ASX Announcement (ASX: HLS)

ACN 064 530 516
REGISTERED OFFICE:
LEVEL 22
161 Castlereagh Street
SYDNEY NSW 2000
TEL: +61 2 9432 9400
FAX: +61 2 9432 9447

ASX Limited
Market Announcements Office
Exchange Centre
Level 4, 20 Bridge Street
Sydney NSW 2000

16 September 2026

Notice of 2026 Annual General Meeting

Healius Limited (**Healius**) (ASX: HLS) confirms that, as previously announced, it will hold its 2026 Annual General Meeting (**AGM**) on Thursday, 22 October 2026, commencing at 11:00am (Sydney time).

Shareholders, their proxies and authorised representatives can attend the AGM in person at the Swissotel Sydney, 68 Market Street, Sydney or listen to the AGM, ask questions, and vote via the online meeting platform at: https://meetings.openbriefing.com/HLS26.

Accompanying this announcement is the Notice of Meeting and a sample Voting and Proxy Form.

ENDS

The release of this announcement has been authorised by the Managing Director and CEO.

For further information contact:

Andrew Thomson
Chief Financial Officer, Healius Limited
investor.relations@healius.com.au

For over 30 years Healius has been one of Australia's leading healthcare companies, committed to supporting quality, affordable and accessible healthcare for all Australians. Through its unique footprint of centres and its 8,500+ employees, Healius provides Australia-wide specialty pathology services to consumers and their referring practitioners.

healius®

Notice of Annual General Meeting 2026

Supporting better health outcomes for **Australians**

Healius Limited ACN 064 530 516

2026 Annual General Meeting

NOTICE is hereby given of the 2026 Annual General Meeting (**AGM** or **Meeting**) of members of Healius Limited (the **Company**) to be held as follows:

Date	Thursday, 22 October 2026
Time	11.00am (AEDT) (Registration will commence at 10.30am)
Venue	**In person at** Swissotel Sydney 68 Market Street Sydney NSW 2000
Online	https://meetings.openbriefing.com/HLS26

Items of business

1 Consideration of 2026 Reports

To receive and consider the Company's Financial Report, Sustainability Report, Directors' Report, and the Auditor's Report, for the year ended 30 June 2026 (**FY 2026**).

2 Adoption of the 2026 Remuneration Report

To consider and, if thought fit, pass the following resolution as a non-binding resolution:

"That the Remuneration Report for the year ended 30 June 2026 be adopted."

Note: the vote on this resolution is advisory only and does not bind the Directors of the Company. A voting exclusion applies to this resolution (see Item 2 of the Explanatory Statement to this Notice of Meeting (**Explanatory Statement**)).

3 To re-elect Charles (Charlie) Taylor as a Director

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

"That Charles (Charlie) Taylor, who retires by rotation in accordance with clause 13.6 of the constitution of the Company, being eligible, is re-elected as a Non-Executive Director of the Company."

4 To elect Bruce Robinson as a Director

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

"That Bruce Robinson, being eligible, is elected as a Non-Executive Director of the Company."

5 To elect Steven Rubic as a Director

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

"That Steven Rubic, being eligible, is elected as a Non-Executive Director of the Company."

6 Grants of securities under the Non-Executive Director Share Plan

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

"That approval is given for all purposes, including ASX Listing Rule 10.14, for the issue of securities under the Non-Executive Director Share Plan to Christopher Hall, Bruce Robinson, and Steven Rubic for the next three years, on the terms described in the Explanatory Statement."

Note: a voting exclusion applies to this resolution (see Item 6 of the Explanatory Statement).

7 Grant of Performance Rights to the CEO and Managing Director under the Long-Term Incentive Plan

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

"That approval is given for all purposes, including ASX Listing Rule 10.14, for the issue of Performance Rights to Paul Anderson under the Long-Term Incentive Plan on the terms described in the Explanatory Statement."

Note: a voting exclusion applies to this resolution (see Item 7 of the Explanatory Statement).

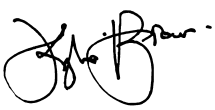
8 Grant of Service Rights to CEO and Managing Director as a salary sacrifice arrangement

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

"That approval is given for all purposes, including ASX Listing Rule 10.14, for the issue of Service Rights to Paul Anderson as a salary sacrifice arrangement on the terms described in the Explanatory Statement accompanying this Notice of Meeting."

Note: a voting exclusion applies to this resolution (see Item 8 of the Explanatory Statement).

By order of the Board.



Kylie Brown
Group General Counsel and Company Secretary
Dated: 16 September 2026

How to attend and vote

Attending the Meeting in person

To attend the Meeting in person, all attendees must register before the commencement of the Meeting. In-person registration commences at **10.30am (AEDT) on Thursday, 22 October 2026** at:

Swissotel Sydney
68 Market Street
Sydney NSW 2000

Attending the Meeting online

Shareholders, their proxies and authorised representatives can listen, ask questions, and vote at the Meeting via the online platform by entering the following URL in your browser: https://meetings.openbriefing.com/HLS26.

To attend the Meeting online, all attendees must register on the online meeting platform before the commencement of the Meeting. Online registration commences at **10:30am (AEDT) on Thursday, 22 October 2026**. You will need your **SRN/HIN** to log in as a shareholder.

Your **password** to access the online meeting platform is the **postcode registered on your holding** if you are an Australian shareholder. Overseas shareholders can click on the "country" drop down box and select the country that is registered on your holding.

The online meeting platform will enable shareholders to ask written questions online. For more details, please refer to the online meeting guide on the Company's website at: www.healius.com.au/agm.

