

## Notice of Extraordinary General Meeting & Explanatory Statement

RocketBoots Limited (**Company**) (ASX:ROC) provides notice that an Extraordinary General Meeting (**Extraordinary General Meeting, EGM or Meeting**) of its Shareholders will be held on 17 June 2025 at 5:30pm (Sydney time). The Meeting will be conducted as follows:

### Attendance in Person only

Shareholders will only be able to attend the EGM in person at Level 1, 6-10 O'Connell Street, Sydney.

The Notice of EGM, and accompanying Explanatory Statement (**Meeting Materials**) will be made available to Shareholders electronically. To access the Meeting Materials, use the following link: <https://www.rocketboots.com/investors>. Alternatively, the Meeting Materials have been posted on the Company's ASX market announcements page. If you are unable to access any of the Meeting Materials online, please contact the Company Secretary, Cameron Petricevic via email at [investors@rocketboots.com](mailto:investors@rocketboots.com).

In accordance with sections 110C-110K of the *Corporations Act 2001 (Cth)*, as amended by the *Corporations Amendment (Meetings and Documents) Act 2022 (Cth)*, the Company will not send hard copies of the Meeting Materials to Shareholders unless Shareholders have already notified the Company that they wish to receive documents such as these Meeting Materials in hard copy. If you have elected to receive notices by email, a communication will be sent to your nominated email address.

### Proxy Forms

The Company strongly encourages Shareholders to submit a completed Proxy Form ahead of the Meeting. Shareholders attending the Meeting will also be able to vote at the Meeting. Further details on how to participate at the Meeting are set out in the Notice of EGM.

### EGM Questions

Shareholders can ask questions during the Meeting or submit questions in advance of the Meeting by email to [investors@rocketboots.com](mailto:investors@rocketboots.com).

### About RocketBoots

RocketBoots is a Software-as-a-Service (SaaS) platform that leverages AI, machine learning, edge computing, and cloud technology to empower retail banks and retailers to address the challenges of a dynamic customer landscape.

Our core focus is to help customers adapt In-Person channels to continuously changing customer behaviour patterns and ensure physical locations remain relevant and efficient. To do this, RocketBoots software delivers optimised staffing, customer experience & loss prevention strategies, ultimately leading to improved profitability. Core Solutions include (1) Workforce & Customer Experience Optimisation: Optimise staffing levels to meet customer service expectations whilst reducing costs and maintaining or improving customer service to drive loyalty & NPS; and (2) Adaptive Loss Prevention: A revolutionary approach to preventing loss and needless friction at self-checkout & registers.

### End of Announcement

Authorised for release by the Board of RocketBoots Limited



# Notice of Extraordinary General Meeting and Explanatory Statement

*The Extraordinary General Meeting of*

***ROCKETBOOTS LIMITED***

*ACN 165 522 887*

*will be held at*

*5:30 pm Sydney time on 17 June 2025*

*at*

*RocketBoots Limited*

*Level 1, 6-10 O'Connell Street, Sydney 2000*

## **Attendance in person only**

Shareholders will only be able to attend the EGM in person at Level 1, 6-10 O'Connell Street, Sydney.

Meeting registration commences at 5:00pm Sydney time, on 17 June 2025

## **Voting**

Shareholders are strongly encouraged to vote by submitting a Proxy Form in accordance with the Notice of EGM.

This Notice of EGM and Explanatory Statement should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional advisor without delay.

# ROCKETBOOTS LIMITED

ACN 165 522 887

Registered office: Level 1, 6-10 O'Connell Street, Sydney, New South Wales 2000

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is given that an Extraordinary General Meeting (EGM or Meeting) of Shareholders of RocketBoots Limited (Company) will be held at 5:30pm Sydney time on 17 June 2025. Shareholders will only be able to attend the EGM in person.

## AGENDA

The Explanatory Statement and Proxy Form which accompany and form part of this Notice, describe in more detail the matters to be considered. Please read this Notice in its entirety.

### BUSINESS OF MEETING

#### Resolution 1: Ratification of issue of First Tranche Shares

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

*"That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 29,000,000 First Tranche Shares to new and existing institutional and sophisticated investors under the Capital raising on 4 April 2025, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### Resolution 2: Approval to issue Advisor Options

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

*"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 4,000,000 Advisor Options to Taylor Collison Limited, Originate Capital Pty Ltd and Taurus Capital Group Pty Ltd (the Company's advisers) for services in relation to the Capital Raising, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### Resolution 3: Approval to issue Second Tranche Shares

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

*"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 7,375,000 Second Tranche Shares to new and existing institutional and sophisticated investors under the Capital raising, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### **Resolution 4: Approval to issue Second Tranche Shares to Roy McKelvie**

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

*"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of 750,000 Second Tranche Shares to Roy McKelvie, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### **Resolution 5: Approval to issue Second Tranche Shares to Cameron Petricevic**

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

*"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of 375,000 Second Tranche Shares to Cameron Petricevic, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### **Resolution 6: Approval to issue Shares to S3C**

