from time to time.

Business Day has the meaning given to that term in ASX Listing Rule 19.12.

Closely Related Parties, in relation to a member of KMP, means the member's spouse, child or dependant (or a child or dependant of the member's spouse), anyone else in the member's family who may be expected to influence or be influenced by the member in the member's dealings with EMVision, any company the member controls, and a person prescribed by the Corporations Regulations 2001 (Cth).

Company or **EMVision** means EMVision Medical Devices Ltd (ABN 38 620 388 230).

Constitution means the Constitution of the Company.

Corporations Act means the Corporations Act 2001 (Cth).

Directors mean the directors of the Company.

Documents means each of the Notice, Explanatory Statement and the Proxy Form and all other documents that accompany each other when sent to each Shareholder.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

ESS means employee share schemes.

Explanatory Statement means the explanatory statement accompanying the Notice.

Key Management Personnel or **KMP** has the same meaning given in the accounting standards. Broadly speaking this includes those persons with the authority and responsibility for planning, directing and controlling the activities of the Company (whether directly or indirectly), and includes any Directors of the Company.

Material Investor means, in relation to the Company:

(a) a related party;

(b) Key Management Personnel;

(c) a substantial Shareholder;

(d) an advisor; or

(e) an associate of the above,

who received or will receive Securities in the Company which constitute more than 1% of the Company's anticipated capital structure at the time of issue.

Notice means the notice of Meeting that accompanies and forms part of the Documents.

Option means an option, if exercised in accordance with its terms, to acquire one Share in the Company.

Ordinary Resolution means a resolution passed by more than 50 per cent of the votes at a general meeting of Shareholders.

Plan means the Employee Securities Incentive Plan of the Company.

Proxy Form means the proxy form accompanying this Notice of Meeting.

Recognised Regulatory Authority means any government body or agency responsible for regulating the supply of medical devices in a jurisdiction, including but not limited to the United States Food and Drug Administration (FDA), a Notified Body authorised to grant CE marking under European Union or United Kingdom law, and the Australian Therapeutic Goods Administration (TGA).

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

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

Shareholder means a holder of a Share.

Share Registry means Automic Pty Ltd.

Special Resolution means a resolution passed by more than 75 per cent of the votes at a general meeting of Shareholders.

Trading Day has the meaning given to that term in ASX Listing Rule 19.12.

Interpretation

In these Documents, unless the context requires otherwise:

(a) a reference to a word includes the singular and the plural of the word and vice versa;

(b) a reference to a gender includes any gender;

(c) if a word or phrase is defined, then other parts of speech and grammatical forms of that word or phrase have a corresponding meaning;

(d) a term which refers to a natural person includes a company, a partnership, an association, a corporation, a body corporate, a joint venture or a governmental agency;

(e) headings are included for convenience only and do not affect interpretation;

(f) a reference to a document includes a reference to that document as amended, novated, supplemented, varied or replaced;

(g) a reference to a thing includes a part of that thing and includes but is not limited to a right;

(h) the terms "included", "including" and similar expressions when introducing a list of items do not exclude a reference to other items of the same class or genus;

(i) a reference to a statute or statutory provision includes but is not limited to:

  (i) a statute or statutory provision which amends, extends, consolidates or replaces the statute or statutory provision;

  (ii) a statute or statutory provision which has been amended, extended, consolidated or replaced by the statute or statutory provision; and

  (iii) subordinate legislation made under the statute or statutory provision including but not limited to an order, regulation, or instrument;

(j) a reference to "$", "A$", "Australian Dollars" or "dollars" is a reference to the lawful tender for the time being and from time to time of the Commonwealth of Australia; and

(k) a reference to an asset includes all property or title of any nature including but not limited to a business, a right, a revenue and a benefit, whether beneficial, legal or otherwise.

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SCHEDULE A: SUMMARY OF TERMS AND CONDITIONS OF PLAN

1. (**Eligible Participant**): A person is eligible to participate in the Plan (**Eligible Participant**) if they have been determined by the Board to be eligible to participate in the Plan from time to time and are an "ESS participant" (as that term is defined in Division 1A) in relation to the Company or an associated entity of the Company.

