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Trajan Group Holdings Limited
ACN 152 617 706

ASX RELEASE**2024 Annual General Meeting Chair Address and Presentation**

29 October 2024 – Global analytical science and device company Trajan Group Holdings Limited (**ASX: TRJ**) (**Trajan** or **the Company**) advises, in accordance with Listing Rule 3.13.3, a copy of the address by the Chairman Mr John Eales and slides to be presented at today's Annual General Meeting are attached.

Authorised for ASX release by the Board of Trajan Group Holdings Limited.

END

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About Trajan

Trajan is a global developer and manufacturer of analytical and life sciences products and devices founded to enable science that benefits people by enriching personal health through scientific tools and solutions. These products and solutions are used in the analysis of biological, food, and environmental samples. Trajan has a portfolio and pipeline of new technologies which support the move towards decentralised, personalised data-based healthcare.

Trajan is a global organisation of more than 600 people, with seven manufacturing sites across the US, Australia, Europe and Malaysia, and operations in Australia, the US, Asia, and Europe.



Chair's Address

Good morning and welcome to Trajan Scientific and Medical's Annual General Meeting for the 2024 financial year. I'm John Eales, Chairman of the Board.

This past year was marked by two distinct halves. In the first half, we faced, industry-wide de-stocking challenges that impacted our performance. Customer ordering patterns returned to long term normal growth rates late in H1 that underpinned a strong rebound in the second half.

This resilience highlights the strength of Trajan's position in bringing best practice products to sustainable market segments across a diversity of application areas, customers and geographies.

While we are disappointed that our results fell short of our expectations, we are reassured by our ability to navigate the challenges we faced. Achieving revenue within 5% of our target from the previous year, coupled with a more than 50% increase in EBITDA in the second half, gives us confidence moving into this new financial year.

As a board and management team, we're encouraged by the improved operating environment, but risks remain—particularly in the pharmaceutical sector. Shortly, you'll hear from Non-Executive Director Rohit Khana, whose 40 years of experience across major OEMs provides us with valuable insights. Rohit will share his thoughts on the cyclical nature of pharmaceutical growth, where periods of strong performance are often followed by a temporary softness.

At Trajan, we are driven by our purpose: **Science that Benefits People**. This principle guides our global operations and causes us to constantly seek best practice as we head towards a world of personalised, preventative, and data-driven healthcare. It's not just an ideal but, along with our five core values, is a practical commitment seen in our daily work. We also believe strongly and have demonstrated that as a guiding purpose it drives behaviours which will deliver results that in time translate into shareholder value.

I'm proud of our continued progress as a global business—and, more importantly, of the positive impact we are making on the health and well-being of society. Our products are used in the analysis of biological, food, and environmental samples, and our expanding portfolio supports the move toward decentralised, personalised healthcare.

I'd like to extend my thanks to Stephen and our global leadership team, as well as every employee across our operations worldwide. To my fellow directors, thank you for the diligence and expertise you bring to the board. Lastly, to our shareholders: we've seen significant consolidation in our register, and we greatly appreciate your continued faith in Trajan. While short-term valuation pressures are frustrating, particularly given our commercial scale since IPO, we remain focused on delivering our growth strategy. And we are confident that success will ultimately drive a positive reset in valuation.

Thank you.

A background image showing three scientists in a laboratory setting. On the left, a man with a beard and glasses is looking down. In the center, a woman with blonde hair and safety glasses is working with a pipette. On the right, a woman with dark hair and safety glasses is looking at a microscope. A large circular graphic with a pink and red cellular pattern is overlaid in the center.

Science that benefits people

Enriching personal health through scientific tools and solutions

YOUR BOARD



John Eales AM
Non-Executive Chair



Stephen Tomisich
Founder, CEO and
Executive Director



Robert Lyon
Executive Director



Tiffany Lewin
Non-Executive
Director



Sara Watts
Non-Executive
Director



Dr Rohit Khanna
Non-Executive
Director

QUESTION PROCESS

HOW TO ASK A QUESTION

- To ask a written question select the Q & A icon
- Select the topic your question relates to from the drop-down list
- Type your question in the text box and press the send button
- To ask a verbal question follow the instructions below the broadcast window

The screenshot displays a user interface with four tabs at the top: 'Broadcast' (monitor icon), 'Vote' (document icon), 'Q & A' (speech bubble icon, currently selected with a purple underline), and 'Documents' (folder icon). Below the tabs is a large text area labeled 'Your question(s)' with a light blue border. Underneath this is a smaller text box with the placeholder 'You may enter a question using the field below.' followed by a dropdown menu labeled 'Select Topic ▼'. Below the dropdown is a character count line: 'Questions are limited to 2000 characters.' followed by a text input field and a 'Send' button. The text input field shows '0 character(s)'.

