ASX Announcement 18 August, 2026

2026 AGM Notice of Meeting

AI-Media Technologies Limited ('AI-Media' or the 'Company') (**ASX: AIM**), a global provider of technology driven captioning, transcription and translation services, will hold its 2026 Annual General Meeting (**AGM**) as a physical meeting at 10.00am (AEST) on Wednesday 30 September 2026 at the offices of MA Financial, Level 27, Brookfield Place, 10 Carrington St, Sydney NSW 2000.

Attached for release is the 2026 AGM Notice of Meeting and sample voting form which is being sent to shareholders with details on how to attend and vote at the AGM, together with details of how a live audio live stream of the AGM may be accessed for shareholders who are unable to attend.

ENDS

This announcement has been approved for release by the Company Secretary.

Further Information

AI-Media Technologies	**NWR Communications**
Lisa Jones	Melanie Singh
Company Secretary	Investor Relations
investorrelations@ai-media.tv	melanie@nwrcommunications.com.au

About AI-Media

AI-Media (ASX: AIM) is a global leader in AI-powered language solutions and broadcast infrastructure. LEXI is AI-Media's language and accessibility platform, with commercial applications including LEXI Text, LEXI Translate, LEXI Voice, LEXI AD, LEXI Recorded, and LEXI Insights. Powered by LEXI AI, AI-Media's shared intelligence layer, the platform enables real-time captioning, translation, multilingual voice, audio description, recorded media processing, and content insights.

Underpinning these solutions, AI-Media's edge and cloud infrastructure delivers seamless integration into live production environments across IP, SDI, and streaming workflows. Trusted worldwide, AI-Media empowers broadcasters, enterprises, and governments to scale communication, enhance accessibility, and unlock new markets and value from content through intelligent language technologies.

Website: AI-Media.tv.

AI MEDIA

AI-Media Technologies Limited

ACN 122 058 708

Notice of Annual General Meeting

Date of Meeting

Wednesday 30 September 2026

Time of Meeting

10:00am (AEST)

LETTER FROM THE CHAIR

Dear Shareholder

I am pleased to invite you to attend the Annual General Meeting (**Meeting**) of AI-Media Technologies Limited (**AI-Media** or the **Company**) for 2026. I enclose the Notice of Meeting, which sets out the items of business, and the Explanatory Memorandum, which explains each of the Resolutions to be considered at the Meeting.

The Meeting will be held at 10.00am (AEST) on Wednesday 30 September 2026 at the offices of MA Financial, Level 27, Brookfield Place, 10 Carrington St, Sydney NSW 2000.

The Directors have decided to proceed with a physical meeting and Shareholders will be able to attend the Meeting in person.

The Company will also live audio stream the Meeting for those Shareholders who choose not to, or are unable to, attend the Meeting in person. This will allow Shareholders to listen to proceedings and view presentations but not participate in the Meeting or vote on any Resolutions during the Meeting.

If you would like to access the webcast, please register your interest via email to companysecretary@ai-media.tv.

The Board considers the Annual General Meeting to be an important event on our calendar and we look forward to the opportunity to update you on the Company's recent performance and answer any questions you may have.

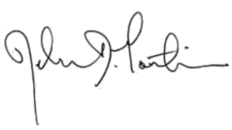
I encourage you to submit your questions in advance of the Meeting. If you wish to do so you may email your questions to companysecretary@ai-media.tv by 5.00pm (AEST) on Monday 28 September 2026. We hope to address as many questions as possible at the Meeting.

If you have questions in relation to the Meeting, please contact Lisa Jones, Company Secretary by email to companysecretary@ai-media.tv.

In case you are not able to attend the Meeting, the Board encourages you to lodge your votes online via the share registry's website at https://www.investorvote.com.au. Alternatively, you can complete the enclosed Voting Form and return it by mail or fax in accordance with the instructions provided as soon as possible.

I look forward to welcoming you to the 2026 Annual General Meeting.

Yours faithfully



John Martin
Chair

Notice is hereby given that an Annual General Meeting of the Shareholders of AI-Media Technologies Limited ACN 122 058 708 (**AI-Media** or the **Company**) will be held at:

Time: 10:00am (AEST)
Date: Wednesday 30 September 2026
Venue: Offices of MA Financial, Level 27, Brookfield Place, 10 Carrington St, Sydney NSW 2000.