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

*"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 4,687,500 Shares to S3 Consortium Pty Ltd ACN 135 239 968 for the provision of investor relations services, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### **Resolution 7: Approval to issue Shares to Bombora**

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

*"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 12,500,000 Shares to APEX Fund Services Pty Ltd as Custodian for Cache (RE Services) Ltd ACN 616 465 671 ATF the Bombora Special Investments Growth Fund ARSN 667 101 564 under the Extended Capital Raising, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

#### **Resolution 8: Re-election of David Willington as Director**

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

*"That, David Willington being a Director, who retires in accordance with rule 13.1(b) of the Constitution and being eligible, be re-elected as a Director."*

#### Resolution 9: Approval to issue Options to David Willington

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

*"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of 3,000,000 Options to David Willington's nominee, Bombora Investment Management Pty Ltd ACN 625 413 390, on the terms and conditions set out in the Explanatory Statement."*

A voting exclusion applies with respect to this resolution.

By order of the Board

Dated: 19 May 2025

## Notes

1. **Entire Notice:** The details of the Resolutions contained in the Explanatory Statement accompanying this Notice of Meeting should be read together with, and form part of, this Notice of Meeting.
2. **Voting:** The Company has determined that for the purposes of the EGM, shares will be taken to be held by the persons who are registered as holding the shares at 7:00 pm Sydney time 2 days before the date of the EGM. Only those persons will be entitled to vote at the EGM and transfers registered after that time will be disregarded in determining entitlements to attend and vote at the EGM.
3. **Voting Exclusion Statements and Voting Prohibition Statements:**

### Resolution 1

The Company will disregard any votes cast on Resolution 1 (in any capacity) by or on behalf of any person who participated in the issue of Shares, or any associate of that person or those persons.

However this does not apply to a vote cast in favour of Resolution 1 by:

- 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
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o 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
  - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Resolutions 2, 3, 6 and 7

The Company will disregard any votes cast (in any capacity) by or on behalf of:

- Taylor Collison Limited (including its nominee Taycol Nominees Pty Ltd), Taurus Capital Group Pty Ltd and Originate Capital Pty Ltd for Resolution 2,
- a person who is expected to participate in for Resolution 3,
- S3 Consortium Pty Ltd ACN 135 239 968 for Resolution 6,
- APEX Fund Services Pty Ltd as Custodian for Cache (RE Services) Ltd ACN 616 465 671 ATF the Bombora Special Investments Growth Fund ARSN 667 101 564 for Resolution 7,

or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a Shareholder), or any associate of that person or those persons.

However this does not apply to a vote cast in favour of Resolutions 2, 3, 6 and 7 by:

- 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
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o 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
  - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

### Resolutions 4, 5 and 9

The Company will disregard any votes cast (in any capacity) by or on behalf of:

- Roy McKelvie for Resolution 4,
- Cameron Petricevic for Resolution 5,
- David Willington and Bombora Investment Management Pty Ltd ACN 625 413 390 for Resolution 9,

and any other person who will obtain a material benefit as a result of the issue of the securities (except a benefit solely by reason of being a Shareholder), or any associate of that person or those persons.

However this does not apply to a vote cast in favour of Resolutions 4, 5 and 9 by:

- 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
- 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
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - 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
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

## EXPLANATORY STATEMENT

This Explanatory Statement should be read in conjunction with, and forms part of, the accompanying Notice. The purpose of this Explanatory Statement is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

### Background

On 31 March 2025, the Company announced it had received firm commitments to raise \$3 million (before costs) at \$0.08 per Share through a placement (**Capital Raising**) in two tranches, as follows:

- First Tranche – the issue of 29,000,000 Shares to new and existing institutional and sophisticated investors on 4 April 2025 raising \$2,320,000 (**First Tranche Shares**), the subject of Resolution 1;
- Second Tranche – the proposed issue of 8,500,000 Shares subject to Shareholder approval to raise \$680,000 (**Second Tranche Shares**) of which:
  - o 7,375,000 Second Tranche Shares, the subject of Resolution 3, are to be issued to new and existing institutional and sophisticated investors, and
  - o 1,125,000 Second Tranche Shares, the subject of Resolutions 4 and 5, are to be issued to certain directors of the Company; and
- Advisor Options – the Company agreed to issue 3,000,000 unlisted options (**Advisor Options**) to Taylor Collison Limited and Originate Capital Pty Ltd as joint lead managers (**JLMs**), as part consideration for services provided by the JLMs to the Company in connection with the Capital Raising subject to Shareholder approval, the subject of Resolution 2.

On 4 April 2025, the Company announced:

- it had received a \$1,000,000 commitment from Bombora Investment Management Pty Ltd ACN 625 413 390 (**Bombora**) to take a strategic stake in the Company on the same terms as the Capital Raising subject to Shareholder approval (**Extended Capital Raising**), the subject of Resolution 7; and
- the Company agreed to issue 4,687,500 Shares to S3 Consortium Pty Ltd ACN 135 239 968 (**S3C**) as part consideration for investor relations services provided by S3C subject to Shareholder approval, the subject of Resolution 6.