VOTING PROCESS

HOW TO VOTE

- When the poll is open, select the vote icon at the top of the screen
- To vote, select either For, Against or Abstain
- You will see a vote confirmation
- To change or cancel your vote “click here to change your vote” at any time until the poll is closed

The screenshot displays a web interface for a voting process. At the top, there is a navigation bar with four icons: a monitor for 'Broadcast', a document with a red '1' for 'Vote' (which is the active tab), a speech bubble for 'Q & A', and a folder for 'Documents'. Below the navigation bar, a grey header reads 'Items of Business'. The first item is '2A Re-elect Mr Sam Sample as a Director'. Underneath this, there are three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'. The 'FOR' button is highlighted with a green checkmark. Below the buttons, the second item is '2B Re-elect Ms Jane Citizen as a Director'. At the bottom of the interface, a green checkmark icon is shown above the text 'We have received your vote For' and a link 'Click here to change your vote.'.

Address by the Chairman

Mr John Eales, AM



CEO's Presentation

Mr Stephen Tomisich



Business of the Meeting



Item 1

Financial Statements and Reports

The first item of business is to receive and consider the Company's Annual Financial Report, including the Directors' Report and Audit Report for the year ended 30 June 2024.

Note: There is no vote required for this item.

Resolution 1

Adoption of Remuneration Report

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

“That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report as contained in the Directors’ Report for the year ended 30 June 2024, be adopted.”

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

Proxy Voting Results - Resolution 1

Adoption of Remuneration Report

	Number	% ²
For	38,690,896	99.38
Against	211,945	0.54
Open – Chair ¹	28,480	0.07
Other	2,558	0.07
Abstain/Exclude	1,570,410	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 2

Re-election of Mr Robert Lyon as a Director

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

“That, Robert Lyon, who retires in accordance with clause 12.5 of the Company’s Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.”

Proxy Voting Results – Resolution 2

Re-election of Mr Robert Lyon as a Director

	Number	% ²
For	40,144,038	99.63
Against	118,212	0.29
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	211,001	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 3

Renewal of Long Term Incentive Plan

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

“That, for the purposes of ASX Listing Rule 7.2, exception 13(b) and for all other purposes, Shareholders approve the Company’s Long Term Incentive Plan (Plan) and approve the granting of equity securities under the Plan on the terms which are described in the Explanatory Memorandum, during the three years following the date of the 2024 AGM.”

Proxy Voting Results – Resolution 3

Renewal of Long Term Incentive Plan

	Number	% ²
For	38,728,396	99.47
Against	176,945	0.45
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	1,567,910	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 4

Grant of Options to Director – Mr John Eales

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

“That, subject to the passing of Resolution 3, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of up to 79,533 Options to Mr John Eales (or his nominee), under the Plan on the basis set out in the Explanatory Memorandum.”

Proxy Voting Results – Resolution 4

Grant of Options to Director – Mr John Eales

	Number	% ²
For	38,371,770	98.55
Against	533,045	1.37
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	1,568,436	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 5

Grant of Options to Director – Dr Rohit Khanna

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

“That, subject to the passing of Resolution 3, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of up to 53,022 Options to Dr Rohit Khanna (or his nominee), under the Plan on the basis set out in the Explanatory Memorandum.”

Proxy Voting Results – Resolution 5

Grant of Options to Director – Dr Rohit Khanna

	Number	% ²
For	39,736,843	98.60
Against	533,045	1.32
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	203,363	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 6

Grant of Options to Director – Ms Tiffany Lewin

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

“That, subject to the passing of Resolution 3, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of up to 53,022 Options to Ms Tiffany Lewin (or her nominee), under the Plan on the basis set out in the Explanatory Memorandum.”

Proxy Voting Results – Resolution 6

Grant of Options to Director – Ms Tiffany Lewin

	Number	% ²
For	39,736,843	98.60
Against	533,045	1.32
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	203,363	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 7

Grant of Options to Director – Ms Sara Watts

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

“That, subject to the passing of Resolution 3, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of up to 53,022 Options to Ms Sara Watts (or her nominee), under the Plan on the basis set out in the Explanatory Memorandum.”

Proxy Voting Results – Resolution 7

Grant of Options to Director – Ms Sara Watts

	Number	% ²
For	39,736,843	98.60
Against	533,045	1.32
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	203,363	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Resolution 8

Renewal of Proportional Takeover Bid Provision in the Constitution

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

“That, the Proportional Takeover Bid Provision in clause 22 of the Company’s Constitution requiring prior Shareholder approval for a proportional takeover of the Company be renewed for a further period of three years from the date of the 2024 AGM in accordance with Sections 136(2) and 648G of the Corporations Act as described in the Explanatory Memorandum.”

Proxy Voting Results – Resolution 8

Renewal of Proportional Takeover Bid Provision in the Constitution

	Number	% ²
For	40,253,238	99.91
Against	6,012	0.01
Open – Chair ¹	28,480	0.07
Other	2,558	0.01
Abstain/Exclude	214,001	N/A

¹ To be voted in favour of the resolution

² Of proxies cast

Question & Answers



Voting and Meeting Close

Thank you.

If you have not yet voted, please proceed with voting now.

The final results of the meeting will be advised to the ASX and will be available on Trajan's investor website after the meeting.

Thank you for your attendance.



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Emerging trends in our industry

Dr Rohit Khanna



Our speaker is Trajan's US-based NED Rohit Khana who has more than 40 years' experience with OEMs as an executive leader, non-executive director and advisor with organisations such as Waters Corporation and Danaher. Rohit also works closely with Analytical, Life Science & Diagnostics Association and will share his views on the current OEM environment, the opportunities and emerging trends.



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