The business to be considered at the Meeting is set out below. This Notice of Meeting should be read in its entirety in conjunction with the accompanying Explanatory Memorandum, which contains information in relation to the Resolutions. If you are in any doubt as to how you should vote on the Resolutions, you should consult your financial or other professional adviser. Capitalised terms used in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary and throughout this Notice of Meeting and Explanatory Memorandum.

BUSINESS OF THE MEETING

Financial Statements and Report

To receive and consider the financial report, the Directors' report and the Auditor's report for the financial year ended 30 June 2026.

Resolution 1 – Adoption of Remuneration Report

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

> *"That, in accordance with section 250R(2) of the Corporations Act, the Remuneration Report as set out in the Annual Report be adopted."*

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company.

A voting exclusion applies to this Resolution (please see below).

Resolution 2 – Re-Election of John Martin as a Director

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

> *"That John Martin, being a Director who retires by rotation in accordance with Rule 7.1(d)(ii) of the Constitution and Listing Rule 14.4, and being eligible for re-election, be re-elected as a Director."*

The Directors (with Mr Martin abstaining) unanimously recommend that Shareholders vote in favour of Resolution 2.

For further details regarding each Resolution, Shareholders are referred to the notes to voting and Explanatory Memorandum that accompany, and form part of, this Notice of Meeting.

Dated 14 August 2026

By order of the Board of Directors

Lisa Jones
Company Secretary

Notes related to voting

1 Entitlement to vote and how to vote/attend

The Board has determined that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders at 7:00pm (AEST) on Monday 28 September 2026.

You may vote by attending the Meeting in person, by proxy or duly authorised representative.

You may also lodge your direct vote online by visiting www.investorvote.com.au and use the information provided in your Voting Form. Direct votes must be received by 10.00am on Monday 28 September 2026.

2 Voting exclusions

Resolution 1

The Company will disregard votes cast on Resolution 1:

- by or on behalf of a member of the Key Management Personnel (KMP) whose remuneration details are included in the Remuneration Report for the year ended 30 June 2026 and their closely related parties (regardless of the capacity in which the vote is cast); and
- as a proxy by a person who is a member of the KMP as at the date of the AGM, or their closely related parties,

unless the vote is cast as proxy on behalf of a person entitled to vote on this resolution, and that vote has been cast as specified in the submitted voting instructions; or where there is no specified voting direction, the vote is cast by the Chair of the AGM as proxy and who has been expressly authorised to vote on this resolution, even though it is connected with the remuneration of KMP.

3 Voting by proxy

Any Shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of that Shareholder. The proxy does not need to be a Shareholder of the Company.

A Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

If no proportion or number is specified, each proxy may exercise half of the Shareholder's votes.

To vote by proxy, please complete and sign the Voting Form enclosed with this Notice of Meeting, so that it is received by no later than 10:00am (AEST) on Monday 28 September 2026 at:

Online:	www.investorvote.com.au
By mail:	Computershare Investor Services Pty Limited GPO Box 242 MELBOURNE VIC 3001 Australia
By fax:	1800 783 447 within Australia or +61 3 9473 2555 outside Australia

Appointing a body corporate as proxy

If a Shareholder appoints a body corporate as a proxy, that body corporate will need to ensure that it:

- appoints an individual as its corporate representative to exercise its powers at the Meeting, in accordance with section 250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative prior to the commencement of the Meeting.

Your Voting Form is enclosed

The Voting Form is an important document. Please read it carefully. If you are unable to attend the Meeting, please complete the enclosed Voting Form and return it in accordance with the instructions.

Chair's intention regarding undirected proxies

The Chair intends to vote all proxies without voting instructions that are exercisable by the Chair of the Meeting in favour of each Resolution including Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by appointing the Chair as proxy, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention, even though Resolution 1 is connected with the remuneration of one or more of the Company's key management personnel.

4 Corporate representatives and attorneys

A body corporate that is a Shareholder, or which has been appointed as a proxy, may appoint an individual to act as its corporate representative at the Meeting. The appointment must comply with section 250D of the Corporations Act and the representative should be provided with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that corporate Shareholder's or proxy's representative.

The representative should send evidence of his or her appointment to the Company (address above) in advance of the Meeting (including any authority under which it has been signed).