### Resolution 1: Ratification of issue of First Tranche Shares

Broadly speaking, and subject to a number of exceptions, Listing Rules 7.1 and 7.1A limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to a combined 25% of the fully paid ordinary securities it had on issue at the start of that period. Shareholders approved the additional 10% placement capacity under Listing Rule 7.1A at the annual general meeting held on 26 August 2024.

The issue of the First Tranche Shares does not fall within any of the relevant exemptions and, as it has not yet been approved by Shareholders, it utilises the Company's 15% placement capacity in Listing Rule 7.1 and 10% limit in Listing Rule 7.1A, thereby reducing the Company's capacity to issue further equity securities without Shareholder approval for the 12-month period following the issue date.



Listing Rule 7.4 provides that where shareholders subsequently approve an issue of securities, the issue will be treated as having been approved under Listing Rules 7.1 and 7.1A, thereby replenishing the Company's combined 25% capacity, enabling it to issue further securities up to that limit.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issuances under Listing Rules 7.1 and 7.1A. Resolution 1 therefore seeks approval of the issue of the First Tranche Shares under and for the purposes of Listing Rule 7.4.

#### Technical information required by Listing Rule 14.1A

If Resolution 1 is passed, the Company's combined 25% placement capacity under Listing Rules 7.1 and 7.1A will be replenished.

If Resolution 1 is not passed, the Company's ability to raise additional equity funds over the next 12-months without Shareholder approval will be restricted.

#### Technical information required by Listing Rule 7.5

In accordance with Listing Rule 7.5, the following information is provided to Shareholders in relation to Resolution 1:

	Particulars
Recipient of issue	<p>Various new and existing institutional and sophisticated investors (as defined by section 708 of the Corporations Act)</p> <p>In accordance with section 7.4 of ASX Guidance Note 21, the Company confirms that:</p> <ol style="list-style-type: none"> <li>1. none of these investors are related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and</li> <li>2. issued more than 1% of the issued capital of the Company.</li> </ol>
Number and class of the securities to be issued	29,000,000 Shares
Material terms of the securities	The Shares issued rank equally in all respects with existing Shares on issue.
Date on which the securities were issued	4 April 2025
Issue price	\$0.08
Purpose of the issue and use of funds	To raise working capital required by the Company, which will support sales and customer initiatives with respect to executing the Company's international expansion strategy.
If the securities are being issued under an agreement, a	N/A

summary of any material terms of agreement	
--	--

#### Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 1.

#### Resolution 2: Approval to issue Advisor Options

Resolution 2 seeks Shareholder approval to issue the Advisor Options under and for the purposes of Listing Rule 7.1.

#### Technical information required by Listing Rule 14.1A

If Resolution 2 is passed, the Advisor Options issued will be excluded from the calculation of the Company's 15% limit allowing the Company to issue equity securities in the future without having to obtain Shareholder approval under Listing Rule 7.1.

If Resolution 2 is not passed, the proposed issue of Advisor Options will not proceed and the Company would need to consider alternate forms of payment to the JLMs including by way of cash payment.

#### Technical information required by Listing Rule 7.3

In accordance with Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 2:

Recipient of issue	Taycol Nominees Pty Ltd (a nominee of Taylor Collison Limited)	Originate Capital Pty Ltd	Taurus Capital Group Pty Ltd
Number and class of the securities to be issued	1,750,000 Advisor Options	1,750,000 Advisor Options	500,000 Advisor Options
Material terms of the securities	The Advisor Options are exercisable at \$0.12 and expire 3 years after issue (expected to be on or around 18 June 2028).		
Date on which the securities will be issued	Within 5 business days of Shareholder approval, but in any event by no later than 3 months from the date of the EGM.		
Issue price	\$Nil		
Purpose of the issue and use of funds	Advisor Options to be issued to the JLMs (or their nominees) as part consideration for services provided in connection with the Capital Raising.		
If the securities are being issued under an agreement, a summary of any material terms of	N/A		

agreement	
-----------	--

#### Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 2.

#### Resolution 3: Approval to issue Second Tranche Shares

Resolution 3 seeks Shareholder approval to issue the Second Tranche Shares under and for the purposes of Listing Rule 7.1.

#### Technical information required by Listing Rule 14.1A

If Resolution 3 is passed, the Second Tranche Shares issued will be excluded from the calculation of the Company's 15% limit allowing the Company to issue equity securities in the future without having to obtain Shareholder approval under Listing Rule 7.1.

If Resolution 3 is not passed, the proposed issue of Second Tranche Shares will not proceed and the Company will not receive the consideration monies.