   This relevantly includes, amongst others:

   (a) an employee or director of the Company or an individual who provides services to the Company;
   (b) an employee or director of an associated entity of the Company or an individual who provides services to such an associated entity;
   (c) a prospective person to whom paragraphs (a) or (b) apply;
   (d) a person prescribed by the relevant regulations for such purposes; or
   (e) certain related persons on behalf of the participants described in paragraphs (a) to (d) (inclusive).

2. (**Maximum allocation**): The Company must not make an offer of Securities under the Plan in respect of which monetary consideration is payable (either upfront, or on exercise of convertible securities) where:

   (a) the total number of Plan Shares (as defined in paragraph 13 below) that may be issued or acquired upon exercise of the convertible securities offered; plus
   (b) the total number of Plan Shares issued or that may be issued as a result of offers made under the Plan at any time during the previous 3 year period,

   would exceed 10% of the total number of Shares on issue at the date of the offer or such other limit as may be specified by the relevant regulations or the Company's Constitution from time to time.

3. (**Purpose**): The purpose of the Plan is to:

   (a) assist in the reward, retention and motivation of Eligible Participants;
   (b) link the reward of Eligible Participants to Shareholder value creation; and
   (c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Securities.

4. (**Plan administration**): The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion, subject to compliance with applicable laws and the Listing Rules. The Board may delegate its powers and discretion.

5. (**Eligibility, invitation and application**): The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for Securities on such terms and conditions as the Board decides. An invitation issued under the Plan will comply with the disclosure obligations pursuant to Division 1A.

   On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part. If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation. A waiting period of at least 14 days will apply to acquisitions of Securities for monetary consideration as required by the provisions of Division 1A.

6. (**Grant of Securities**): The Company will, to the extent that it has accepted a duly completed application, grant the successful applicant (**Participant**) the relevant number of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.

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7. (**Terms of Convertible Securities**): Each 'Convertible Security' represents a right to acquire one or more Shares (for example, under an option or performance right), subject to the terms and conditions of the Plan.

   Prior to a Convertible Security being exercised a Participant does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security by virtue of holding the Convertible Security A Participant may not sell, assign, transfer, grant a security interest over or otherwise deal with a Convertible Security that has been granted to them. A Participant must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.

8. (**Vesting of Convertible Securities**): Any vesting conditions applicable to the grant of Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that Convertible Security will lapse.

9. (**Exercise of Convertible Securities and cashless exercise**): To exercise a Convertible Security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Convertible Securities (see below), pay the exercise price (if any) to or as directed by the Company, at any time prior to the earlier of any date specified in the vesting notice and the expiry date as set out in the invitation.

   At the time of exercise of the Convertible Securities, and subject to Board approval, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.

   Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the 5 trading days immediately preceding that given date, unless otherwise specified in an invitation.

   A Convertible Security may not be exercised unless and until that Convertible Security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.

10. (**Delivery of Shares on exercise of Convertible Securities**): As soon as practicable after the valid exercise of a Convertible Security by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.

11. (**Forfeiture of Convertible Securities**): Where a Participant who holds Convertible Securities ceases to be an Eligible Participant or becomes insolvent, all unvested Convertible Securities will automatically be forfeited by the Participant, unless the Board otherwise determines in its discretion to permit some or all of the Convertible Securities to vest.

    Where the Board determines that a Participant has acted fraudulently or dishonestly, or wilfully breached his or her duties to the Group, the Board may in its discretion deem all unvested Convertible Securities held by that Participant to have been forfeited.

    Unless the Board otherwise determines, or as otherwise set out in the Plan rules: any Convertible Securities which have not yet vested will be forfeited immediately on the date that the Board determines (acting reasonably and in good faith) that any applicable vesting conditions have not been met or cannot be met by the relevant date; and any Convertible Securities which have not yet vested will be automatically forfeited on the expiry date specified in the invitation.

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12. (**Change of control**): If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the Participant's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control event.

13. (**Rights attaching to Plan Shares**): All Shares issued under the Plan, or issued or transferred to a Participant upon the valid exercise of a Convertible Security, (**Plan Shares**) will rank pari passu in all respects with the Shares of the same class. A Participant will be entitled to any dividends declared and distributed by the Company on the Plan Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Plan Shares. A Participant may exercise any voting rights attaching to Plan Shares.

14. (**Disposal restrictions on Securities**): If the invitation provides that any Plan Shares or Convertible Securities are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.

