



ep&t global

ENVIRONMENT | PROPERTY | TECHNOLOGY

Notice of Extraordinary General Meeting and Explanatory Memorandum

EP&T Global Limited

ACN 645 144 314

Date: Thursday, 12 June 2025

Time: 4.00 pm (AEST)

Place: At the offices of EP&T Global Limited Suite 1102, Floor 11, 213 Miller Street, North Sydney, NSW 2060

For personal use only

NOTICE OF 2025 EXTRAORDINARY GENERAL MEETING

Notice is given that an Extraordinary General Meeting of
EP&T Global Limited ACN 645 144 314 (the **Company**)
The meeting will be held at the offices of EP&T Global Limited, Suite 1102, Floor 11, 213 Miller Street, North
Sydney, NSW 2060
on Thursday, 12 June 2025 at 4.00 pm (AEST)

BUSINESS OF THE MEETING

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

Ordinary Business

RATIFICATION OF ISSUE OF SHARES

Resolution 1	Ratification of Prior Share Issue – Consideration Shares
Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following Resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of ASX Listing Rule 7.4 and all other purposes, Shareholders approve and ratify the issue of 3,565,062 Consideration Shares issued on 2 October 2024 to fund the Coda Acquisition on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i></p>
Voting Exclusion	<p>The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue of Consideration Shares or is a counterparty to the agreement being approved, or their associates of those persons.</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none">(a) A person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or(b) The Chair of the meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair 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:<ul style="list-style-type: none">○ The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and○ The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
Resolution 2	Ratification of Prior Share Issue – Placement Shares
Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following Resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of ASX Listing Rule 7.4 and all other purposes, Shareholders approve and ratify the issue of 50,000,000 Placement Shares issued on 6 December 2024 on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i></p>

Voting Exclusion	<p>The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue of Placement Shares or is a counterparty to the agreement being approved, or their associates of those persons</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none"> (d) 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 (e) The Chair of the meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or (f) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> ○ The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and ○ The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
-------------------------	---

Resolution 3	Ratification of Prior Share Issue – Performance Shares
---------------------	---

Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following Resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of ASX Listing Rule 7.4 and all other purposes, Shareholders approve and ratify the issue of 2,528,040 Performance Shares issued on 6 March 2025 on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i></p>
------------------------------	--

Voting Exclusion	<p>The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue of Performance shares or is a counterparty to the agreement being approved, or their associates of those persons.</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none"> (g) 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 (h) The Chair of the meeting 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 (i) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> ○ The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and ○ The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
-------------------------	---

CHANGE OF COMPANY NAME

Resolution 4	Change of Company name
---------------------	-------------------------------

Resolution (Special)	<p>To consider and, if thought fit, pass the following Resolution as a special resolution:</p> <p><i>“That, for the purposes of sections 157 (1) of the Corporation Act and for all other purposes, the Company’s name be changed from EP&T Global Limited to EPX Limited, with effect from the date that the Australian Securities and Investments Commission alters the details of the Company’s registration.”</i></p>
-----------------------------	--

APPROVAL OF SHARE ISSUANCE TO JOHN BALASSIS

Resolution 5	Approval of Share Issuance to John Balassis
Resolution (Ordinary)	<p>To consider and, if thought fit, pass the following Resolution as an ordinary resolution:</p> <p><i>"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve the issuance of 941,051 Shares to John Balassis, CEO and Executive Director, on the terms and conditions set out in the Explanatory Statement accompanying the Notice of Meeting."</i></p>
Voting Exclusion	<p>The Company will disregard any votes cast in favour of this Resolution by or on behalf of John Balassis (or his nominee/s) or the person who is to receive the securities in question and any other person who will obtain a material benefit as a result of the issue of the securities (Except a benefit solely by reason of being a holder of ordinary securities in the entity).</p> <p>However, this does not apply to a vote cast in favour of the Resolution by:</p> <ul style="list-style-type: none">(a) A person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or(b) The Chair of the meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair 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:<ul style="list-style-type: none">○ The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and○ The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Dated: 12 May 2025