Voting information

The Board has determined that if you are a registered shareholder of Healius Limited at **7:00pm (AEDT) on Tuesday, 20 October 2026**, you will be eligible to attend and vote at the Meeting. Such shareholders can vote on the items of business by:

- voting in advance of the Meeting; or
- attending the Meeting in person and voting during the Meeting; or
- attending the Meeting online and voting during the Meeting; or
- appointing a proxy (including the Chair of the Meeting), corporate representative or attorney to attend the Meeting (in person or online) and vote on their behalf at the Meeting.

Details of each of these voting options are contained below.

Voting on all resolutions set out in this Notice of Meeting will be conducted by a poll.

Voting in advance

You may cast your vote in advance of the Meeting by following the instructions on the Voting Form accompanying this Notice of Meeting. A vote cast in advance constitutes a "direct vote" under clause 12.14 of the Company's Constitution. To be valid, your Voting Form must be lodged by **11:00am (AEDT) on Tuesday, 20 October 2026**.

If you vote in advance and also attend the Meeting (in person or online), you will be given the choice when you register for the Meeting either to revoke your advance vote (to enable you to vote during the Meeting) or to let your advance vote stand.

Voting by 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 shareholder wishing to appoint a proxy should use the Voting Form to do so. A proxy does not need to be a shareholder of the Company and may be an individual or a body corporate.

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 two proxies are appointed but no proportion or number is specified, each proxy may exercise half of the shareholder's votes. A separate Voting Form should be used to appoint each proxy.

If a Voting Form does not specify the proxy, the shareholder will be treated as appointing the Chair of the Meeting as their proxy.

If the relevant shareholder attends the Meeting (in person or online), the proxy must not exercise the voting rights of the shareholder while the shareholder is present.

Appointing the Chair of the Meeting as your proxy

You may appoint the Chair of the Meeting as your proxy. If you direct the Chair of the Meeting how to vote on an item of business, your vote will be cast in accordance with your direction. If you appoint the Chair of the Meeting as your proxy and you do not direct your proxy how to vote on an item of business, then by completing and submitting the Voting Form you will be expressly authorising the Chair of the Meeting to exercise the proxy and vote as the Chair of the Meeting decides on that item of business even though Items 2, 6, 7 and 8 are connected directly or indirectly with the remuneration of members of the Key Management Personnel (**KMP**) of the Company (who comprise the Company's Non-Executive Directors, the Managing Director & Chief Executive Officer (**CEO**), and other executives of the Company).

On a poll, if:

- a shareholder has appointed a proxy (other than the Chair of the Meeting) and the appointment of the proxy specifies the way the proxy is to vote on the item; and
- that shareholder's proxy is either not recorded as attending the meeting or does not vote on the resolution,

the Chair of the Meeting will be taken to have been appointed as a shareholder's proxy for the purposes of voting on that resolution and must vote in accordance with the written direction of that shareholder.

Submitting your Voting Form

Voting Forms (and, if the appointment is signed by the appointer's attorney, the original or certified copy of the authority under which the appointment was signed) must be received by the Company's share registry, MUFG Corporate Markets (AU) Limited (**Share Registry**), by **11:00am (AEDT) on Tuesday, 20 October 2026**.

A Voting Form may be lodged with the Share Registry:

- **ONLINE** at https:// au.investorcentre.mpms.mufg.com (by following the steps set out on that site);
- **BY MAIL** Healius Limited c/- MUFG Corporate Markets (AU) Limited, Locked Bag A14 Sydney South NSW 1235, Australia; or
- **BY FAX** +61 2 9287 0309.

Corporate representatives

Any body corporate voting at the Meeting, either on its own behalf, or as a proxy or attorney, may appoint an individual as its corporate representative to exercise its powers at the Meeting, in accordance with section 250D of the *Corporations Act 2001* (Cth) (**Corporations Act**). A corporate representative may attend and vote at the Meeting in person or online.

The body corporate must supply the corporate representative with an appropriately executed corporate representative certificate.

A copy of the corporate representative certificate must be supplied to the Share Registry via one of the methods described in the section entitled "Submitting your Voting Form", by **11:00am (AEDT) on Tuesday, 20 October 2026**.

Attorneys

A shareholder or proxy may appoint an attorney to vote on their behalf. An attorney may attend and vote at the Meeting in person or online.

For an appointment to be effective, attorneys must lodge the original (or a copy) of the power of attorney under which they have been authorised to attend and vote at the Meeting with MUFG Corporate Markets (AU) Limited via one of the methods described in the section entitled "Submitting your Voting Form", by **11:00am (AEDT) on Tuesday, 20 October 2026**.

If you attend the Meeting, the proxy or attorney must not exercise your voting rights while you are present.

Questions in advance of the meeting

Your Directors encourage you to lodge questions prior to the Meeting. You can submit your questions online at https://au.investorcentre.mpms.mufg.com. You can also e-mail questions to the Company at investor.relations@healius.com.au (please include your full name and SRN or HIN).

Shareholders may also submit questions to the Company's auditor, Ernst & Young, if the question is relevant to:

- the content of the FY 2026 Auditor's Reports; or
- the conduct of the audit of the Financial Report or review of the Sustainability Report.

Written questions to the Company or the Auditor must be received by the Company no later than **Thursday, 15 October 2026**. The Chair of the Meeting will endeavour to address as many of the more frequently raised relevant questions as possible. However, there may not be sufficient time available at the meeting to address all of the questions raised. Please note that individual responses will not be sent to any shareholder.

How to attend and vote (continued)

Unforeseen circumstances and technical difficulties

It is possible that circumstances may arise before or during the Meeting that affect the conduct of the Meeting, either in person or online or both. This might be due to public health measures or technical difficulties or other reasons.