15. (**Adjustment of Convertible Securities**): If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.

    If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Convertible Securities is entitled, upon exercise of the Convertible Securities, to receive an allotment of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.

    Unless otherwise determined by the Board, a holder of Convertible Securities does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights

16. (**Participation in new issues**): There are no participation rights or entitlements inherent in the Convertible Securities and holders are not entitled to participate in any new issue of Shares of the Company during the currency of the Convertible Securities without exercising the Convertible Securities.

17. (**Amendment of Plan**): Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.

    No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.

18. (**Plan duration**): The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely, and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.

19. (**Employee Share Trust**): The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding securities for holders under the Plan and delivering Shares on behalf of holders upon exercise of Options or Performance Rights.

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SCHEDULE B: MANAGING DIRECTOR PERFORMANCE RIGHTS TERMS & CONDITIONS

The following terms and conditions apply to the Performance Rights:

(a) (**Entitlement**): Each Performance Right entitles the holder to subscribe for one Share upon exercise of the Performance Right, subject to satisfaction of the Vesting Terms.

(b) (**Issue Price**): No cash consideration is payable for the issue of the Performance Right.

(c) (**Exercise Price**): The Performance Rights have an exercise price of Nil per Performance Right (Exercise Price).

(d) (**Expiry Date**): The Performance Rights expire on 5.00pm (AEDT) 30 June 2031 (**Expiry Date**). A Performance Right not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(e) (**Vesting Terms**): The Performance Rights will vest on upon achievement of the following performance hurdles, subject to the Vesting Condition (as set out in the table below) being satisfied on the date that the Vesting Milestone (as set out in the table below) is satisfied:

Tranche	**Number of Performance Rights**	**Vesting Condition**	**Vesting Milestone**
Successful Clinical & Regulatory Validation (Tranche 1)	200,000	On satisfaction of the Vesting Milestone, if the holder remains an employee, Director or contractor of the Company	"Successful Clinical & Regulatory Validation" means the completion and announcement of a clinical validation study and read-out in which the device (either emu™ or First Responder) meets the study's primary diagnostic performance objectives, as per trial protocol, at the level of statistical significance considered by the Board to be clinically and regulatorily suitable and sufficient to support the intended regulatory pathway by a Recognised Regulatory Authority
First Regulatory Approval for an EMVision scanner in any of North America, Australia or Europe (Tranche 2)	200,000	On satisfaction of the Vesting Milestone, if the holder remains an employee, Director or contractor of the Company	"First Regulatory Approval" means the first grant to the Company (or a wholly-owned subsidiary) of a marketing authorisation, clearance or approval by a Recognised Regulatory Authority permitting the commercial supply of either the emu™ brain scanner or the First Responder device in the relevant jurisdiction. "Recognised Regulatory Authority" means any government body or agency responsible for regulating the supply of medical devices in a jurisdiction, including but not limited to the United States Food and Drug Administration (FDA), a Notified Body authorised to grant CE marking under European Union or United Kingdom law, and the Australian Therapeutic Goods Administration (TGA).

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"First Responder Regulatory and Commercial Readiness" (Tranche 3)	200,000	On satisfaction of the Vesting Milestone, if the holder remains an employee, Director or contractor of the Company	"First Responder Regulatory and Commercial Readiness" means completion of design verification and transfer under the Company's quality management system and the Board determining and announcing that the Company has achieved production / manufacturing readiness and is in a position to commence commercial sales of the First Responder upon receipt of relevant regulatory clearance.
First Commercial Sale (Tranche 4)	200,000	On satisfaction of the Vesting Milestone, if the holder remains an employee, Director or contractor of the Company	"First Commercial Sale" means the Board determining that the Company (or a wholly-owned subsidiary) has completed the first arm's length commercial supply (whether by sale, lease, rental, subscription, pay-per-use or paid pilot arrangement) of an emu™ or First Responder device to a third-party customer for use in patient care, under a regulatory approval permitting commercial supply, that the Board considers commercially reasonable and indicative of wider market applications.

(f) (**Change of Control**): Notwithstanding any other provision of these terms and conditions, if a Change of Control Event (as defined in the Plan) occurs, all unvested Performance Rights will automatically vest on the date of that Change of Control Event, whether or not the applicable Vesting Milestones have been satisfied at that time.