#### Technical information required by Listing Rule 7.3

In accordance with Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 3:

	Particulars
Recipient of issue	Various new and existing institutional and sophisticated investors (as defined by section 708 of the Corporations Act). Further Shares to be issued with respect to the Second Tranche are proposed to be issued to related parties of the Company, which are subject to resolutions 4 and 5 of this Notice.
Number and class of the securities to be issued	7,375,000 Second Tranche Shares
Material terms of the securities	The Second Tranche Shares issued rank equally in all respects with existing Shares on issue.
Date on which the securities were issued	Within 5 business days of Shareholder approval, but in any event by no later than 3 months from the date of the EGM.
Issue price	\$0.08
Purpose of the issue and use of funds	To raise working capital required by the Company, which will support sales and customer initiatives with respect to executing the Company's international expansion strategy.
If the securities are being issued under an agreement, a	N/A

summary of any material terms of agreement	
--	--

#### Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 3.

#### Resolutions 4 and 5: Approval to issue Second Tranche Shares to Roy McKelvie and Cameron Petricevic

Listing Rule 10.11 requires a listed company to obtain shareholder approval prior to the issue of securities to a related party of the company. Directors Roy McKelvie and Cameron Petricevic have each subscribed for Second Tranche Shares. As such Resolutions 4 and 5 seeks Shareholder approval to issue the Second Tranche Shares to Roy McKelvie and Cameron Petricevic under and for the purposes of Listing Rule 10.11.

#### Technical information required by Listing Rule 14.1A

If Resolutions 4 and 5 are passed, the Company can proceed with the issue of the Second Tranche Shares to Roy McKelvie and Cameron Petricevic. Further, the issuance of the Second Tranche Shares will not require approval under Listing Rule 7.1 as it falls within one of the exceptions to Listing Rule 7.1 and will not be included in the Company's 15% placement capacity calculation.

If Resolutions 4 and 5 are not passed, the Company will not be able to issue the Second Tranche Shares to Roy McKelvie and Cameron Petricevic and receive the consideration monies.

#### Technical information required by Listing Rule 10.13

In accordance with Listing Rule 10.13, the following information is provided to Shareholders in relation to Resolutions 4 and 5:

<b>Recipients of issue</b>	Roy McKelvie	Cameron Petricevic
<b>Category under Listing Rule 10.11</b>	Listing Rule 10.11.1 – Roy McKelvie is a Director of the Company, and therefore a related party of the Company.	Listing Rule 10.11.1 – Cameron Petricevic is a Director of the Company, and therefore a related party of the Company.
<b>Number and class of the securities issued</b>	750,000 Second Tranche Shares	375,000 Second Tranche Shares
<b>Material terms of the securities</b>	The Second Tranche Shares issued rank equally in all respects with existing Shares on issue.	
<b>Date on which the securities will be issued</b>	Within 1 month from the date of the EGM.	
<b>Issue price</b>	\$0.08	

<b>Purpose of the issue, including the intended use of any funds raised by the issue</b>	To raise working capital required by the Company, which will support sales and customer initiatives with respect to executing the Company's international expansion strategy.
--	---

#### Directors' recommendation

The Directors (excluding Roy McKelvie) recommend that Shareholders vote in favour of Resolution 4.

The Directors (excluding Cameron Petricevic) recommend that Shareholders vote in favour of Resolution 5.

#### Resolution 6: Approval to issue Shares to S3C

Resolution 6 seeks Shareholder approval to issue Shares to S3C under and for the purposes of Listing Rule 7.1.

#### Technical information required by Listing Rule 14.1A

If Resolution 6 is passed, the Shares issued to S3C will be excluded from the calculation of the Company's 15% limit allowing the Company to issue equity securities in the future without having to obtain Shareholder approval under Listing Rule 7.1.

If Resolution 6 is not passed, the proposed issue of Shares to S3C will not proceed and the Company would need to consider alternate forms of payment to S3C including by way of cash payment.

#### Technical information required by Listing Rule 7.3

In accordance with Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 6:

<b>Recipient of issue</b>	S3 Consortium Pty Ltd ACN 135 239 968 (S3C)
<b>Number and class of the securities to be issued</b>	4,687,500 Shares
<b>Date on which the securities will be issued</b>	Within 5 business days of Shareholder approval, but in any event by no later than 3 months from the date of the EGM.
<b>Issue price</b>	\$0.08.
<b>Purpose of the issue and use of funds</b>	Shares to be issued as consideration for investor relations services provided by S3C, resulting in cost saving of \$375,000 to the Company.
<b>If the securities are being issued under an agreement, a summary of any material terms of agreement</b>	<p>The parties have executed an Investor Relations Services agreement which is generally on standard market terms, the agreement includes provisions that:</p> <ul style="list-style-type: none"> <li>- S3C is required to provide investor relations services to the Company, including online content creation and online content distribution;</li> <li>- the agreement is for 2 years, but may be terminated earlier by notice or as a result of default;</li> </ul>

	<ul style="list-style-type: none"> <li>- 3,750,000 out of the 4,687,500 Shares are subject to voluntary escrow from date of issue, being 1,406,250 for 18 months and the balance (2,343,750) for 24 months; and</li> <li>- the Company may ask S3C to provide further additional distribution services at an additional cost.</li> </ul>
--	--

#### Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 6.

#### Resolution 7: Approval to issue Shares to Bombora

Resolution 7 seeks Shareholder approval to issue Shares to Bombora (under the Extended Capital Raising) under and for the purposes of Listing Rule 7.1.

