

13 June 2025

2025 Notice of Extraordinary General Meeting

Thrive Tribe Technologies Limited (ASX: 1TT) gives notice of its upcoming Extraordinary General Meeting of Shareholders (**Meeting**). The Meeting will be held as follows:

Date	Wednesday, 16 July 2025
Time	11:00 am (AEST)
Venue	At the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

The attached Notice of Meeting (including explanatory statement and proxy form) provides details of the items of business to be considered by Shareholders.

Shareholders are encouraged to attend or, if unable to attend, to vote on the resolutions proposed by appointing a proxy or using any other means included in the Notice of Meeting.

– ENDS –

This ASX announcement has been authorised by Joshua Quinn, Non-Executive Director and Company Secretary.

For further information, please contact:

Thrive Tribe Technologies Limited

Wes Culley

Executive Director

T: +61 2 9236 7229

E: info@thrivetribetech.com

Notice of Extraordinary General Meeting

2025

EXTRAORDINARY GENERAL MEETING

Wednesday, 16 July 2025
11:00 am (AEST)

At the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

Thrive Tribe Technologies Limited
ABN 64 600 717 539

Thrive Tribe Technologies Limited (Company or Thrive Tribe) gives notice that an Extraordinary General Meeting (Meeting) of Shareholders will be held on:

Wednesday, 16 July 2025 at 11:00am (AEST) at the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

It is recommended that Shareholders read the Notice of Meeting and Explanatory Statement in full and seek professional advice if they are uncertain about how they should cast their votes at the Meeting.

Capitalised terms are defined in the Glossary.

VOTING ELIGIBILITY

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders of the Company as at 11.00 am Monday, 14 July 2025 (AEST).

POLL VOTING

Each resolution considered at the Meeting will be conducted by a poll rather than on a show of hands. The Board and the Chair consider that voting by poll is in the interests of the Shareholders as a whole.

VOTING BY PROXY

The Proxy Form has been enclosed with this Notice.

For your vote to be effective it must be recorded before 11:00 am AEST on Monday, 14 July 2025.

A Shareholder entitled to vote at a Meeting is entitled to appoint a proxy to participate and vote on the Shareholder's behalf. A Shareholder who is entitled to cast two or more votes may appoint up to two proxies and may specify the proportion or number of the Shareholder's votes each proxy is entitled to exercise. If two proxies are appointed but no proportion or number is specified, each proxy may exercise half of the Shareholder's votes. If the specified proportion or number of votes exceeds that which the Shareholder is entitled to, each proxy may exercise half of the Shareholder votes. Any fractions of votes brought about by the apportionment of votes to a proxy will be disregarded.

A proxy has the same rights as a Shareholder to speak at the Meeting and to vote (but only to the extent permitted by law). Shareholders who have appointed a proxy may still participate in the Meeting. The proxy is not revoked by the Shareholder participating and taking part in the meeting, unless the Shareholder actually votes at the meeting on a resolution for which the proxy is proposed to be used.

Where more than one joint holder votes, the vote of the holder whose name appears first in the register of Shareholders shall be accepted to the exclusion of the others, regardless of whether the vote is by proxy, by representative or by attorney.

A proxy need not be a Shareholder of the Company and may be an individual or a body corporate. If a Shareholder appoints a body corporate as a proxy, that body corporate will need to ensure 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 to the Company at least 48 hours prior to commencement of the meeting.

If such evidence is not received at least 48 hours prior to the commencement of the Meeting, then the body corporate proxy (through its representative) will not be permitted to act as the Shareholder's proxy.

Proxy forms (and if the appointment is signed by the appointer's attorney, the original authority under which the appointment was signed or a certified copy of the authority) must be received by the Company's Share Registry, Boardroom Pty Limited, by 11.00 am (AEST) on Monday, 14 July 2025

A proxy may be lodged with Boardroom Pty Limited:

 Online	https://www.votingonline.com.au/1TTegm2025
 By Fax	+ 61 2 9290 9655
 By Mail	GPO Box 3993, Sydney NSW 2001 Australia
 In Person	Level 8, 210 George St, Sydney NSW 2000 Australia

UNDIRECTED PROXIES

The Chair intends to vote all undirected proxies **IN FAVOUR** of each resolution.

CORPORATE REPRESENTATIVE

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority can be mailed or faxed to the Company at least 24 hours before the Meeting. Alternatively, this document can be lodged at the registration desk on the day of the Meeting.