(g) (**Exercise Period**): The Performance Rights are exercisable at any time on or prior to the Expiry Date, subject to satisfaction of the Vesting Terms.

(h) (**Quotation of the Performance Rights**): The Company will not apply for quotation of the Performance Rights on ASX.

(i) (**Transferability of the Performance Rights**): Performance Rights are not transferable, except with the prior written approval of the Company.

(j) (**Notice of Exercise**): The Performance Rights may be exercised by notice in writing to the Company in the manner specified on the Performance Right certificate (**Notice of Exercise**). Any Notice of Exercise of a Performance Right received by the Company will be deemed to be a notice of the exercise of that Performance Right as at the date of receipt of the Notice of Exercise (**Exercise Date**).

(k) (**Timing of issue of Shares on exercise**): Within 5 Business Days the Company will:

(i) allot and issue the number of Shares required under these terms and conditions in respect of the number of Performance Rights specified in the Notice of;
(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and
(iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Performance Rights.

(l) (**Restrictions on transfer of Shares**): If the Company is required but unable to give ASX a notice under paragraph (j)(ii), or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of

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Performance Rights may not be traded and will be subject to a holding lock until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act.

(m) (**Shares issued on exercise**): Shares issued on exercise of the Performance Rights will rank equally with the then Shares of the Company.

(n) (**Quotation of Shares on exercise**): If admitted to the official list of ASX at the time, application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Performance Rights in accordance with the Listing Rules.

(o) (**Reconstruction of capital**): If at any time the issued capital of the Company is reconstructed, all rights of a Performance Right holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(p) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Performance Rights and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Performance Rights without exercising the Performance Rights.

(q) (**Voting and dividends**): There are no voting or dividend rights inherent in the Performance Rights and holders will not be entitled to vote or be entitled to any dividends paid to Shareholders during the currency of the Performance Rights without exercising the Performance Rights.

(r) (**Adjustment for bonus issues of Shares**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(i) the number of Shares which must be issued on the exercise of a Performance Right will be increased by the number of Shares which the Performance Right holder would have received if the Performance Right holder had exercised the Performance Right before the record date for the bonus issue; and

(ii) no change will be made to the Exercise Price.

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(s) (**Valuation**): The Performance Rights are valued using the Black & Scholes methodology per the assumptions below. The value is expected to be expensed as a share-based payment over the period from grant date to Expiry Date or until the Vesting Milestone is satisfied. This paragraph (Valuation) does not form part of the terms and conditions of the Performance Rights.

	Tranche 1	**Tranche 2**	**Tranche 3**	**Tranche 4**
Valuation date	22 Oct 2026	22 Oct 2026	22 Oct 2026	22 Oct 2026
Expiry Date	30 June 2031	30 June 2031	30 June 2031	30 June 2031
Share price at valuation date	$1.525	$1.525	$1.525	$1.525
Exercise Price	Nil	Nil	Nil	Nil
Risk free rate	4.976%	4.976%	4.976%	4.976%
Volatility	60%	60%	60%	60%
Value Per Right	$1.525	$1.525	$1.525	$1.525
Number	200,000	200,000	200,000	200,000
Valuation	$305,000	$305,000	$305,000	$305,000

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SCHEDULE C: MANAGING DIRECTOR OPTION TERMS & CONDITIONS

The following terms and conditions apply to the Options:

Table 1

	Number of Options	**Exercise Price**	**Vesting Date**	**Expiry Date**
Tranche 1	200,000	$2.40	On 30 June 2029, if the holder remains an employee, Director or contractor of the Company	30 June 2030
Tranche 2	200,000	$2.70	On 30 June 2030, if the holder remains an employee, Director or contractor of the Company	30 June 2031

(a) (**Entitlement**): Each Option entitles the holder to subscribe for one Share upon exercise of the Option, subject to satisfaction of the Vesting Terms.

(b) (**Issue Price**): No cash consideration is payable for the issue of the Options.

(c) (**Exercise Price**): The Options have an exercise price per Option as noted in Table 1 (Exercise Price). If the holder is an employee, Director, adviser or consultant to the Company at the time of exercise, the holder may elect, in lieu of providing payment of the Exercise Price for the number of Options specified in a Notice of Exercise, that on exercise of those Options the Company will transfer or allot to the holder that number of Shares equal in value to the positive difference between the then Market Value of the Shares at the time of exercise and the Exercise Price that would otherwise be payable to exercise those Options (with the number of Shares rounded down to the nearest whole Share). Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the fifteen (15) trading days immediately preceding that given date.