By order of the Board of EP&T Global Limited

Olga Smejkalova

Olga Smejkalova
Company Secretary

VOTING INFORMATION

Voting by proxy

- (a) A Shareholder entitled to attend and vote at the Extraordinary General Meeting may appoint one proxy or, if the Shareholder is entitled to cast 2 or more votes at the Meeting, 2 proxies, to attend and vote instead of the Shareholder.
- (b) Where 2 proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the Shareholder's voting rights at the Meeting.
- (c) A proxy need not be a Shareholder of the Company.
- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the Proxy Form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- (e) A proxy form accompanies this Notice. If a Shareholder wishes to appoint more than 1 proxy, they may make a copy of the Proxy Form attached to this Notice. For the Proxy Form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a notarially certified copy of that power of authority by 4.00 pm (AEST) Tuesday, 10 June 2025.

Online <https://www.votingonline.com.au/epxegm2025>

By post Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

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

By facsimile +61 9290 9655

Voting and other entitlements at the Extraordinary General Meeting

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations* 2001 that Shares in the Company which are on issue at 7.00 pm (AEST) on Tuesday, 10 June 2025 will be taken to be held by the persons who held them at that time for the purposes of the Extraordinary General Meeting (including determining voting entitlements at the Meeting).

Proxy voting by the Chairman

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

However, the Chairman of a Meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the Shareholder who has lodged the proxy has given an express voting direction to the Chairman to exercise the undirected proxy. If you wish to appoint the Chairman as your proxy, and you wish to direct him how to vote, please tick the appropriate boxes on the form.

The Company's Chairman, Mr Paul Oneile, will chair the Meeting and intends to vote all available undirected proxies in favour of each item of business.

Corporate Representative

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that Company's representative. The authority should be mailed or faxed to the Company at least 24 hours before the Meeting.

EXPLANATORY MEMORANDUM TO NOTICE OF 2025 EXTRAORDINARY GENERAL MEETING

RATIFICATION OF ISSUE OF SHARES

Resolutions 1 & 2 & 3	Ratification of Prior Share Issue
Explanation	<p>On 2 October 2024, the Company announced that it entered into a binding agreement to acquire certain business assets and technology from Coda Cloud Limited (Coda Acquisition). By way of part consideration for the Coda acquisition, the Company issued 3,565,062 shares (Consideration Shares) to fund the Coda Acquisition.</p> <p>In October 2024, EPX acquired the assets and business of Coda for an upfront consideration and two Contingent performance-based payments. The agreed terms were as follows:</p> <p style="margin-left: 40px;">Upfront Consideration The Upfront Consideration was £120,000 comprising:</p> <ul style="list-style-type: none"> • 50% in cash; and • 50% in shares with shares issued at a price of \$0.033/share, a 43% premium to the EPX share price as at 30 September 2024 (\$0.023). • Total 3,565,062 shares were issued on 2 October 2024. <p style="margin-left: 40px;">Contingent performance-based payments £300,000 will be payable (50% cash/50% shares) if recurring revenues 12 months from completion reach in-excess £500,000 from one specific customer. If achieved, this would take the consideration multiple to 0.84 times recurring revenue (being the Upfront Consideration plus this one-off payment); and</p> <p style="margin-left: 40px;">Two performance-based payments as follows:</p> <ul style="list-style-type: none"> • 10% of calendar year 2026 recurring revenue between the period 1 Jan to 31 Dec 2026, derived from the acquired customer pipeline; and • 10% of calendar year 2027 recurring revenue between the period 1 Jan to 31 Dec 2027, derived from the acquired customer pipeline. <p>On 6 December 2024, the Company also issued 50,000,000 Shares to professional investors through a placement of shares (Placement Shares). The purpose of the Placement was to fund sales growth of EDGE Industrial platform, following the Coda Acquisition.</p> <p>On 6 March 2025, the Company also issued 2,528,040 Performance Shares to Executive Team members (Performance Shares). The Performance Shares were issued as a part of the FY24 STI achievement.</p> <p>Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the number 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.</p> <p>The issue of Shares under these Resolutions does not fit within any of these exceptions and, as they have not yet been approved by the Company's Shareholders, they effectively use part of the 15% limit in ASX Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under ASX Listing Rule 7.1 for the 12-month period following the issue date.</p> <p>ASX Listing Rule 7.4 allows the Shareholders of a listed Company to approve an issue of equity</p>

For personal use only

securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under ASX Listing Rule 7.1 and so does not reduce the Company's capacity to issue further equity securities without Shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

The Directors believe that it is in the best interests of the Company to maintain its ability to issue securities under its 15% Placement Capacity, as this will enhance the Company's flexibility to finance its operations through raising equity capital, should the Directors consider it to be in the best interests of the Company to do so.