Should such circumstances arise, the Chair of the Meeting has discretion as to whether and how the Meeting should proceed. In exercising that discretion, the Chair of the Meeting will have regard to the number of attendees impacted and the extent to which participation in the business of the Meeting is affected. Where the Chair of the Meeting considers it appropriate, they may continue to conduct the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. This may include convening or continuing with an in person meeting only, or convening or continuing with an online meeting only.

For this reason, shareholders are encouraged to vote in advance or lodge a proxy by **11:00am (AEDT) on Tuesday, 20 October 2026** even if they plan to attend the Meeting (in person or online).

Explanatory Statement

Item 1: Consideration of Reports

1.1 The Company's 2026 Annual Report (which includes the Financial Report, the Sustainability Report, the Directors' Report, and the Auditor's Report for the financial year ended 30 June 2026) will be put before the Meeting.

1.2 This Item 1 does not require a formal resolution to be put to the Meeting. Shareholders as a whole will be given a reasonable opportunity to ask questions about, or make comments on, these reports and the management of the Company. The 2026 Annual Report is available on the Company's website at www.healius.com.au.

1.3 The Chair of the Meeting will also give shareholders a reasonable opportunity to ask the Company's Auditor, Ernst & Young, questions relevant to:

- the conduct of the audit of the Financial Report or the review of the Sustainability Report;
- the preparation and content of the Auditor's Reports;
- the accounting policies adopted by the Company in relation to the preparation of its financial statements;
- the policies adopted by the Company in relation to the preparation of the Sustainability Report; and
- the independence of the Auditor in relation to the conduct of the audit and review.

Item 2: Adoption of the 2026 Remuneration Report

2.1 The Company's Remuneration Report for FY 2026 (**2026 Remuneration Report**) is set out on pages 31 to 44 of the Company's 2026 Annual Report.

2.2 The 2026 Remuneration Report:

a. explains the Board's objectives and structure of remuneration of Directors and senior executives for FY 2026, and the relationship between such policy and the Company's performance;

b. sets out the details of performance conditions, including why they were chosen and how performance is measured against them; and

c. sets out the performance and remuneration arrangements for the Company's KMP.

2.3 Shareholders will be asked to vote on a resolution to adopt the 2026 Remuneration Report at the Meeting. The vote on the resolution will be advisory only and will not bind the Directors.

2.4 The Chair of the Meeting will give shareholders a reasonable opportunity to ask questions about, or comment upon, the 2026 Remuneration Report.

VOTING EXCLUSION STATEMENT FOR ITEM 2

2.5 The Company will disregard any votes cast on Item 2:

a. by or on behalf of a member of the Company's KMP, details of whose remuneration are included in the Company's 2026 Remuneration Report or their closely related parties regardless of the capacity in which the vote is cast; and

b. as a proxy by a member of the Company's KMP as at the date of the AGM, or their closely related parties,

unless the vote is cast as proxy for a person entitled to vote on Item 2:

c. in accordance with a direction on the proxy form; or

d. by the Chair of the Meeting pursuant to an express authorisation to exercise the proxy as she decides even though Item 2 is connected directly or indirectly with the remuneration of the Company's KMP.

RECOMMENDATION ON ITEM 2

2.6 Your Directors unanimously recommend that you vote in favour of adopting the 2026 Remuneration Report.

Item 3: Re-election of Charles (Charlie) Taylor as a Director

3.1 Mr Charles (Charlie) Taylor was appointed as a Non-Executive Director in March 2023. He is a member of the Audit Committee and a member of the People, Governance & Remuneration Committee.

3.2 In accordance with clause 13.6 of the Company's Constitution, Mr Taylor retires by rotation at this Meeting and offers himself for re-election.

3.3 **Background and experience:**

a. Mr Taylor has over 30 years' experience in international advisory, having retired in 2020 as a Senior Partner at McKinsey & Company where he built and led the Public and Health Sector practice. He has advised many of Australia's private and public sector healthcare organisations on topics including strategy, digital, operations and growth transformations, global expansion and supply chains, mergers and acquisitions and board governance. Mr Taylor has initiated multi-year research efforts on healthcare, COVID response, productivity and innovation and has published research articles and reports on healthcare reform lessons from around the globe.

b. Mr Taylor is also a Non-Executive Director at Cardiex Ltd (ASX:CDX), Research Australia, Woolcock Institute, Maclaughlin River Pastoral Company and AgX Global. He is a Senior Advisor at GNG Partners and recently retired as Chair of the NSW Innovation and Productivity Council. Mr Taylor is the Honorary Federal Treasurer for the Liberal Party and a Board member on the Liberal Party Federal Executive.

c. Mr Taylor holds a Bachelor of Economics (First Class) and Laws (Hons) received at the University of Sydney and a Master of Philosophy in Economics received at Cambridge University.

d. The Board considers that Mr Taylor is an independent Director.

RECOMMENDATION ON ITEM 3

3.4 Your Directors (other than Mr Taylor, who abstains) unanimously recommend that you vote in favour of the re-election of Mr Taylor.

Item 4: Election of Bruce Robinson as a Director

4.1 Professor Bruce Robinson AC was appointed as a Non-Executive Director in February 2026 and has been a member of the Board's Audit Committee since April 2026.

4.2 In accordance with clause 13.5 of the Company's Constitution, Professor Robinson holds office as a casual appointee only until the next Annual General Meeting and, being eligible, offers himself for election by shareholders.