#### Technical information required by Listing Rule 14.1A

If Resolution 7 is passed, the Shares issued to Bombora will be excluded from the calculation of the Company's 15% limit allowing the Company to issue equity securities in the future without having to obtain Shareholder approval under Listing Rule 7.1.

If Resolution 7 is not passed, the proposed issue of Shares to Bombora will not proceed and the Company will not receive the consideration money of \$1 million.

#### Technical information required by Listing Rule 7.3

In accordance with Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 7:

Recipient of issue	APEX Fund Services Pty Ltd as Custodian for Cache (RE Services) Ltd ACN 616 465 671 ATF the Bombora Special Investments Growth Fund ARSN 667 101 564.
Number and class of the securities to be issued	12,500,000 Shares
Date on which the securities will be issued	Within 5 business days of Shareholder approval, but in any event by no later than 3 months from the date of the EGM.
Issue price	\$0.08
Purpose of the issue and use of funds	To raise working capital required by the Company, which will support sales and customer initiatives with respect to executing the Company's international expansion strategy.
If the securities are being issued under an agreement, a summary of any material terms of agreement	N/A

#### Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 7.

## Resolution 8: Re-election of David Willington as Director

Rule 13.1(b) of the Constitution provides that the Company may at any time by resolution passed at a general meeting appoint any person to be a Director.

David Willington was appointed as Non Executive Director on 22 April 2025. Pursuant to rule 13.1(d) of the Constitution, David Willington holds office until the next annual general meeting and is eligible for re-election at that meeting.

The Company has decided to bring forward the re-election to this meeting.

David Willington has over 30 years' experience in the funds management, investment banking and corporate finance industries focusing on the technology sector. Currently David is a Director and Co-founder of Bombora Investment Management Pty Ltd, a specialist funds management business that invests and manages high growth technology related businesses.

Previously, David was a Senior Corporate Finance Partner at Deloitte and prior to that was an investment banker with NM Rothschild and Citi.

David is currently the Chairman of EzyCollect Holdings Limited, Autism 360 and a Non Executive Director of Clarence Group Investments.

David has a Bachelor of Commerce, is a member of the Institute of Chartered Accountants in Australia and is a Fellow of the Financial Services Institute of Australia.

### Directors' recommendation

The Directors (excluding David Willington) recommend that Shareholders vote in favour of Resolution 8.

## Resolution 9: Approval to issue Options to David Willington

### Background

The Company agreed to appoint David Willington (Bombora's Portfolio Manager) on the same terms as the other Directors and issue to David Willington's nominee, Bombora Investment Management Pty Ltd, the following Options on the terms set out in Schedule 1 annexed:

Recipient	Options	Exercise price	Expiry
Bombora Investment Management Pty Ltd ACN 625 413 390	1,000,000	\$0.12	18/12/2029
	1,000,000	\$0.15	18/12/2029
	1,000,000	\$0.18	18/12/2029

Total	3,000,000		
-------	-----------	--	--

In accordance with Listing Rule 10.11, Resolution 9 seeks Shareholder approval to issue Options to David Willington's nominee, Bombora Investment Management Pty Ltd.

#### Technical information required by Listing Rule 14.1A

If Resolution 9 is passed, the Company can proceed to issue the Options to Bombora Investment Management Pty Ltd. Further, the issuance to Bombora Investment Management Pty Ltd will not require approval under Listing Rule 7.1 as it falls within one of the exceptions to Listing Rule 7.1 and will not be included in the Company's 15% placement capacity calculation.

If Resolution 9 is not passed, the Company will not be able to issue the Options to Bombora Investment Management Pty Ltd and will need to consider alternative forms of remuneration including by way of cash payments.

#### Technical information required by Listing Rule 10.13

In accordance with Listing Rule 10.13, the following information is provided to Shareholders in relation to Resolution 9:

Recipient of issue	Bombora Investment Management Pty Ltd ACN 625 413 390.
Category under ASX Listing Rule 10.11	Listing Rule 10.11.1 – David Willington (Bombora Investment Management's Non-Executive Director nominee) is a Director of the Company, and therefore a related party of the Company.
Number and class of the securities issued	1,000,000 Options, exercisable at \$0.12 and expire 18 December 2029. 1,000,000 Options, exercisable at \$0.15 and expire 18 December 2029. 1,000,000 Options, exercisable at \$0.18 and expire 18 December 2029.
Material terms of the securities	See Schedule 1 annexed.
Date on which the securities will be issued	Within 1 month from the date of the EGM.
Issue price	Nil
Purpose of the issue, including the intended use of any funds raised by the issue	Forms part of the Director's remuneration package. No funds will be raised from the issue of Options.
If the issue is intended to remunerate or incentivize the Director, details (including the amount) of the Director's current total remuneration package	Total remuneration \$55,000 per annum (including superannuation).
If the securities are issued under an agreement, a summary of any other material	See Schedule 1 annexed.