To this end, these Resolutions seek Shareholder approval to the issue of Shares under and for the purposes of ASX Listing Rule 7.4.

If these Resolutions are passed, the Shares issued under the approved Resolution will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date the securities were issued.

If these Resolutions are not passed, the Shares issued under the failed Resolution will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12-month period following the date the securities were issued.

The Directors do not (save for as otherwise set out in this Notice) currently have any specific intention to make any further issue of securities without approval of Shareholders under ASX Listing Rule 7.1 in the next 12-months unless such issue falls under an exception to the 15% threshold in Listing Rule 7.2.

Specific information required by ASX Listing Rule 7.5	<p>For the purposes of ASX Listing Rule 7.5, the following information is provided to Shareholders in respect of this Resolution:</p> <table border="1"> <tr> <td>Number of securities issued</td> <td>A total of 56,093,103 Shares fully paid ordinary shares were issued under the Company's 15% placement capacity under ASX Listing Rule 7.1.</td> </tr> <tr> <td>Issue price per security</td> <td> <p>\$0.033 per Share (3,565,062 of Consideration Shares issued on 2 October 2024)</p> <p>\$0.020 per Share (50,000,000 of Placement Shares issued on 6 December 2024)</p> <p>\$0.022 per Share (2,528,040 of Performance Shares issued on 6 March 2025)</p> </td> </tr> <tr> <td>Date on which the securities were issued</td> <td> <p>The Consideration Shares were issued on 2 October 2024 and an Appendix 2A was released to ASX on 2 October 2024.</p> <p>The Placement Shares were issued on 6 December 2024 and an Appendix 2A was released to ASX on 6 December 2024.</p> <p>The Performance Shares were issued on 5 March 2025 and an Appendix 2A was released to ASX on 5 March 2025.</p> </td> </tr> <tr> <td>Name of allottees</td> <td> <p>The Consideration Shares were issued to UIL Limited.</p> <p>The Placement Shares were issued to participants who were determined on the basis of applications received from institutional and professional investors or qualified investors. The Company did not use a lead manager/broker to assist with the placement. The participants in the placement were identified through seeking expression of interest to participate in the placement from new and</p> </td> </tr> </table>	Number of securities issued	A total of 56,093,103 Shares fully paid ordinary shares were issued under the Company's 15% placement capacity under ASX Listing Rule 7.1.	Issue price per security	<p>\$0.033 per Share (3,565,062 of Consideration Shares issued on 2 October 2024)</p> <p>\$0.020 per Share (50,000,000 of Placement Shares issued on 6 December 2024)</p> <p>\$0.022 per Share (2,528,040 of Performance Shares issued on 6 March 2025)</p>	Date on which the securities were issued	<p>The Consideration Shares were issued on 2 October 2024 and an Appendix 2A was released to ASX on 2 October 2024.</p> <p>The Placement Shares were issued on 6 December 2024 and an Appendix 2A was released to ASX on 6 December 2024.</p> <p>The Performance Shares were issued on 5 March 2025 and an Appendix 2A was released to ASX on 5 March 2025.</p>	Name of allottees	<p>The Consideration Shares were issued to UIL Limited.</p> <p>The Placement Shares were issued to participants who were determined on the basis of applications received from institutional and professional investors or qualified investors. The Company did not use a lead manager/broker to assist with the placement. The participants in the placement were identified through seeking expression of interest to participate in the placement from new and</p>
Number of securities issued	A total of 56,093,103 Shares fully paid ordinary shares were issued under the Company's 15% placement capacity under ASX Listing Rule 7.1.								
Issue price per security	<p>\$0.033 per Share (3,565,062 of Consideration Shares issued on 2 October 2024)</p> <p>\$0.020 per Share (50,000,000 of Placement Shares issued on 6 December 2024)</p> <p>\$0.022 per Share (2,528,040 of Performance Shares issued on 6 March 2025)</p>								
Date on which the securities were issued	<p>The Consideration Shares were issued on 2 October 2024 and an Appendix 2A was released to ASX on 2 October 2024.</p> <p>The Placement Shares were issued on 6 December 2024 and an Appendix 2A was released to ASX on 6 December 2024.</p> <p>The Performance Shares were issued on 5 March 2025 and an Appendix 2A was released to ASX on 5 March 2025.</p>								
Name of allottees	<p>The Consideration Shares were issued to UIL Limited.</p> <p>The Placement Shares were issued to participants who were determined on the basis of applications received from institutional and professional investors or qualified investors. The Company did not use a lead manager/broker to assist with the placement. The participants in the placement were identified through seeking expression of interest to participate in the placement from new and</p>								