4.3 **Background and experience:**

a. Professor Robinson is a renowned physician, academic, and advisor with over 25 years' experience as a leader in healthcare. In addition to being a highly experienced practising endocrinologist, Professor Robinson currently serves on the boards of a number of major listed healthcare entities. He is Chair of Mayne Pharma Group Limited (ASX:MYX) (since January 2026; Non-Executive Director since August 2014) and a Non-Executive Director of Cochlear Limited (ASX:COH) (since December 2016). He is also a Non-Executive Director of British speciality pharmaceutical company CS Pharmaceuticals Ltd (since 24 October 2024) and an advisor to Minter Ellison.

b. Professor Robinson's former roles include Chair of the Australian Government's taskforce of expert clinicians charged with reviewing the Medicare Benefits Schedule, the Medicare Benefits Schedule Review Taskforce, and chair of Australia's peak advisory and funding body for medical research, the National Health and Medical Research Council. He is a former Dean of the University of Sydney's Medical School, the former head of the Cancer Genetics Unit at the Kolling Institute, Royal North Shore Hospital, and the former Head, Division of Medicine, Royal North Shore Hospital.

c. Professor Robinson was awarded a Doctor of Medicine from the University of Sydney in 1990, having earlier undertaken a fellowship at Harvard Medical School and graduated from the University of Sydney with a Master of Science degree. Professor Robinson is a Fellow of the Australian Institute of Company Directors.

d. The Board considers that Professor Robinson is an independent Director.

RECOMMENDATION ON ITEM 4

4.4 Your Directors (other than Professor Robinson, who abstains) unanimously recommend that you vote in favour of the election of Professor Robinson.

Item 5: Election of Steven Rubic as a Director

5.1 Steven Rubic was appointed as a Non-Executive Director in December 2025 and has Chaired the Board's Risk Management Committee since April 2026.

5.2 In accordance with clause 13.5 of the Company's Constitution, Mr Rubic holds office as a casual appointee only until the next Annual General Meeting and, being eligible, offers himself for election by shareholders.

5.3 **Background and experience:**

a. Mr Rubic has over 30 years of executive leadership in healthcare including leading large multi-site national areas of operations. He has held CEO positions at St Vincent's and Mater Health Sydney, I-MED Radiology Network and Healthscope.

b. Mr Rubic is also an experienced Non-Executive Director. He is currently a Non-Executive Director of the Mater Hospitals Group and CHL's aged care business and the Deputy Chair of private equity owned InvoCare. His previous Board roles include being a Non-Executive Director of Pacific Smiles Group Limited (formerly ASX: PSQ), Chris O'Brien Lifehouse and the Garvan Institute of Medical Research.

c. Mr Rubic holds a Master of Business Administration (MGSM) and a Bachelor of Health Administration (UNSW). He is a Fellow of both the Australian Institute of Company Directors and the Australasian College of Health Service Management.

d. The Board considers that Mr Rubic is an independent Director.

RECOMMENDATION ON ITEM 5

5.4 Your Directors (other than Mr Rubic, who abstains) unanimously recommend that you vote in favour of the election of Mr Rubic.

Item 6: Grant of Securities under Non-Executive Director Share Plan

6.1 Your Directors have determined to seek shareholder approval for the grant of share rights (**Share Rights**) to Christopher Hall, Bruce Robinson, and Steven Rubic under the Company's Non-Executive Director Share Plan (**NED Share Plan**) and for the allocation of ordinary shares in the Company (**Shares**) on vesting of those Share Rights.

The NED Share Plan was introduced to support Non-Executive Directors in building their shareholdings in the Company and as a means of enhancing the alignment of interests between Non-Executive Directors and shareholders generally. The NED Share Plan is a pre-tax fee sacrifice plan, which allows each Non-Executive Director to sacrifice up to 100% of their annual Director's fees to acquire Share Rights as described below.

6.2 **Reasons why approval is sought**

ASX Listing Rule 10.14 provides that shareholder approval is required for the issue of securities to a Director under an employee incentive scheme. The NED Share Plan is considered to be an employee incentive scheme for the purposes of ASX Listing Rule 10.14.

Accordingly, shareholder approval is being sought for all purposes, including for ASX Listing Rule 10.14, to permit the Company to issue securities under the NED Share Plan to Mr Hall, Professor Robinson and Mr Rubic.

An issue of securities made with the approval of shareholders under ASX Listing Rule 10.14 does not count towards the Company's placement capacity under Listing Rule 7.1 by virtue of Exception 14 of Listing Rule 7.2.

The granting of Share Rights and Shares under the NED Share Plan to Non-Executive Directors Sally Evans, John Mattick, Kate McKenzie, Charlie Taylor, Michael Stanford, Kathy Ostin and Neil Vinson was approved by shareholders at the Company's 2025 Annual General Meeting, for a duration of three years (to October 2028).

If Item 6 is passed, the Company may, in accordance with the NED Share Plan, issue securities to each of Mr Hall, Professor Robinson, and Mr Rubic provided, in the case of Professor Robinson and Mr Rubic, they are elected at this Meeting and the securities issued will not count towards the Company's placement capacity under Listing Rule 7.1 by virtue of Exception 14 of Listing Rule 7.2.

If Item 6 is not passed, the previous approval will continue to be used in relation to current NED Share Plan participants, and Mr Hall, Professor Robinson, and Mr Rubic will not participate in the NED Share Plan for the financial year ended 30 June 2027.

6.3 **Key terms of NED Share Plan**

Under the NED Share Plan, each Non-Executive Director may choose to sacrifice a portion of their fees to be used to acquire Share Rights. Each Share Right is a right to acquire one fully paid ordinary share in the Company. Share Rights carry no dividend or voting rights prior to vesting (but may be eligible for dividend equivalent payments) and are not subject to any performance conditions or service requirements. Share Rights are allocated based on the fees each Director elects to sacrifice, and will be granted following the AGM. The maximum number of Share Rights that may be allocated cannot be calculated because it is subject to the Company's share price at a future time, and accordingly a formula is used in accordance with Listing Rule 10.15.3.

The maximum potential value of Share Rights that could be allocated annually under the NED Share Plan is equal to $2 million (which is the current shareholder-approved Non-Executive Director fee cap). The actual value of Share Rights that will be allocated will be lower, because the level of Non-Executive Director fees is below the current shareholder-approved fee cap, and it is anticipated that not all Non-Executive Directors will sacrifice all of their fees under the NED Share Plan.