BUSINESS OF THE MEETING

RESOLUTION 1: RATIFICATION OF PRIOR ISSUE OF THE NOVEMBER 2024 PLACEMENT SHARES

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 91,740,000 Shares issued to Sophisticated and Professional Investors on 19 November 2024 under the Company's placement capacity pursuant to ASX Listing Rule 7.1 as detailed in the Explanatory Statement."

RESOLUTION 2: CONSOLIDATION OF SHARE CAPITAL

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

"That, in accordance with, and pursuant to, section 254H(1) of the Corporations Act and for all other purposes, approval is given for the Company to consolidate its issued capital on the basis that:

- (a) every 20 Shares be consolidated into 1 Share;
 - (b) every 20 Options be consolidated into 1 Option,
- and, where the consolidation results in a fraction of a Security being held, the Company be authorised to round fractional entitlements of 0.5 and over up to the nearest whole numbers."*

RESOLUTION 3: APPROVAL TO ISSUE SHARES UNDER PLACEMENT

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

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue that number of Shares equal to \$1,000,000 divided by the Issue Price to the Placement Participants, on the terms and conditions set out in the Explanatory Statement."

VOTING EXCLUSION STATEMENTS

The Corporations Act and the ASX Listing Rules contain prohibitions on certain individuals voting on specific resolutions being considered at general meetings of companies due to potential or perceived conflicts of interest.

As set out below, Thrive Tribe has established procedures to appropriately manage 'voting exclusions' which will minimise the risk of excluded votes being cast or counted as well as ensuring that all eligible votes are included.

RESOLUTION 1: RATIFICATION OF PRIOR ISSUE OF THE NOVEMBER 2024 PLACEMENT SHARES

The Company will disregard any votes cast in favour of the Resolution by or on behalf of any person who participated in the issue; or any associates of that person.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a). a person 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
- (b). the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c). 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.

RESOLUTION 3: APPROVAL TO ISSUE SHARES UNDER PLACEMENT

The Company will disregard any votes cast in favour of the Resolution by or on behalf of any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or any associates of that person.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a). a person 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
- (b). the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c). a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (iii) 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
 - (iv) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

By Order of the Board

Joshua Quinn
Company Secretary
13 June 2025

EXPLANATORY STATEMENT

This Explanatory Statement accompanies the notice of Extraordinary General Meeting of the Company to be held on Wednesday, 16 July 2025 at 11:00am (AEST) at the offices of Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000.

The Explanatory Statement has been prepared to assist Shareholders in determining how to vote on the resolutions set out in the Notice of Meeting and is intended to be read in conjunction with the Resolutions.

RESOLUTION 1:

RATIFICATION OF PRIOR ISSUE OF THE NOVEMBER 2024 PLACEMENT SHARES

General

As announced on 19 November 2024, the Company raised \$183,500 from Sophisticated and Professional Investors through the issue of 91,740,000 new shares (**November 2024 Placement Shares**) at an issue price of \$0.002 per share (**November 2024 Placement**). The Company has used these funds for working capital.

The November 2024 Placement Shares were issued on 19 November 2024 utilising the Company's 15% placement capacity in accordance with ASX Listing Rule 7.1.

ASX Listing Rule 7.1 and ASX Listing Rule 7.4

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more Securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary Securities on issue at the commencement of that 12 month period (**15% Placement Capacity**).

ASX Listing Rule 7.4 states that where a company at a general meeting ratifies the previous issue of Securities made pursuant to ASX Listing Rule 7.1 and provided those previous issues did not breach ASX Listing Rule 7.1 the previously issued Securities will be deemed to have been made with Shareholder approval for the purposes of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional Securities in the future without having to obtain Shareholder approval under ASX Listing Rule 7.1. Accordingly, Shareholder approval is sought to approve the issue of the November 2024 Placement Shares pursuant to ASX Listing Rule 7.4.

Information required by ASX Listing Rule 14.1A

If Resolution 1 is approved, the effect of such approval is that the November 2024 Placement Shares will not count as reducing the number of Securities which the Company can issue without Shareholder approval under the 15% Placement Capacity limit imposed by ASX Listing Rule 7.1. This will allow the Company flexibility in the future to issue Securities up to its 15% Placement Capacity.