## Chapter 2E

Chapter 2E of the Corporations Act prohibits a public company from giving a financial benefit to a related party of a public company unless the giving of the financial benefit falls within one of the relevant exceptions, or prior shareholder approval is obtained to the giving of the financial benefit.

The board of Directors of the Company have formed the view that the issue of the Options does not require Shareholder approval under section 208 of the Corporations Act, as the issue constitutes 'reasonable remuneration' in accordance with section 211 of the Corporations Act.

In reaching this view, the Company has considered the role and responsibilities of David Willington and the need for the Company to effectively incentivise its Directors, while aligning the incentive with increasing Shareholder value and the desirability of preserving cash resources within the Company.

The board of Directors of the Company believe that the proposed issuance of Options provides a cost-effective form of remuneration for David Willington which aligns their interests to improved overall Shareholder value.

### Directors' recommendation

The Directors (excluding David Willington) recommend that Shareholders vote in favour of Resolution 9.

## PROXY AND VOTING INSTRUCTIONS

1. For the purposes of the Corporations Act, the Company has determined that all securities of the Company recorded on the Company's register as at 7.00 pm Sydney time on 14 June 2025 (being the date 2 days before the date of the Extraordinary General Meeting) will be taken, for the purposes of the Extraordinary General Meeting, to be held by the persons who held them at that time.
2. The details of the Resolutions contained in the Explanatory Statement accompanying this Notice of Meeting should be read together with, and forms part of this Notice of Meeting.
3. Shareholders may vote by participating in person at the Meeting or by appointing an attorney or corporate representative to participate in person at the Meeting and vote on their behalf. Alternatively, Shareholders who are entitled to vote at the Meeting may vote by appointing a proxy to participate and vote on their behalf, using the Proxy Form accompanying this Notice.
4. If more than one Shareholder votes in respect of jointly held Shares, only the vote of the Shareholder whose name appears first in the share register will be counted whether the vote is given personally, by attorney or proxy.

### Voting at the Meeting

5. Shareholders wishing to vote in person, or their attorneys or in the case of a Shareholder or proxy which is a corporation, corporate representatives, must be in attendance at Level 1, 6-10 O'Connell Street, Sydney at 10:00am (Sydney time) on 17 June 2025.

### Voting by proxy

6. A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the Shareholder's voting rights. If the Shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A proxy need not be a Shareholder of the Company.
7. If a proxy is not directed how to vote on an item of business, the proxy may vote or abstain from voting on that Resolution as they think fit.
8. If a proxy is instructed to abstain from voting on an item of business, they are directed not to vote on the Shareholder's behalf on the poll and the shares that are the subject of the proxy appointment will not be counted in calculating the required majority.
9. Shareholders who return their Proxy Forms with a direction on how to vote but do not nominate the identity of their proxy will be taken to have appointed the Chair of the Meeting as their proxy to vote on their behalf.
10. If a Proxy Form is returned but the nominated proxy does not attend the Meeting, or does not vote on the Resolution, the Chair of the Meeting will act in place of the nominated proxy and vote in accordance with any instructions.
11. Proxy appointments in favour of the Chair of the Meeting, the secretary or any Director that do not contain a direction on how to vote will be used where possible to support each of the Resolutions proposed in this Notice.
12. Where a voting exclusion applies, the Company need not disregard a vote if it is cast by a person excluded from voting as a proxy for a person who is entitled to vote in accordance with the directions on the Proxy Form, or where it is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form

to vote as the proxy decides.

13. A Proxy Form is attached. If required it should be completed, signed and returned to the Company's registered office in accordance with the instructions set out in the Proxy Form by no later than 5:30 pm Sydney time on 15 June 2025.

#### **Voting by attorney**

14. If a Shareholder wishes to appoint an attorney to vote at the Meeting, the original or a certified copy of the power of attorney under which the attorney has been appointed must be received by the Company no later than 5:30 pm (Sydney time) on 15 June 2025 (or if the Meeting is adjourned or postponed, no later than 48 hours before the resumption of the Meeting in relation to the resumed part of the Meeting).
15. Any power of attorney granted by a Shareholder will, as between the Company and that Shareholder, continue in force and may be acted on, unless express notice in writing of its revocation or the death of the relevant Shareholder is lodged with the Company.
16. The appointment of an attorney is not revoked merely by a Shareholder's participation and taking part in the Meeting, but if a Shareholder votes on a resolution, the attorney is not entitled to vote, and must not vote, as the Shareholder's attorney on that resolution.

#### **Voting by corporate representative**

17. To vote by corporate representative at the Meeting, a Shareholder or proxy who is a corporation should obtain a Certificate of Appointment of Corporate Representative from the Company, complete and sign the form in accordance with the instructions on it. The completed appointment form should be lodged with the Company before 5:30 pm (Sydney time) on 15 June 2025.
18. The appointment of a representative may set out restrictions on the representative's powers. The appointment must comply with section 250D of the Corporations Act.
19. The original Certificate of Appointment of Corporate Representative, a certified copy of the Certificate of Appointment of Corporate Representative, or a certificate of the body corporate evidencing the appointment of a representative is prima facie evidence of a representative having been appointed.