The number of Share Rights that a Non-Executive Director may receive under the NED Share Plan is calculated in accordance with the following formula (rounded down to the nearest whole Share Right):

$$\text{Number of Share Rights} = \frac{\text{Value of Non-Executive Director fees sacrificed (\$) for the relevant period}}{\text{Price payable per Share Right}}$$

The price payable per Share Right issued under the NED Share Plan will be the volume weighted average market price of Shares for the five trading days before their grant date.

6.4 One half of the Share Rights allocated will vest and be automatically exercised into Restricted Shares on the first Business Day after the release of Healius' half-year report for the period ended 31 December 2026 and the remainder will vest and be automatically exercised into Restricted Shares on the first Business Day after the release of Healius' preliminary final report for FY 2027.

6.5 Restricted Shares are ordinary shares that are subject to a disposal restriction. Each Non-Executive Director participating in the NED Share Plan elects in advance the period during which the disposal restriction will apply, up to a maximum of 15 years from the date the Share Rights are granted (**Restriction Period**).

6.6 During the Restriction Period, the Director is unable to dispose of their Restricted Shares.

6.7 Restricted Shares carry the same dividend, voting and other rights as ordinary Shares.

6.8 All Share Rights and Restricted Shares held by a Non-Executive Director vest into Shares on the earliest of:

- the end of the Restriction Period;
- the relevant Non-Executive Director ceasing to hold the office of Director; or
- in other circumstances determined by the Board.

6.9 Only Non-Executive Directors are eligible to participate in the NED Share Plan.

OTHER INFORMATION

6.10 **Details of the relevant Directors' current total remuneration packages**

NAME OF DIRECTOR	ROLES	CURRENT TOTAL ANNUAL REMUNERATION PACKAGE (INCL. SUPERANNUATION)
Christopher Hall	Non-Executive Director	$140,000
Bruce Robinson	Non-Executive Director and Member of Board Audit Committee	$155,000
Steven Rubic	Non-Executive Director and Chair of Board Risk Management Committee	$170,000

6.11 **The number of securities that have previously been issued to the relevant Directors under the NED Share Plan**

NAME OF NON-EXECUTIVE DIRECTOR	PLAN YEAR	TYPE OF SECURITY	NUMBER RECEIVED	ACQUISITION PRICE
Christopher Hall	N/A	N/A	Nil	N/A
Bruce Robinson	N/A	N/A	Nil	N/A
Steven Rubic	N/A	N/A	Nil	N/A

6.12 There is no loan in relation to the proposed award of Share Rights and Shares to the Non-Executive Directors.

6.13 The last date by which the Company will issue any securities to which Item 6 applies is 22 October 2029, being three years after the date of the Meeting.

6.14 **Details of Share Rights and Restricted Shares issued**

Details of any securities issued under the NED Share Plan will be published in each Annual Report of the Company relating to the financial year in which the securities were issued, with a statement that approval for the issue of the securities was obtained under ASX Listing Rule 10.14.

6.15 **Additional participants in the NED Share Plan**

Any additional persons covered by Listing Rule 10.14 who become entitled to participate in the NED Share Plan after this resolution is approved and who are not named in this Notice of Meeting will not participate in the NED Share Plan unless approval of shareholders is obtained under ASX Listing Rule 10.14

VOTING EXCLUSION STATEMENT ON ITEM 6

6.16 The Company will disregard any votes cast on Item 6:

a. in favour of the resolution by or on behalf of Mr Hall, Professor Robinson or Mr Rubic or an associate of those persons; or

b. as a proxy by a person who is a member of the Company's KMP as at the date of the AGM, or their closely related parties,

unless the vote is cast:

c. 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

d. by the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the resolution, pursuant to an express authorisation to exercise the proxy as she decides even though Item 6 is connected directly or indirectly with the remuneration of members of the Company's KMP; or

e. by 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.

RECOMMENDATION ON ITEM 6

6.17 Noting Mr Hall, Professor Robinson, and Mr Rubic's interest in the resolution, the Board unanimously recommends that you vote in favour of the grant of securities to Non-Executive Directors under the NED Share Plan.

Item 7: Grant of Performance Rights to CEO and Managing Director under Long-Term Incentive Plan

7.1 As part of his executive remuneration arrangements, Paul Anderson, the Company's CEO and Managing Director (**CEO**), is eligible to participate in incentive plans set up by the Company, including the Long-Term Incentive Plan (**LTIP**).

7.2 ASX Listing Rule 10.14 provides that shareholder approval is required for the issue of securities to a Director under an employee incentive scheme. Accordingly, shareholder approval is being sought for all purposes, including for ASX Listing Rule 10.14, to enable the Company to grant securities to the CEO under the LTIP.

7.3 An issue of securities made with the approval of shareholders under ASX Listing Rule 10.14 does not count towards the Company's placement capacity under Listing Rule 7.1 by virtue of Exception 14 of ASX Listing Rule 7.2. Accordingly, if Item 7 is approved, the issue of securities to the CEO under the LTIP will not count towards the Company's placement capacity under Listing Rule 7.1.

Specific terms of the CEO's LTIP grant

7.4 Subject to shareholder approval, the Board proposes to grant the CEO 4,469,109 Performance Rights as his FY 2027 LTIP award. A Performance Right is a right to acquire a share in the Company (**Share**), subject to meeting certain vesting conditions over the performance period (and subject to the Board exercising its discretion to make a cash equivalent payment in lieu of an allocation of Shares).