(d) (**Expiry Date**): The Options expire on 5.00pm (AEDT) on the Expiry Date noted in Table 1 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(e) (**Vesting Terms**): The Options vest on the Vesting Dates noted in Table 1 if the holder remains an employee, Director or contractor of the Company.

(f) (**Change of Control**): Notwithstanding any other provision of these terms and conditions, if a Change of Control Event (as defined in the Plan) occurs, all unvested Performance Rights will automatically vest on the date of that Change of Control Event, whether or not the applicable Vesting Milestones have been satisfied at that time.

(g) (**Exercise Period**): The Options are exercisable at any time on or prior to the Expiry Date, subject to satisfaction of the Vesting Terms

(h) (**Quotation of the Options**): The Company will not apply for quotation of the Options on ASX.

(i) (**Transferability of the Options**): Options are not transferable, except with the prior written approval of the Company.

(j) (**Notice of Exercise**): The Options may be exercised by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt of the Notice of Exercise and the date

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of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(k) (**Timing of issue of Shares on exercise**): Within 5 Business Days the Company will:

(i) allot and issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and
(iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

(l) (**Restrictions on transfer of Shares**): If the Company is required but unable to give ASX a notice under paragraph (j)(ii), or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of Options may not be traded and will be subject to a holding lock until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act.

(m) (**Shares issued on exercise**): Shares issued on exercise of the Options will rank equally with the then Shares of the Company.

(n) (**Quotation of Shares on exercise**): If admitted to the official list of ASX at the time, application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Options in accordance with the Listing Rules.

(o) (**Reconstruction of capital**): If at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(p) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(q) (**Voting and dividends**): There are no voting or dividend rights inherent in the Options and holders will not be entitled to vote or be entitled to any dividends paid to Shareholders during the currency of the Options without exercising the Options.

(r) (**Adjustment for bonus issues of Shares**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(i) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Option holder would have received if the Option holder had exercised the Option before the record date for the bonus issue; and
(ii) no change will be made to the Exercise Price.

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(s) (**Valuation**): The Options are valued using the Black & Scholes methodology per the assumptions below. The value is expected to be expensed as a share-based payment over the period from grant date to the Vesting Date. This paragraph (Valuation) does not form part of the terms and conditions of the Options.

	Tranche 1	**Tranche 2**
Valuation date	22 Oct 2026	22 Oct 2026
Vesting Date	30 June 2029	30 June 2030
Expiry Date	30 June 2030	30 June 2031
Share price at valuation date	$1.525	$1.525
Exercise Price	$2.40	$2.70
Risk free rate	4.909%	4.976%
Volatility	60%	60%
Value Per Option	$0.5482	$0.6055
Number	200,000	200,000
Valuation	$109,643	$121,091

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SCHEDULE D: NON-EXECUTIVE DIRECTOR OPTION TERMS & CONDITIONS

The following terms and conditions apply to the Options:

(a) (**Entitlement**): Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) (**Issue Price**): No cash consideration is payable for the issue of the Options.

(c) (**Exercise Price**): The Options have an exercise price of $2.70 per Option (Exercise Price). If the holder is an employee, Director, adviser or consultant to the Company at the time of exercise, the holder may elect, in lieu of providing payment of the Exercise Price for the number of Options specified in a Notice of Exercise, that on exercise of those Options the Company will transfer or allot to the holder that number of Shares equal in value to the positive difference between the then Market Value of the Shares at the time of exercise and the Exercise Price that would otherwise be payable to exercise those Options (with the number of Shares rounded down to the nearest whole Share). Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the fifteen (15) trading days immediately preceding that given date.

(d) (**Expiry Date**): The Options expire on 5.00pm (AEDT) 30 June 2031 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(e) (**Vesting Terms**): Vest on issue date.

(f) (**Exercise Period**): The Options are exercisable at any time on or prior to the Expiry Date.

(g) (**Quotation of the Options**): The Company will not apply for quotation of the Options on ASX.