## GLOSSARY

The following terms have the following meanings in this Explanatory Statement:

"\$" means Australian Dollars;

"Accounting Standards" has the meaning given to that term in the Corporations Act;

"Bombora" means APEX Fund Services Pty Ltd as Custodian for Cache (RE Services) Ltd ACN 616 465 671 ATF the Bombora Special Investments Growth Fund ARSN 667 101 564;

"Chair" means the person appointed to chair the Meeting of the Company convened by the Notice;

"Closely Related Party" has the meaning given to that term in the Corporations Act;

"Company" means RocketBoots Limited ACN 165 522 887;

"Constitution" means the constitution of the Company as at the date of the Meeting;

"Corporations Act" means the Corporations Act 2001 (Cth);

"Director" means a Director of the Company;

"Explanatory Statement" means the explanatory statement which forms part of the Notice;

"Key Management Personnel" has the meaning given to that term in the Accounting Standards;

"Meeting", "Extraordinary General Meeting", and "EGM" has the meaning given in the introductory paragraph of the Notice;

"Notice" means the Notice of Meeting accompanying this Explanatory Statement;

"Proxy Form" means the proxy form attached to the Notice;

"Resolution" means a resolution referred to in the Notice;

"Share" means a fully paid ordinary share in the capital of the Company; and

"Shareholder" means shareholder of the Company.

# Schedule 1 –Option Terms

## 1. Entitlement

- (a) On the relevant issue date, an 'option' once issued by the Company in accordance with these terms entitles the Optionholder to subscribe for one Share for each 'option' at the exercise price specified in clause 3, during the option period specified in clause 4 of these Option Terms (**Options**).
- (b) Options will be granted to the Optionholder free of charge and may only be granted in the Optionholder's or the Optionholder's nominee's name.
- (c) The Options are not transferrable.

## 2. Issue price

No amount is payable on issue of the Options.

## 3. Exercise price

The exercise price of an Option is \$[●see resolution 9].

## 4. Option period and vesting

- (a) Unless otherwise stated in the Notice of Meeting, there are no vesting conditions attaching to the Options.
- (b) The Options may be exercised in part or in whole at any time.
- (c) The Options automatically expire on [●see resolution 9].

## 5. Participation rights, bonus issues, rights issues and reorganisations

### 5.1 Participation

The Optionholder is not entitled to participate in any new entitlement issues of securities except to the extent it has exercised its Options before the record date for determining entitlements to the new issue of securities and participate as a result of holding Shares.

### 5.2 Notice of new issue

In accordance with the ASX Listing Rules, the Company must give the Optionholder notice of:

- (a) the proposed terms of the issue or offer proposed under clause 5.1 of these Option Terms; and
- (b) where the Option can be exercised by the Optionholder, the right to exercise its Options under clause 5.1 of these Option Terms.

### 5.3 Bonus issues

If the Company makes a bonus issue of Shares or other securities to Shareholders (except an issue in lieu of dividends or by way of dividend reinvestment) and no Share has been issued in respect of the Options before the record date for determining entitlements to the issue, then the number of underlying Shares over which the Options are exercisable is increased by the number

of Shares which the Optionholder would have received if the Optionholder had exercised the Options before the record date for determining entitlements to the issue.

#### **5.4 Pro rata issues**

If the Company makes a pro rata issue of Shares (except a bonus issue) to existing Shareholders (except an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) and no Shares has been issued in respect of the Options before the record date for determining entitlements to the issue, the exercise price of each Option is reduced in accordance with the ASX Listing Rules.

#### **5.5 Reorganisation**

If there is a reorganisation (including consolidation, sub-division, reduction or return) of the share capital of the Company, then the rights of the Optionholder (including the number of Options to which the Optionholder is entitled to and the exercise price) is changed to the extent necessary to comply with the ASX Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

#### **5.6 Calculations and adjustments**

Any calculations or adjustments which are required to be made under clause 5 of these Option Terms will be made by the Board of the Company and will, in the absence of manifest error, be final and conclusive and binding on the Company and the Optionholder.

#### **5.7 Notice of change**

The Company must within a reasonable period give to the Optionholder notice of any change under clause 5 of these Option Terms to the exercise price of any Options held by the Optionholder or the number of Shares which the Optionholder is entitled to subscribe for on exercise of an Option.

### **6. Method of exercise of Options**

#### **6.1 Method and payment**

To exercise Options, the Optionholder must give the Company or its share registry, at the same time:

- (a) a written exercise notice (in the form approved by the board of the Company from time to time) specifying the number of Options being exercised and Shares to be issued; and
- (b) payment of the exercise price for the Shares the subject of the exercise notice by way of bank cheque or by other means of payment approved by the Company.

#### **6.2 Exercise of Options**

- (a) The Optionholder may exercise the Options in part or in whole.
- (b) Options will be deemed to have been exercised on the date the application is lodged with the Company Secretary of the Company.

#### **6.3 Issue of Shares**

Within 10 business days after receiving an application for exercise of Options and payment by the Optionholder of the exercise price, the Company must issue the Optionholder the number of Shares specified in the application.