	<p>existing contacts of the Company. None of the recipients were related parties of the Company or a Material investor.</p> <p>The Performance Shares were issued to Samuel Gooder, Christian Stenberg and Patrick Harsas (the Executive Team of the Company) as part of the FY24 STIs.</p> <table border="1"> <thead> <tr> <th></th> <th>Shares issued</th> <th>Share price</th> <th>Date</th> </tr> </thead> <tbody> <tr> <td>Samuel Gooder</td> <td>933,523</td> <td>\$0.022</td> <td>5 March 2025</td> </tr> <tr> <td>Christian Stenberg</td> <td>233,381</td> <td>\$0.022</td> <td>5 March 2025</td> </tr> <tr> <td>Patrick Harsas</td> <td>1,361,136</td> <td>\$0.022</td> <td>5 March 2025</td> </tr> </tbody> </table>		Shares issued	Share price	Date	Samuel Gooder	933,523	\$0.022	5 March 2025	Christian Stenberg	233,381	\$0.022	5 March 2025	Patrick Harsas	1,361,136	\$0.022	5 March 2025
	Shares issued	Share price	Date														
Samuel Gooder	933,523	\$0.022	5 March 2025														
Christian Stenberg	233,381	\$0.022	5 March 2025														
Patrick Harsas	1,361,136	\$0.022	5 March 2025														
Terms of securities	Fully paid ordinary Shares that rank pari passu with those Shares already on issue.																
Use of funds	<p>The Consideration Funds were allocated to fund the Coda Cloud acquisition (upfront consideration).</p> <p>The Funds from the Placement were allocated to advancing sales growth of EPX's EDGE industrial product arising from the Coda Cloud acquisition.</p> <p>The Performance Shares were issued to staff as a part of the FY24 STIs.</p>																
Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of this Resolution.																
Chairman's available proxies	The Chairman intends to vote all available proxies in favour of this Resolution.																

Resolution 4	Change of Company Name
Explanation	<p>Section 157 (1) of the Corporation Act provides that a Company may change its name if the Company passes a special resolution adopting the new name.</p> <p>Resolution 4 seeks the approval of Shareholders for the Company to change its name to "EPX Limited".</p> <p>If this Resolution is passed the change of name will take effect when ASIC alters the details of the Company's registration.</p> <p>The proposed name has been reserved by the Company and if Resolution 4 is passed, the Company will lodge a copy of the special resolution with ASIC as soon as practicable.</p> <p>The ASIC ticker code "EPX" will remain unchanged.</p> <p>The Board proposes its change of name on the basis that it more accurately reflects the nature and operations of the Company.</p>
Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of this Resolution.

Chairman's available proxies	The Chairman intends to vote all available proxies in favour of these Resolutions.
-------------------------------------	--