7.5 The number of Performance Rights proposed to be granted to the CEO has been calculated as follows (rounded up to the nearest whole Performance Right):

$$\frac{\text{TEC x Maximum LTIP Allocation}}{\text{Performance Rights (Face) Value}}$$

where:

TEC means the total employment cost of the CEO as of 1 July 2026.

Maximum LTIP Allocation means 125%, which represents the maximum value of the LTIP award (assuming maximum achievement of performance and service conditions) which may be granted to the CEO as a proportion of TEC.

Performance Rights (Face) Value means $0.3832, which is the 10 trading day volume-weighted average price (**VWAP**) of a Share in the period immediately prior to 1 July 2026.

7.6 If shareholder approval is obtained, it is intended that the Performance Rights will be granted to the CEO shortly after the Meeting, and within one year of the AGM and the issue of the Performance Rights, and any Shares issued upon vesting of the Performance Rights, will not count towards the Company's placement capacity under Listing Rule 7.1. If this resolution is not passed, the Board will consider alternative arrangements to appropriately remunerate and incentivise the CEO.

7.7 The Board has determined to grant Performance Rights to the CEO under the LTIP to create a link between performance and reward by providing an at-risk element of executive remuneration that focuses on performance over two- and three-year periods. The LTIP aims to align management rewards with shareholder value, thereby incentivising management to deliver the Company's current strategic plan.

7.8 **Key terms of LTIP grant**

Performance period and conditions	The grant will be split into four tranches: • Tranche 1 (16.5% of the grant): will be subject to an underlying Earnings Per Share (**EPS**) condition over the performance period 1 July 2026 to 30 June 2028; • Tranche 2 (16.5% of the grant): will be subject to a relative total shareholder return (**rTSR**) condition over the performance period 1 July 2026 to 30 June 2028; • Tranche 3 (33.5% of the grant): will be subject to an underlying EPS condition over the performance period 1 July 2026 to 30 June 2029; and • Tranche 4 (33.5% of the grant): will be subject to an rTSR condition over the performance period 1 July 2026 to 30 June 2029. These weightings have been adopted to ensure an external focus and alignment to shareholder returns.
EPS Performance Condition	The Performance Rights subject to an EPS performance condition will be assessed against EPS (cents/share) targets set for FY 2028 (for Tranche 1) and FY 2029 (for Tranche 3), and divided by the number of shares on issue at 30 June 2026. The vesting schedule for both EPS tranches is: • Below 90% of the Board-approved EPS (cents/share) target: nil vesting • At 90%: 50% vesting • Between 90% and 100%: pro rata vesting on a straight-line basis between 50.01% and 100% • At or above 100%: 100% vesting The Board has discretion to adjust the EPS (cents/share) targets and/or the weighted average number of Shares on issue used for the EPS calculation as it deems appropriate, to ensure participant and shareholder rewards are aligned. Because of their commercial sensitivity, the performance measures and the achievement against those measures will be disclosed in the Company's Remuneration Report for the year in relation to which the LTIP awards vest, if the targets are met and vesting occurs. For FY 2027 LTIP awards, this will be the FY 2028 and FY 2029 Remuneration Reports.
rTSR Performance Condition	The comparator group for the rTSR Performance Condition comprises the ASX listed healthcare organisations within the S&P/ASX 300 Health Care Index. However, the Board has discretion to adjust the comparator group, including to take into account acquisitions, mergers or other relevant corporate action or delisting. rTSR is calculated by comparing the Company's total shareholder return (**TSR**) over the relevant performance period to the TSRs of comparator group companies over the same period. The rTSR value is expressed as a percentile, representing the percentage of comparator group companies with a TSR less than the Company's TSR. Both the starting price and end price for the purpose of calculating the Company's rTSR over the performance period is the 10-day VWAP of Shares to 30 June. Dividend distributions are assumed to be re-invested in the Company's shares on the respective ex-dividend date at that day's VWAP. Performance Rights subject to an rTSR Performance Condition will vest in accordance with the following scale: • Below 50th percentile: nil vesting • At or above 50th up to 75th percentile: pro rata vesting on a straight-line basis between 50% and 100% • At or above 75th percentile: 100% vesting

Explanatory Statement (continued)

Testing and vesting	The performance conditions will be tested at the end of the performance period, and the Board will determine the number of Performance Rights (if any) that will vest. One Share will be issued for each vested Performance Right plus such additional number of Shares as is equal in value to any dividends (excluding special dividends) which would have been paid during the relevant performance period if Shares had been held by the CEO rather than Performance Rights, rounded down to the nearest whole Share. Calculation of the vesting conditions and achievement against the Performance Conditions will be determined by the Board in its absolute discretion, having regard to any matters that it considers relevant (including any adjustments for unusual or non-recurring items that the Board considers appropriate).
Voting and dividend rights	Performance Rights do not carry any dividend or voting rights. Shares allocated on vesting of Performance Rights carry the same dividend and voting rights as other Shares issued by the Company.
Lapse and transferability	Any Performance Rights which do not vest following testing of Performance Conditions will lapse. Other than in limited circumstances, Performance Rights may not be disposed of, transferred or otherwise dealt with, and lapse immediately on a purported disposal, transfer or dealing. Shares allocated on vesting of the Performance Rights will be subject to the Company's share trading policy.
Cessation of employment	If an LTIP participant ceases to be an employee of the Company, and the termination of their employment is in circumstances other than Special Circumstances (defined below), then all unvested Performance Rights held by the participant will lapse unless the Board determines otherwise. If an LTIP participant's termination is in Special Circumstances, then unvested Performance Rights will lapse, calculated based on the proportion of the relevant Performance Period that has not been served as at their final date of employment, unless the Board determines otherwise. Performance Rights that do not lapse at the termination of employment will continue to be held by the participant until the end of the relevant performance period and will be subject to the same performance testing and vesting criteria. **Special Circumstances** means death, total and permanent disablement as determined by the Board, retirement or resignation with the prior consent of the Board, redundancy, retrenchment or other Company-initiated termination other than for cause.
Clawback	The Board has broad clawback powers to determine that Performance Rights lapse, any shares allocated on vesting are forfeited or that amounts are to be repaid in certain circumstances (for example, in the case of serious misconduct).
Change of Control	In the event of a change of control of the Company, the Board has discretion to determine that vesting of all or some of the Performance Rights should be accelerated.