If Resolution 1 is not passed, the November 2024 Placement Shares will be included in calculating the number of remaining Securities the Company may issue within its 15% Placement Capacity, effectively decreasing the number of Securities it can issue without Shareholder approval under ASX Listing Rule 7.1

Information required by ASX Listing Rule 7.5

Pursuant to ASX Listing Rule 7.5, the following information is provided in relation to the issue of the November 2024 Placement Shares:

Required Information	Details
Names of persons to whom Securities has been issued or the basis on which those persons were identified or selected	The November 2024 Placement Shares were issued to Sophisticated and Professional Investors, who are not Related Parties to the Company, identified by Clee Capital Pty Ltd (Clee), the lead manager.
Number and class of Securities issued	The Company issued 91,740,000 fully paid ordinary shares.
Terms of Securities	The November 2024 Placement Shares will rank equally in all respects with existing fully paid ordinary shares.
Date of issue	The November 2024 Placement Shares were issued on 19 November 2024.
Price or other consideration the Company has received	The Company issued 91,740,000 fully paid ordinary shares at an issue price of \$0.002 per share, raising \$183,500.
Purpose of the issue, including the use or intended use of any funds raised by the issue	The Company has applied all funds raised pursuant to the issue of the November 2024 Placement Shares towards its working capital.
Voting exclusion statement	A voting exclusion statement applies to this Resolution and is set out above.

Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

RESOLUTION 2:

CONSOLIDATION OF SHARE CAPITAL

General

Resolution 2 seeks Shareholder approval for the Company to consolidate its issued capital (**Consolidation**) on the basis that:

- every 20 Shares be consolidated into 1 Share (subject to rounding); and
- every 20 Options be consolidated into 1 Option (subject to rounding).

The Share Consolidation is proposed by the Company to reduce its total issued capital to a more appropriate and effective capital structure for continued growth for its Shareholders and a resultant share price that is more appealing to a wider range of investors.

The Consolidation will not result in any change to the substantive rights and obligations of existing Shareholders.

Legal Requirement

Section 254H of the Corporations Act provides that a company may convert all or any of its shares into a larger or smaller number of shares subject to the approval of shareholders at a general meeting.

ASX Listing Rule 7.20 provides that if an entity proposes to reorganise its capital, it must advise shareholders:

- (a) the effect of the proposal on the number of Securities and the amount unpaid (if any) on the Securities;
- (b) the proposed treatment of any fractional entitlements; and
- (c) the proposed treatment of any convertible securities on issue.

ASX Listing Rule 7.22.1 provides that if an entity with options proposes to consolidate its capital. The number of its options must be consolidated in the same ratio as the ordinary capital and the exercise price must be amended in the inverse proportion to that ratio.

No voting exclusion apply, and all Shareholders can vote on this Resolution 2.

Fractional entitlements

Where the Consolidation would result in a fractional entitlement to a Share or Option, that fractional entitlement will be rounded to the nearest whole Share or Option, with fractions of 0.5 rounded up to the nearest whole Share or Option as applicable.

The Consolidation will have no effect on the Company's assets or liabilities.

Tax implications

It is not considered that any taxation implications will exist for Security holders arising from the Consolidation. However, Security holders are advised to seek their own tax advice on the effect of the Consolidation and neither the Company, nor its advisers, accept any responsibility for the individual taxation implications arising from the Consolidation.

Holding Statements

After the Consolidation becomes effective, all existing holding statements will cease to have any effect, except as evidence of entitlement to a certain number of Securities on a post-Consolidation basis. The Company will arrange for new holding statements for Securities to be issued to holders of those Securities. It is encouraged that Security holders check their holdings after the Consolidation.

Effect on capital structure

The effect which the Consolidation will have on the Company's capital structure is set out below.

(a) Shares

The Company's issued share capital as a result of the Consolidation will be as follows (subject to rounding):

	Number of Shares
Pre-Consolidation	2,031,723,038
Post Consolidation	101,586,152

(b) Options

In accordance with ASX Listing Rule 7.22.1, the Company will consolidate the number of existing Options on the same 20 for 1 ratio with the exercise price being amended in inverse proportion to that ratio. Accordingly, the existing Options will be consolidated as follows (subject to rounding):

	Number of Unlisted Options
Pre-Consolidation	
Exercisable at \$0.10 (expiring 30/11/2025)	2,500,000
Exercisable at \$0.06 (expiring 30/11/2025)	2,500,000
Exercisable at \$0.10 (expiring 15/12/2026)	15,000,000
Exercisable at \$0.006 (expiring 30/09/2027)	10,000,000
Post Consolidation	
Exercisable at \$2.00 (expiring 30/11/2025)	125,000
Exercisable at \$1.20 (expiring 30/11/2025)	125,000
Exercisable at \$2.00 (expiring 15/12/2026)	750,000
Exercisable at \$0.12 (expiring 30/09/2027)	500,000

Indicative timetable

If Resolution 2 is passed, the Consolidation will take effect in accordance with the timetable set out in paragraph 7 of Appendix 7A of the ASX Listing Rules. The anticipated timetable for the Consolidation is set out below.