(h) (**Transferability of the Options**): Options are not transferable, except with the prior written approval of the Company.

(i) (**Notice of Exercise**): The Options may be exercised by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(j) (**Timing of issue of Shares on exercise**): Within 5 Business Days the Company will:

(i) allot and issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
(ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act; and
(iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

(k) (**Restrictions on transfer of Shares**): If the Company is required but unable to give ASX a notice under paragraph (j)(ii), or such a notice for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, Shares issued on exercise of Options may not be traded and will be subject to a holding lock until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Corporations Act.

(l) (**Shares issued on exercise**): Shares issued on exercise of the Options will rank equally with the then Shares of the Company.

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(m) (**Quotation of Shares on exercise**): If admitted to the official list of ASX at the time, application will be made by the Company to ASX for quotation of the Shares issued upon the exercise of the Options in accordance with the Listing Rules.

(n) (**Reconstruction of capital**): If at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules at the time of the reconstruction.

(o) (**Participation in new issues**): There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(p) (**Voting and dividends**): There are no voting or dividend rights inherent in the Options and holders will not be entitled to vote or be entitled to any dividends paid to Shareholders during the currency of the Options without exercising the Options.

(q) (**Adjustment for bonus issues of Shares**): If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(i) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Option holder would have received if the Option holder had exercised the Option before the record date for the bonus issue; and

(ii) no change will be made to the Exercise Price.

(r) (**Valuation**): The Options are valued using the Black & Scholes methodology per the assumptions below. This paragraph (Valuation) does not form part of the terms and conditions of the Options.

	Resolution 6 (John Keep)	**Resolution 7 (Philip Dubois)**	**Resolution 8 (Tony Keane)**
Valuation date	22 Oct 2026	22 Oct 2026	22 Oct 2026
Expiry Date	30 June 2031	30 June 2031	30 June 2031
Share price at valuation date	$1.525	$1.525	$1.525
Exercise Price	$2.70	$2.70	$2.70
Risk free rate	4.976%	4.976%	4.976%
Volatility	60%	60%	60%
Value Per Option	$0.6055	$0.6055	$0.6055
Number	300,000	200,000	200,000
Valuation	$164,465	$109,643	$109,643

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Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

EMVision Medical Devices Ltd | ABN 38 620 388 230

Your proxy voting instruction must be received by **2:00pm (AEDT) on Sunday, 22 November 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

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SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS
The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY
If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE 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 these 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 Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS
You may direct your proxy how to vote by marking 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 he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY
You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS
Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders should sign.
Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.
By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES
If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online
Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone
Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:
Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:
meetings@automicgroup.com.au

BY FACSIMILE:
+61 2 8583 3040

All enquiries to Automic:
WEBSITE:
https://automicgroup.com.au

PHONE:
1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of EMVision Medical Devices Ltd, to be held at **2:00pm (AEDT) on Tuesday, 24 November 2026 at EMVision Office Suite 4.01, 65 Epping Road, Macquarie Park, NSW 2113** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS
Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 4, 5, 6, 7, 8 and 9 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 4, 5, 6, 7, 8 and 9 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	ADOPTION OF THE REMUNERATION REPORT	☐	☐	☐
2	RE-ELECTION OF DIRECTOR – JOHN KEEP	☐	☐	☐
3	RE-ELECTION OF DIRECTOR – TONY KEANE	☐	☐	☐
4	GRANT OF PERFORMANCE RIGHTS TO SCOTT KIRLKLAND, MANAGING DIRECTOR & CEO	☐	☐	☐
5	GRANT OF OPTIONS TO SCOTT KIRKLAND, MANAGING DIRECTOR & CEO	☐	☐	☐
6	GRANT OF OPTIONS TO JOHN KEEP, NON-EXECUTIVE DIRECTOR	☐	☐	☐
7	GRANT OF OPTIONS TO PHILIP DUBOIS, NON-EXECUTIVE DIRECTOR	☐	☐	☐
8	GRANT OF OPTIONS TO TONY KEANE, NON-EXECUTIVE DIRECTOR	☐	☐	☐
9	APPROVAL OF EMPLOYEE INCENTIVE PLAN	☐	☐	☐
10	APPROVAL OF 10% PLACEMENT CAPACITY	☐	☐	☐

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) ☐☐ / ☐☐ / ☐☐

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

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