7.9 **Other information**

a. Details of the CEO's current Total Remuneration Package: The CEO's current Total Remuneration Package, on an annual basis, comprises a Total Employment Cost (TEC) of $1,370,050 (inclusive of superannuation) and the 3.4% increase which became effective on 1 July 2026 and is the subject of a proposed salary sacrifice arrangement detailed in Item 8 of this Explanatory Statement, an STI proportion (at maximum) of 100% of TEC, and an LTI proportion (at maximum) of 125% of TEC, for a Total Remuneration Package of $4,452,663.

b. As the Performance Rights form part of the CEO's remuneration package, the acquisition price for a Performance Right is nil and no money is payable by the holder for a share on exercise of a Performance Right.

c. 75,887 Performance Rights were granted to the CEO under the FY 2023 LTIP and 305,462 Performance Rights under the FY 2024 LTIP. These Performance Rights lapsed without conversion. The Performance Rights were granted to the CEO as his LTI for no cost.

d. There is no loan in relation to the proposed award of Performance Rights to the CEO.

e. Details of any Performance Rights issued under the LTIP will be published in each Annual Report of the Company relating to the financial year in which the Performance Rights are issued, with a statement that approval for the issue of the securities was obtained under ASX Listing Rule 10.14.

f. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in the LTIP after this resolution is approved and who are not named in this Notice of Meeting will not participate in the LTIP unless approval of shareholders is obtained under ASX Listing Rule 10.14.

VOTING EXCLUSION STATEMENT ON ITEM 7

7.10 The Company will disregard any votes cast:

a. in favour of Item 7 by or on behalf of the CEO (Paul Anderson) being the only Director entitled to participate in the LTIP, or any of his associates (regardless of the capacity in which the vote is cast); and

b. on Item 7 as a proxy by a member of KMP as at the date of the AGM, or their closely related parties,

unless the vote is cast:

c. as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the proxy or attorney to vote on the resolution in that way; or

d. by the Chair of the Meeting as proxy for a person entitled to vote on the resolution, in accordance with an express authorisation to exercise undirected proxies as the Chair of the Meeting decides; or

e. by 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 the directions given by the beneficiary to the holder to vote in that way.

RECOMMENDATION ON ITEM 7

7.11 Your Directors (other than the CEO) unanimously recommend that you vote in favour of approving the issue of performance rights to the CEO under the LTIP.

Item 8: Grant of Service Rights to the CEO and Managing Director as a salary sacrifice arrangement

8.1 At its meeting on 19 May 2026, the Board approved a 3.4% increase, effective from 1 July 2026, to the TEC of Paul Anderson, the Company's CEO and Managing Director (**CEO**), being an amount of $45,000 per annum. The CEO has agreed to accept the $45,000 increase in the form of Service Rights, as a salary sacrifice arrangement.

8.2 The proposed salary sacrifice arrangement seeks to address investor and proxy advisor concerns regarding the quantum of the CEO's TEC while maintaining an appropriate remuneration outcome for the CEO.

8.3 The proposed salary sacrifice arrangement is considered to be an employee incentive scheme for the purposes of ASX Listing Rule 10.14 and as such requires shareholder approval.

8.4 An issue of securities made with the approval of shareholders under ASX Listing Rule 10.14 does not count towards the Company's placement capacity under Listing Rule 7.1 by virtue of Exception 14 of ASX Listing Rule 7.2. Accordingly, if Item 8 is approved, the issue of securities to the CEO under the salary sacrifice arrangement will not count towards the Company's placement capacity under Listing Rule 7.1.

8.5 **Specific terms of the CEO's Service Rights grant**

Subject to shareholder approval, the Board proposes to grant 117,433 Service Rights in satisfaction of the Board approved 3.4% increase to the CEO's TEC for FY 2027 at an issue price of $0.3832 per Share Right (being the 10-trading day VWAP of a Share in the period immediately prior to 1 July 2026).

A Service Right is a right to acquire one fully paid ordinary Share, subject to meeting the applicable service-based vesting condition over the vesting period (1 July 2026 to 30 June 2027 inclusive). There is no loan in relation to the proposed award of Service Rights to the CEO.

The number of Service Rights proposed to be granted to the CEO has been calculated as follows (rounded up to the nearest whole Service Right):

Number of Service Rights = $45,000 ÷ Service Rights (Face) Value

where:

Service Rights (Face) Value means the 10-trading day VWAP of a Share in the period immediately prior to 1 July 2026, being $0.3832.

8.6 If shareholder approval is obtained, the Service Rights will be granted to the CEO as soon as practicable after the AGM and the CEO's remuneration will be adjusted, as necessary, to fund the Service Rights. If Item 8 is not passed, the CEO will instead receive the approved 3.4% increase to his TEC for FY 2027 as cash remuneration.