Event	Date
Company sends out the Notice of Meeting	13 June 2025
Company announces the Consolidation	13 June 2025
Shareholder pass Resolution 2 to approve the Consolidation	16 July 2025
Company announces that Shareholders have approved Consolidation and announces effective date of Consolidation	16 July 2025
Effective date of the Consolidation	16 July 2025
Last day for pre-Consolidation trading	17 July 2025
Post-Consolidation trading commences on a deferred settlement basis	18 July 2025
Record Date	21 July 2025
First day for the Company to update its register and to send holding statements to security holders reflecting the change in the number of securities they hold	22 July 2025
Last day for the Company to update its register, to send holding statements to security holders and notify ASX this has occurred	28 July 2025
Commencement of normal settlement trading of securities on a consolidated basis	29 July 2025

The Company reserves the right to amend this indicative timetable, subject to ASX Listing Rules and any applicable laws.

Information required by ASX Listing Rule 14.1A

If Resolution 2 is passed, the Consolidation will proceed in accordance with the timetable above.

If Resolution 2 is not passed, the Consolidation will not proceed.

Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

RESOLUTION 3:**APPROVAL TO ISSUE SHARES UNDER PLACEMENT****General**

The Company wishes to offer to new and existing Sophisticated and Professional Investors (**Placement Participants**) a placement of Shares at the Issue Price, to raise \$1,000,000 (before costs) (**Placement**).

Resolution 3 seeks Shareholder approval under ASX Listing Rule 7.1 (and all other purposes) to permit the issue of that number of Shares equal to \$1,000,000 divided by the Issue Price, to the Placement Participants.

As summarised in Resolution 1 of the Explanatory Statement above, ASX Listing Rule 7.1, subject to a number of exceptions, limits the amount of Securities that a listed company can issue without the approval of its Shareholders over any 12 month period to 15% of the fully paid ordinary Securities it had on issue at the start of that 12 month period.

The proposed issue does not fall within any of the exceptions set out in ASX Listing Rule 7.2 and the Company has decided not to utilise any of its remaining capacity to issue Securities without Shareholder approval. The Company is therefore seeking approval of Shareholders under ASX Listing Rule 7.1.

Lead Manager

Clee will act as the lead manager and broker to the Placement pursuant to its existing mandate (**Lead Manager Mandate**).

In consideration for the provision of these services, the Company has agreed to pay Clee a management fee equal to 2% of the amount raised under the Placement (plus GST) and a capital raising fee equal to 4% of the amount raised under the Placement (plus GST).

The Lead Manager Mandate otherwise contains terms and conditions considered standard for an agreement of its kind.

Use of Funds

The Company intends to apply the funds raised under the Placement towards general working capital purposes and to fund the costs of the Placement.

Information required by ASX Listing Rule 14.1A

If Resolution 3 is passed, the Company will be able to proceed with the issue as described above. In addition, the issue will be excluded from the Company's 15% Placement Capacity calculation under ASX Listing Rules 7.1.

If Resolution 3 is not passed, the Company will not be able to proceed with the issue in the manner described above. In such

circumstances, the Company would need to assess other avenues to raise the required capital.

Information required by ASX Listing Rule 7.3

Pursuant to ASX Listing Rule 7.3, the following information is provided in relation to the issue of Placement Shares:

Required Information	Details
Names of persons to whom Securities will be issued or the basis on which those persons were or will be identified/selected	The Placement Participants will comprise of Sophisticated and Professional Investors who will be identified by Cleo through a bookbuild process, which will involve seeking expressions of interest to participate in the capital raising from non-Related Parties of the Company.
Number and class of Securities to be issued	The number of Shares to be issued will be equal to \$1,000,000 divided by the Issue Price (on a post-Consolidation basis).
Terms of Securities	The Shares will be issued on the same terms and conditions as the Company's existing Shares.
Date(s) on or by which the Securities will be issued	The Company expects to issue the Shares within 3 months after the date of the Meeting.
Price or other consideration the Company will receive for the Securities	The Shares will be issued at an issue price equal to a 20% discount to the 5-day volume weighted average price (VWAP) as at the date of issue (on a post-Consolidation basis).
Purpose of the issue, including the intended use of any funds raised by the issue	The Company intends to apply the funds raised under the Placement towards general working capital and for the costs of the Placement, as set out above.
Voting exclusion statement	A voting exclusion statement applies to this Resolution and is set out above.