Any Shareholder entitled to vote at the Meeting may appoint an attorney to act on its behalf at the Meeting. An attorney may but need not be a member of the Company. Any attorney may not vote at the Meeting unless the instrument appointing the attorney, and the authority under which the instrument is signed (or a certified copy) are received by the Company in the same manner, and by the same time, as outlined for Proxy Forms.

5 Questions for the Auditor

Shareholders may submit written questions to the Company's Auditor in respect of the FY26 financial year, Grant Thornton Audit Pty Ltd (**Grant Thornton**), if the question is relevant to the content of the Auditor's Report for the year ended 30 June 2026 or the conduct of its audit of the Company's Financial Report for the year ended 30 June 2026.

Relevant written questions for the Auditor must be received by the Company by email to companysecretary@ai-media.tv no later than 5.00pm (AEST) on Wednesday 23 September 2026.

This Explanatory Memorandum has been prepared to help Shareholders understand the items of business at the 2026 Annual General Meeting.

1 Financial Statements and Reports

The Corporations Act requires that the Directors' Report, the Auditor's Report and the Financial Report for the year ended 30 June 2026 be laid before the Meeting.

Neither the Corporations Act nor the Constitution requires a vote of Shareholders at the Meeting on these reports. However, Shareholders will be given a reasonable opportunity to raise questions with respect to these reports at the Meeting.

In accordance with the Corporations Act, the Company is not required to provide a hard copy of the Annual Report to Shareholders unless a Shareholder has specifically elected to receive a printed copy. Shareholders may view the 2026 Annual Report on the Company's website or may request a copy from the Company at any time.

A reasonable opportunity will be given to Shareholders at the Meeting to ask the Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company and the independence of the Auditor.

2 Resolution 1 – Adoption of Remuneration Report

Section 250R(2) of the Corporations Act requires the Company to put the Remuneration Report to a vote of Shareholders. The Remuneration Report is set out in the 2026 Annual Report and sets out the remuneration policy for the Company and reports the remuneration arrangements in place for the Directors (including the Managing Director) and other key management personnel.

Section 250R(3) of the Corporations Act provides that this Resolution is advisory only and does not bind the Directors. Of itself, a failure of Shareholders to pass this Resolution will not require the Directors to alter any of the arrangements in the Remuneration Report.

However, under sections 250U and 250Y of the Corporations Act, Shareholders have the opportunity to remove the Board if the Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings (Two Strikes Rule).

Under the Two Strikes Rule, where a resolution on the Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting, a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the Managing Director) who were in office at the date of approval of the applicable Directors' Report must stand for re-election (Spill Resolution).

It is noted that the 2025 Remuneration Report was adopted at the 2025 Annual General Meeting, with 94.74% of votes cast in favour of the relevant resolution. Accordingly, a Spill Resolution is not relevant for this Annual General Meeting.

In summary, if the Remuneration Report receives a 'no' vote of 25% or more at this Meeting, Shareholders should be aware that if there is a 'no' vote of 25% or more at the 2027 annual general meeting the consequences are that all Directors (other than the Managing Director) may be up for re-election should a Spill Resolution pass at that next annual general meeting.

The Chair will allow a reasonable opportunity for Shareholders as a whole to ask about or make comments on the Remuneration Report.

As set out in the notes to Resolution 1, a voting prohibition statement applies with respect to the voting on this Resolution by certain persons connected to the Company.

The Chair intends to exercise all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by appointing the Chair as proxy, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention.

Board Recommendation

The Board declines to make a recommendation in relation to Resolution 1.

The Chair of the Meeting intends to vote undirected proxies in favour of Resolution 1 (subject to the voting exclusions set out in the Notice of Meeting).

3 Resolution 2 – Re-Election of John Martin as a Director

Mr John Martin was appointed as a Director of the Company in October 2010 and served as the inaugural Chair until 2013. He was re-elected as a Director at the 2023 Annual General Meeting and was appointed Chair on 29 February 2024.

Under Listing Rule 14.4 and Rule 7.1(d)(ii) of the Company's Constitution, a Director of the Company (other than a managing director) must not hold office (without re-election) past the third AGM following the Director's appointment or 3 years, whichever is longer.

The 2026 AGM is the third AGM since Mr Martin's re-election as a Director. Accordingly, in accordance with Rule 7.1(d)(ii) of the Constitution and Listing Rule 14.4, Mr Martin retires as Director and offers himself for re-election as a Director at this Meeting.

Mr Martin has played an important role in AI-Media's evolution from an emerging technology company to a global, ASX-listed software and hardware business. Following his re-appointment as Chair in February 2024, he has led the Board's focus on strengthening governance, strategic oversight, performance reporting and capital allocation to support the Company's next phase of sustainable growth.

Mr Martin is a member of the Remuneration & Nomination Committee, Audit & Risk Committee and Product & Technology Committee. Mr Martin is an experienced company director and business executive. He served as CEO and director of ASX-listed Babcock & Brown Communities, Primelife and Regeneus, and is a former corporate and commercial partner of law firm Allens. He is a non-executive director of Sparke Helmore and Biopoint.

The Board considers that Mr Martin is an independent Director.

Board recommendation

The Directors (with Mr Martin abstaining) recommend that Shareholders vote FOR Resolution 2.

The Chair of the Meeting intends to vote undirected proxies in favour of Resolution 2.

Glossary

In the Notice of Meeting and this Explanatory Memorandum the following defined terms have the following meanings:

$ means Australian dollars.

Annual General Meeting, AGM or **Meeting** means the annual general meeting of Shareholders convened by this Notice of Meeting.

Associate has the meaning given in the Listing Rules.

ASIC means the Australian Securities and Investments Commission.

ASX means ASX Limited or the securities exchange market operated by it, as the context requires.

Annual Report means the Directors' Report, the Financial Report and Auditor's Report in respect to the financial year ended 30 June 2026.

Auditor's Report means the Auditor's report on the Financial Report.

Board means the board of Directors of the Company.

Chair means the chair of the Meeting.

Company or AI-Media means AI-Media Technologies Limited ACN 122 058 708.

Constitution means the Company's constitution.

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

Director means a director of the Company.

Directors' Report means the annual directors report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Explanatory Memorandum means the explanatory memorandum that accompanies and forms part of the Notice.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

Key Management Personnel or **KMP** has the meaning given in the Listing Rules.

Listing Rules means the official listing rules of ASX.

Notice of Meeting or **Notice** means the notice of Annual General Meeting which accompanies this Explanatory Memorandum.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means a resolution contained in the Notice of Meeting.

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

Shareholder means a holder of a Share.

AI MEDIA

AI-MEDIA TECHNOLOGIES LIMITED
ABN 12 122 058 708

Need assistance?

Phone:
1300 855 080 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **10:00am (AEST) on Monday, 28 September 2026.**

Voting Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

VOTE DIRECTLY

Voting 100% of your holding: Mark either the For, Against or Abstain box opposite each item of business. Your vote will be invalid on an item if you do not mark any box OR you mark more than one box for that item.
Voting a portion of your holding: Indicate a portion of your voting rights by inserting the number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.
Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.
Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.
Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.
Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate “Appointment of Corporate Representative”. A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 138928

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

Voting Form

Please mark ☒ to indicate your directions

Step 1 Indicate How Your Vote Will Be Cast *Select one option only*

At the Annual General Meeting of AI-Media Technologies Limited to be held at the offices of MA Financial, Level 27, Brookfield Place, 10 Carrington St, Sydney, NSW 2000 on Wednesday, 30 September 2026 at 10:00am (AEST) and at any adjournment or postponement of that meeting, I/We being member/s of AI-Media Technologies Limited direct the following:

A Vote Directly ☐ Record my/our votes strictly in accordance with directions in Step 2.

***PLEASE NOTE:** A Direct Vote will take priority over the appointment of a Proxy. For a valid Direct Vote to be recorded you must mark FOR, AGAINST, or ABSTAIN on each item.*

OR

B Appointment a proxy to vote on your behalf

I/We hereby appoint:

☐ **The Chairman of the Meeting** **OR** ______________

***PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).*

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit).

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resoultion 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you have appointed a proxy and you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority. If you are directly voting and you mark the **Abstain** box for an item, it will be treated as though no vote has been cast on that item and no vote will be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adoption of Remuneration Report	☐	☐	☐
Resolution 2	Re-Election of John Martin as a Director	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

computershare