8.7 **Key Terms of the Service Rights grant**

Vesting Period	1 July 2026 to 30 June 2027 inclusive.
Vesting Condition	Continued service as an employee of the Group as at 30 June 2027. If the CEO is employed by the Group on 30 June 2027, the Service Condition will be satisfied and 100% of the Service Rights under this grant will vest.
Voting and dividend rights	Service Rights do not carry any dividend or voting rights. Shares allocated on vesting of the Service Rights will carry the same dividend and voting rights as other Shares.
Lapse and transferability	Service Rights that are not eligible to vest will be forfeited upon failure to meet the Service Condition. Other than in limited circumstances, Service Rights may not be disposed of, transferred or otherwise dealt with, and lapse immediately on a purported disposal, transfer or dealing. Shares allocated on vesting of the Service Rights will be subject to the Company's share trading policy.
Termination of employment	If the CEO's employment ceases during the Vesting Period, a pro rata portion of the unvested Service Rights will lapse, calculated based on the proportion of the relevant Vesting Period that has not been served as at his final date of employment. The balance of his unvested Service Rights will remain on foot and be eligible to vest on the Vesting Date or such earlier date as the Board may determine under the Company's Equity Incentive Plan Rules.
Clawback	The Board has broad clawback powers under the Company's Equity Incentive Plan Rules (for example, in the case of serious misconduct). These clawback powers do not apply to the Service Rights under this grant.
Change of Control	If a Change of Control Event occurs, a pro rata portion of Service Rights will vest, calculated based on the portion of the relevant Vesting Period that has elapsed up to the date of the change of Control, and the Board retains a discretion to determine whether the remaining Service Rights will vest or lapse.

8.8 Details of any Service Rights issued will be published in the Annual Report of the Company relating to the financial year in which the Service Rights are issued, being FY 2027, with a statement that approval for the issue of the securities was obtained under ASX Listing Rule 10.14.

8.9 Any additional persons covered by Listing Rule 10.14 who become entitled to participate in the issue of Service Rights after this resolution is approved and who are not named in this Notice of Meeting will not participate in the issue of Service Rights unless approval of shareholders is obtained under ASX Listing Rule 10.14.

VOTING EXCLUSION STATEMENT ON ITEM 8

8.10 The Company will disregard any votes:

a. in favour of Item 8 by or on behalf of the CEO (Paul Anderson) or any of his associates (regardless of the capacity in which the vote is cast); and
b. on Item 8 as a proxy by a member of KMP as at the date of the AGM, or their closely related parties,

unless the vote is cast:

c. as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the proxy or attorney to vote on the resolution in that way; or
d. by the Chair of the Meeting as proxy for a person entitled to vote on the resolution, in accordance with an express authorisation to exercise undirected proxies as the Chair of the Meeting decides; or
e. by 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 the directions given by the beneficiary to the holder to vote in that way.

RECOMMENDATION ON ITEM 8

8.11 Your Directors (other than Mr Anderson) unanimously recommend that you vote in favour of approving the issue of Service Rights to the CEO as a salary sacrifice arrangement.

www.healius.com.au

Healius Ltd ACN 064 530 516

LODGE YOUR VOTE

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

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

BY FAX
+61 2 9287 0309

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

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

X99999999999

VOTING/PROXY FORM

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

STEP 1 Please mark either A or B

A VOTE DIRECTLY

elect to lodge my/our vote(s) directly (mark box)

in relation to the Annual General Meeting of the Company to be held at **11:00am (AEDT) on Thursday, 22 October 2026,** and at any adjournment or postponement of the Meeting.

You should mark either "for" or "against" for each item. Do not mark the "abstain" box.

OR

B APPOINT A PROXY

the Chair of the Meeting (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11:00am (AEDT) on Thursday, 22 October 2026** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **Swissotel Sydney, 68 Market Street, Sydney NSW 2000** or logging in online at **https://meetings.openbriefing.com/HLS26** (refer to details in the Virtual Annual General Meeting Online Guide).

Important for Resolutions 2, 6, 7 & 8: If the Chair of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chair of the Meeting to exercise the proxy in respect of Resolutions 2, 6, 7 & 8, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

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

STEP 2

VOTING DIRECTIONS

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

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

Resolutions

Resolutions	For	Against	Abstain*
2 Adoption of FY26 Remuneration Report			
3 Re-election of Charlie Taylor as a Director			
4 Election of Bruce Robinson as a Director			
5 Election of Steven Rubic as a Director			
6 Grants under the Non-Executive Director Share Plan			
7 Grant of FY27 LTIP Performance Rights to the CEO			
8 Grant of Service Rights to the CEO in lieu of increase in fixed annual remuneration			

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

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

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

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

HLS PRX2601N

HOW TO COMPLETE THIS SHAREHOLDER VOTING/PROXY FORM

YOUR NAME AND ADDRESS

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

VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please only mark either **"for"** or **"against"** for each item. Do not mark the **"abstain"** box. If you mark the **"abstain"** box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B, your vote may be passed to the Chair of the Meeting as your proxy.

Custodians and nominees may identify on this form the total number of votes in each of the categories and their votes will be valid.

If you have lodged a direct vote, and then you attend the Meeting, your attendance will cancel your direct vote.

The Chair's decision as to whether a direct vote is valid is conclusive.

VOTING UNDER BOX B – APPOINTMENT OF PROXY

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

DEFAULT TO CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

APPOINTMENT OF A SECOND PROXY

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

To appoint a second proxy you must:

(a) on each of the first Voting/Proxy Form and the second Voting/Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

(b) return both forms together.

SIGNING INSTRUCTIONS

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

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

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

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

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

LODGEMENT OF A VOTING/PROXY FORM

This Voting/Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am (AEDT) on Tuesday, 20 October 2026,** being not later than 48 hours before the commencement of the Meeting. Any Voting/Proxy Form received after that time will not be valid for the scheduled Meeting.

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

ONLINE

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

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

BY MOBILE DEVICE

QR Code

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

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

BY MAIL

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

BY FAX

+61 2 9287 0309

BY HAND

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

or

Liberty Place
Level 41
161 Castlereagh Street
Sydney NSW 2000

* in business hours (Monday to Friday, 9:00am–5:00pm)