Dilution

Set out below is a worked example of the number of Shares (on a post-Consolidation basis) that may be issued under this Resolution on assumed issue prices of \$0.02, \$0.01 and \$0.005 per Share, on the basis that \$1,000,000 is raised pursuant to the Placement:

Assumed Issue Price	Maximum number of Shares which may be issued ¹	Shares on issue post-Consolidation ²	Dilution effect on existing Shareholders post-Consolidation
\$0.02	50,000,000	101,586,152	33%
\$0.01	100,000,000	101,586,152	50%
\$0.005	200,000,000	101,586,152	66%

Notes:

1. Rounded to the nearest whole number.
2. There are currently 2,031,723,038 Shares on issue as at the date of this Notice, on a post-Consolidation basis and assuming no additional Shares are issued, there will be 101,586,152 Shares on issue post-Consolidation.
3. The Company notes that the above workings are an example only and the actual issue price may differ. This will result in the maximum number of Shares to be issued and the dilution percentage to also differ.

As the Issue Price under Resolution 3 may be calculated by reference to the market price of the Company's Shares at a future time, the issue could be highly dilutive to existing Shareholders if the market price of the Shares falls substantially between the date of the approval and the date of issue.

Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

GLOSSARY

\$ means an Australian dollar.

15% Placement Capacity has the meaning given to it in the Explanatory Statement of Resolution 1.

AEST means Australian Eastern Standard Time as observed in NSW.

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

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of Directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Clee means Clee Capital Pty Ltd (ACN 637 619 937).

Company or **Thrive Tribe** means Thrive Tribe Technologies Limited (ACN 600 717 539).

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

Directors means the directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

Extraordinary General Meeting and **Meeting** means the meeting convened by this Notice.

Issue Price means the price determined at a 20% discount to the 5-day volume weighted average price calculated as at the date of issue.

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

November 2024 Placement has the meaning provided under Resolution 1 of the Explanatory Statement.

November 2024 Placement Shares means the Shares issued pursuant to the November 2024 Placement.

Option means an option to acquire a Share.

Placement means the placement of Shares pursuant to Resolution 3.

Placement Participants has the meaning set out in Resolution 3 of the Explanatory Statement.

Proxy Form means the proxy form accompanying the Notice.

Related Party as defined in Chapter 19 of the ASX Listing Rules.

Resolution means a resolution set out in the Notice.

Securities as defined in Chapter 19 of the ASX Listing Rules, and **Security** means each of them.

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

Shareholder means a holder of a Share.

Sophisticated and Professional Investors means investors within the definition in sections 708(8) and 708(11) of the Corporations Act.

All Correspondence to:

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** www.boardroomlimited.com.au

☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 11:00am (AEST) on Monday, 14 July 2025.**

🖨 TO APPOINT A PROXY ONLINE

📱 BY SMARTPHONE

STEP 1: VISIT <https://www.votingonline.com.au/1TTegm2025>

STEP 2: Enter your Postcode OR Country of Residence (if outside

Australia) **STEP 3:** Enter your Voting Access Code (VAC):



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1: APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy, you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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.

(b) return both forms together in the same envelope.

STEP 2: VOTING DIRECTIONS TO YOUR PROXY

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

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3: SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4: LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting therefore by **11:00am (AEST) on Monday, 14 July 2025.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply-Paid Envelope or:

💻 **Online** <https://www.votingonline.com.au/1TTegm2025>

📠 **By Fax** + 61 2 9290 9655

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia

👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting, please bring this form with you to assist registration.

☐

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of Thrive Tribe Technologies Limited ((Company) and entitled to attend and vote hereby appoint:

☐

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 of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the **Extraordinary General Meeting** of the Company to be held at the offices of **Thomson Geer, Level 14, 60 Martin Place, Sydney NSW 2000 on Wednesday, 16 July 2025 at 11:00am (AEST)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

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

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Ratification of Prior Issue of the November 2024 Placement Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Consolidation of Share Capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval to Issue Shares under Placement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2025