Resolution 5	Approval of Share Issuance to John Balassis, CEO and Executive Director
Explanation	John Balassis was initially appointed as the Chief Executive Officer (CEO) of the Company with effect from 1 January 2023 for 18 months. On 7 June 2024, the Company announced the extension of John's contract. The announcement was released to the ASX on 7 June 2024 contained details of John Balassis' service agreement and remuneration which included the short-term incentive, which is 50% of Fixed Remuneration, subject to the achievement of key performance targets. The Board agreed that the CEO met certain STI key performance targets to the Financial Year ending 30 June 2024 and is entitled to an STI payment. The CEO has elected to convert part of this payment into shares in the Company. Shareholder approval is being sought for the issue of 941,051 shares to John Balassis in satisfaction for achievement of certain STI key performance targets.
Summary of the key terms of John Balassis' service agreement	<ol style="list-style-type: none"> 1. Commencement Date: 1 July 2024 2. Term: Open ended 3. Remuneration: <ol style="list-style-type: none"> a. Fixed remuneration: \$265,000, plus statutory superannuation b. Short-Term incentive: 50% of Fixed Remuneration, subject to the achievement of key performance targets c. Long-Term incentive: Under discussion with the Board. 4. Notice Period: 3 Months-notice period
ASX Listing Rule 10.11	<p>ASX Listing Rule 10.11 provides that unless one of the exceptions in ASX Listing Rule 10.12 applies, the Company, as a listed Company, must not issue equity securities to persons in a position of influence without Shareholder approvals.</p> <p>A person in a position of influence for the purposes of ASX Listing Rule 10.11 includes:</p> <ol style="list-style-type: none"> A) a related party; B) a person who is, or was at any time in the 6 months before the issue of agreement, a substantial (30%+) holder in the Company; C) a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the Company and who has nominated a director to the board of the Company pursuant to a relevant agreement which gives them a right or expectation to do so; D) an associate of a person referred to in (a) to (c) above; and E) a person whose relationship with the Company or a person referred to in (a) to (d) above is such that, in the ASX's opinion, the issue or agreement should be approved by Shareholders. <p>A "related party" for the purposes of the Corporations Act and the ASX Listing Rules is widely defined and includes a director of a public Company, a spouse of a director of a public Company or an entity controlled by a director of a public Company. The definition of "related party" also includes a person whom there is reasonable grounds to believe will become a "related party" of a public Company.</p> <p>John Balassis is a Director and therefore is a "related party" of the Company under ASX Listing Rule 10.11.1.</p> <p>The proposed Share Issue does not fall within any of the exceptions in ASX Listing Rule 10.12 and therefore requires the approval of the Shareholders under ASX Listing Rule 10.11.</p> <p>If the Resolution is passed, the Company will be able to proceed with the proposed Share Issue. If the Resolution is not passed, the Company will not be able to proceed with the proposed Share Issue. In that circumstance, issues may arise with the competitiveness of John Balassis' total</p>

For personal use only

	<p>remuneration package. The Board would then need to consider alternative remuneration arrangements which are consistent with the Company’s remuneration principles, including providing an equivalent cash long-term incentive subject to the risk of forfeiture, performance conditions and performance period.</p>
<p>Chapter 2E of the Corporations Act</p>	<p>Chapter 2E of the Corporations Act prohibits the Company from giving a financial benefit to a related party of the Company unless either:</p> <p>A) the giving of the financial benefit falls within one of the exceptions to the provisions; or B) Shareholder approval is obtained prior to the giving of the financial benefit.</p> <p>As explained above John Balassis is a “related party” of the Company. Also, the proposed share issue, for the purposes of the Chapter 2E of the Corporations Act, constitute the giving of a financial benefit.</p> <p>The Directors carefully considered the proposed issue of shares to John Balassis (with John Balassis abstaining) and formed the view that the giving of this financial benefit fell under the exception of “reasonable remuneration” as set out in section 210 of the Corporations Act.</p> <p>Therefore, the proposed issue of shares requires Shareholder approval under and for the purposes of ASX Listing Rule 10.11 only.</p>
<p>Specific information required by ASX Listing Rule 10.13</p>	<p>In accordance with ASX Listing Rule 10.13, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of ASX Listing Rule 10.11, the following information is provided in relation to the Resolution:</p> <p>Recipients and Category under ASX Listing Rule 10.11 John Balassis – Executive Director and CEO</p> <p>Maximum no. of securities to be issued 941,051 shares</p> <p>Issue price \$0.022 per share</p> <p style="padding-left: 40px;">The issue price was determined by the Board based on the closing share price on the date of approval being 22 January 2025.</p> <p>Date on which the securities are to be issued If Shareholder approval is obtained for the Resolution, the Company intends to issue the shares as soon as reasonably practicable after the Meeting, or in any event within one month after the date of the Meeting.</p> <p>STI Calculation The number of shares proposed to be issued to John Balassis for FY24 achievements are calculated via the application of the following formula:</p> <p style="padding-left: 40px;">STI to be paid in shares net of tax: \$20,703.12.</p> <p style="padding-left: 40px;">Shares issued at \$0.022 per share</p> <p style="padding-left: 40px;">Total: 941,051 shares</p> <p>Performance period The performance period was from 1 July 2023 to 30 June 2024.</p> <p>Terms of securities If Shareholder approval is obtained for the Resolution, fully paid ordinary Shares that will rank pari passu with those Shares already on issue.</p>

	<p>Use of funds No funds will be raised from the issue of shares.</p> <p>Director total Remuneration package Fixed Remuneration: \$265,000 per annum, plus statutory superannuation.</p> <p>Short-Term Incentive: 50% of Fixed Remuneration, subject to achievement of key performance targets.</p> <p>Long- Term Incentive: Under discussion with the Board.</p>
<p>Board Recommendation</p>	<p>The Directors (with John Balassis abstaining) unanimously recommend that Shareholders vote in favour of this Resolution.</p>
<p>Chairman’s available proxies</p>	<p>The Chairman intends to vote all available proxies in favour of these Resolutions.</p>

DEFINITIONS

AEST	Means Australian Easter Standard Time.
ASIC	Means the Australian Securities and Investments Commission.
ASX	Means ASX Limited ACN 008 624 691.
ASX Listing Rules	Means the listing rules of the ASX.
Board	Means the current Board of the Company.
Chairman	Means the chairman of the Extraordinary General Meeting.
Company or EP&T Global	Means EP&T Global Limited ACN 645 144 314.
Corporations Act	Means the <i>Corporations Act 2001</i> (Cth).
Closely Related Party (of a member of KMP of an entity)	Has the definition given to it by section 9 of the Corporations Act, and means: a) a spouse or child of the member; or b) a child of the member's spouse; or c) a dependant of the member or of the member's spouse; or d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or e) a Company the member controls; or a person prescribed by the regulations for the purposes of this definition.
Director	Means a Director of the Board of EP&T Global Limited.
Explanatory Memorandum	Means this explanatory memorandum accompanying and forming part of the Notice.
Extraordinary General Meeting	Means the extraordinary general meeting of the Company to which the Notice relates.
Key Management Personnel or KMP	Means those people described as Key Management Personnel in the Remuneration Report and includes all directors.
Meeting	Means the extraordinary general meeting of the Company for 2025 to which the Notice relates.
Notice	Means this notice of meeting of the Company, including the accompanying Explanatory Memorandum.
Option	Means an option to acquire a Share in the Company.

Proxy Form	Means the proxy form that is enclosed with and forms part of this Notice.
Resolution	Means a resolution set out in this Notice.
Share	Means a fully paid ordinary share in the capital of the Company.
Shareholder	Means a holder of at least one Share in the Company.

All Correspondence to:

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

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 4:00 pm (AEST) on Tuesday, 10 June 2025**

TO APPOINT A PROXY ONLINE

BY SMARTPHONE

STEP 1: VISIT <https://www.votingonline.com.au/epxegm2025>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

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

Appointment of a Second Proxy

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

To appoint a second proxy you must:

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

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

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

STEP 3 SIGN THE FORM

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

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

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


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


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

STEP 4 LODGEMENT


Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **4:00 pm (AEST) on Tuesday, 10 June 2025**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

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

 **Online** <https://www.votingonline.com.au/epxegm2025>

 **By Fax** + 61 2 9290 9655

 **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia

 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

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

Your Address

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

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

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of EP&T Global Limited (Company) and entitled to attend and vote hereby appoint:

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

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Extraordinary General Meeting of the Company to be held at the offices of EP&T Global Limited Suite 1102, Floor 11, 213 Miller Street, North Sydney, NSW 2060 on Thursday, 12 June 2025 at 4.00 pm (AEST), and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 5, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Resolution even though Resolution 5 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 5). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

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

		For	Against	Abstain*
Resolution 1	Ratification of Prior Share Issue – Consideration Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Ratification of Prior Share Issue – Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Ratification of Prior Share Issue – Performance Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Change of Company name (Special Resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval of Share Issuance to John Balassis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS

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

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2025