

25 October 2021

Dear Shareholder

Annual General Meeting – Notice and Proxy Form

Notice is hereby given that the Annual General Meeting (**AGM**) of MPower Group Limited (**MPower** or the **Company**) will be held at 10.00am AEDT on Thursday 25 November 2021 as a virtual meeting (**Meeting**).

In accordance with the temporary relief measures approved by the federal government in *Treasury Laws Amendment (2021 Measures No. 1) Act 2021* (Cth) the Company will not be dispatching physical copies of the Notice of Meeting (**Notice**) to shareholders.

The Notice of Meeting is being made available to shareholders electronically and can be viewed and downloaded online at: www.mpower.com.au/investors. Alternatively, the Notice of Meeting will be posted on the Company's ASX market announcement page (ASX: MPR).

The Meeting will be accessible to all shareholders virtually via a live webinar, further details of which are set out below.

All resolutions will be decided on a poll. The poll will be conducted based on votes submitted by proxy and at the Meeting by shareholders who can vote in accordance with the instructions set out below.

Virtual Meeting

The Company is pleased to provide shareholders with the opportunity to attend and participate in the Meeting through an online meeting platform powered by Automic.

Shareholders that have an existing account with Automic will be able to watch, listen and vote online. Shareholders who do not have an account with Automic are encouraged to register for an account as soon as possible and well in advance of the Meeting to avoid any delays on the day of the Meeting. An account can be created by visiting investor.automic.com.au, clicking on "register" and following the prompts.

Shareholders will be able to vote and ask questions at the virtual meeting.

Shareholders are also encouraged to submit questions in advance of the Annual General Meeting to the Company. Questions must be submitted in writing to shareholders@mpower.com.au at least 48 hours before the AGM.

Your vote is important

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

To vote in person, attend the Meeting on the date and at the place set out above.

If Shareholders are attending virtually they will be able to vote at the meeting but are strongly encouraged to complete and submit their vote by proxy in advance of the meeting.

Voting by Proxy

Shareholders are strongly encouraged to complete and submit their vote by proxy by using one of the following methods:

Online Lodge the Proxy Form online at <https://investor.automic.com.au/#/loginsah> by following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on 'View Meetings' – 'Vote'. To use the online lodgment facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on the front of the Proxy Form.

For further information on the online proxy lodgment process please see the Online Proxy Lodgment Guide at www.automicgroup.com.au/virtual-agms/.

By email meetings@automicgroup.com.au

By post Automic, GPO Box 5193, Sydney NSW 2001, Australia

By hand Automic, Level 5, 126 Phillip Street, Sydney NSW 2000, Australia

Your Proxy Form must be received not later than 48 hours before the commencement of the Meeting. Proxy Forms received later than this time will be invalid.

Given the uncertainty surrounding the COVID-19 pandemic, by the time this Notice is received by shareholders, circumstances may have changed but this Notice is given based on circumstances as at the date of this release. Accordingly, should circumstances change, the Company will make an announcement on the ASX market announcements platform and on the Company's website at www.mpower.com.au/investors. Shareholders are urged to monitor the ASX announcements platform and the Company's website.

The Chair intends to vote all open proxies in favour of all resolutions, where permitted.

Yours faithfully,

Neil Langridge
Company Secretary