## 7. Ranking of Shares issued on exercise of Options

Subject to the Company's constitution, all Shares issued on the exercise of Options rank in all respects (including rights relating to dividends) pari passu with the existing Shares at the date of issue.

## 8. Quotation

- (a) The Company will not apply to ASX Limited for official quotation of the Options.
- (b) The Company will apply to ASX Limited for official quotation of the Shares issued on exercise of Options.

## 9. Deferral of Exercise if resulting in a prohibited acquisition of Shares

If the exercise of an Option would result in any person being in contravention of section 606(1) of the Corporations Act (**Prohibition**), the exercise of those Options shall be deferred until such time or times when the exercise would not result in a contravention of the Prohibition. In assessing whether the exercise of an Option would result in any person being in contravention of the Prohibition:

- (a) Optionholders may give written notice to the Company if they consider that the exercise of an Option may result in contravention of the Prohibition. The absence of such written notice from the Optionholder will entitle the Company to assume that the exercise of an Option will not result in any person being in contravention of the Prohibition.
- (b) The Company may (but is not obliged to) by written notice to an Optionholders request that an Optionholder provides the written notice referred to in paragraph 9(a) within 7 days if the Company considers that the exercise of an Option may result in the contravention of the Prohibition. The absence of such written notice from the Optionholders will entitle the Company to assume that the exercise of an Optionholders will not result in any person being in contravention of the Prohibition.

## 10. Control events

Options issued to an Optionholder may be immediately exercised and Shares issued to the Optionholder on the occurrence of any of the following events:

- (a) a Takeover Bid is made to acquire all or some of the ordinary shares in the capital of the Company and the directors of the Company recommend to Shareholders that the Takeover Bid be accepted;
- (b) a court approves a Scheme of Arrangement which would result in a person having a Relevant Interest in more than 50% of the ordinary shares in the capital of the Company; or
- (c) the Company announces to the ASX an intention to sell all or substantially all of its business undertakings or assets.

## 11. Dealing restrictions

### 11.1 Options

Any Dealing in respect of an Option is prohibited, unless the Board determines otherwise or the Dealing is required by law.

### 11.2 Shares

Subject to any overriding restriction in these terms, the Optionholder will be free to Deal in the Shares which are delivered on vesting and exercise of an Option.

12. **Definitions:**

**Company** means RocketBoots Limited ACN 165 522 887.

**Dollar** means an Australian dollar.

**Offer** means the placement offer of Shares by the Company to its Shareholders (and related offers) to which the Options relate.

**Optionholder** means the person holding the Option.

**Relevant Interest** has the meaning given to it in the Corporations Act.

**Scheme of Arrangement** has the meaning given to it in the Corporations Act.

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

**Shareholder** means shareholder of the Company.

**Takeover Bid** has the meaning given to it in the Corporations Act.



## Need assistance?



**Phone:**

1300 850 505 (within Australia)  
+61 3 9415 5000 (outside Australia)



**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)

ROC

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## RocketBoots Limited Extraordinary General Meeting

The RocketBoots Limited Extraordinary General Meeting will be held on Tuesday, 17 June 2025 at 5:30pm (AEST). You are encouraged to participate in the meeting using the following options:



### MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit [www.investorvote.com.au](http://www.investorvote.com.au) and use the below information:



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

For your proxy appointment to be effective it must be received by 5:30pm (AEST) on Sunday, 15 June 2025.



### ATTENDING THE MEETING IN PERSON

The meeting will be held at:  
RocketBoots Limited, Level 1, 6-10 O'Connell Street, Sydney, NSW 2000

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

## Need assistance?



**Phone:**

1300 850 505 (within Australia)  
+61 3 9415 5000 (outside Australia)



**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)

ROC

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **5:30pm (AEST) on Sunday, 15 June 2025.**

# Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

## SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

**Joint Holding:** Where the holding is in more than one name, all of the securityholders 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 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

## PARTICIPATING IN THE MEETING

### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 999999**

**SRN/HIN: I999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

☐

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

■ Proxy Form

Please mark ☒ to indicate your directions

**Step 1** Appoint a Proxy to Vote on Your Behalf XX

I/We being a member/s of RocketBoots Limited hereby appoint

☐ the Chairman of the Meeting

OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Extraordinary General Meeting of RocketBoots Limited to be held at RocketBoots Limited, Level 1, 6-10 O'Connell Street, Sydney, NSW 2000 on Tuesday, 17 June 2025 at 5:30pm (AEST) and at any adjournment or postponement of that meeting.

**Step 2** Items of Business **PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
Resolution 1 Ratification of issue of First Tranche Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Approval to issue Advisor Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Approval to issue Second Tranche Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 Approval to issue Second Tranche Shares to Roy McKelvie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5 Approval to issue Second Tranche Shares to Cameron Petricevic	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6 Approval to issue Shares to S3C	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7 Approval to issue Shares to Bombora	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8 Re-election of David Willington as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9 Approval to issue Options to David Willington's nominee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

**Step 3** Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/

/

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically