

24 October 2022

2022 Annual General Meeting

On behalf of the Board of Directors, I am pleased to invite you to attend the 2022 Annual General Meeting (“AGM”) of Knosys Limited (ASX: KNO) (the “Company”). The AGM will be held physically at the offices of Norton Rose Fulbright Level 38, Olderfleet, 477 Collins Street, Melbourne, Victoria on Wednesday, **30 November 2022 commencing at 10:00 am** (Melbourne time).

The Company’s Notice of AGM (“**Notice**”) is available to view and download from the Company’s website at <https://www.knosys.co/investor-centre/>. Shareholders can also access the Company’s 2022 Annual Report at the same web address.

To support environmentally friendly practices, the Company no longer intends to distribute the Notice in hard copy form, unless a shareholder has made a one-off request or a standing election to receive meeting documents in a physical form. Shareholders are encouraged to switch to paperless communications by providing the Company with their email address.

The Notice explains the items of business to be considered at the AGM. Shareholders are encouraged to read the Notice and the accompanying Explanatory Statement in their entirety before deciding on how to vote on each resolution to be considered at the AGM. Shareholders should consult their financial or other adviser, if they are undecided about what to do.

All resolutions to be considered at the AGM will be decided by way of a poll. The poll will be conducted based on votes submitted by proxy and at the AGM by shareholders and shareholder representatives who are in attendance.

Voting by proxy

Shareholders who wish to vote and who do not plan to attend the AGM in person are strongly encouraged to appoint a proxy and to complete and submit their proxies as early as possible. A proxy voting form is enclosed.

To vote by proxy, please use one of the following methods (or any other method set out in the proxy form):

Online	You can scan the QR code on the proxy form with your smart phone and follow the prompts OR You can use your computer or smart phone to appoint a proxy at https://investor.automic.com.au/#/loginsah by following these instructions: <ol style="list-style-type: none">1. Log into the Automic website using the holding details as shown on the proxy form.2. Click on ‘View Meetings’ – ‘Vote’.3. To use the online lodgement 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.
By email	Send to meetings@automicgroup.com
By mail	Automic, GPO Box 5193, Sydney NSW 2001

Your proxy instruction must be received not later than 48 hours before the commencement of the AGM (by no later than 10:00 am (Melbourne time) on Monday, 28 November 2022). **Proxy forms received after this time will not be valid.**

The Chair intends to vote all undirected proxies in favour of all resolutions to be considered at the AGM, where permitted.

This letter will be sent to shareholders and released to ASX. The Board has approved the release of this letter to ASX.

Stephen Kerr
Company Secretary
Knosys Limited

For further information please contact: cosec@knosys.it

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

Holder Number:

Your proxy voting instruction must be received by **10.00am (Melbourne Time) on Monday, 28 November 2022**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

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

YOUR NAME AND ADDRESS

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

STEP 1 – APPOINT A PROXY

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

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

APPOINTMENT OF SECOND PROXY

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

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

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

Lodging your Proxy Voting Form:

Online:

Use your computer or smartphone to appoint a proxy at

<https://investor.automic.com.au/#/login>

or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBCHAT: <https://automicgroup.com.au/>

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

