

WATERWERX

Waterwerx Holdings Limited ACN 620 347 873

Notice of 2025 Annual General Meeting

I look forward to welcoming you to our 2025 AGM to be held at 4pm (AEDT) on Wednesday 19 November 2025.

ATTENDANCE AND VOTING AT THE AGM

The meeting will be held as a physical meeting of shareholders at Suite 11, 45-51 Ringwood Street, Ringwood VIC

However shareholders unable to attend in person will be permitted access to the meeting and can watch, listen and ask questions to the meeting, but are unable to vote, via the following Zoom link:

<https://us02web.zoom.us/j/81290548212?pwd=PWeRLoVg4MdWS13gTs5DaojnlNBi0F.1>

We encourage Shareholders to submit their proxies via email as early as possible.

The Appointment of Proxy Form and the power of attorney or other authority (if any) under which it is signed (or a certified copy) must be received by the Company at the Company's registered office or via email to investors@waterwerx.com.au, at least 48 hours before the time for holding the meeting (being no later than 4pm AEDT on Monday 17 November 2025).

QUESTIONS FROM MEMBERS

Members who are unable to attend the AGM, and who would like to ask the Board questions on matters to be considered at the AGM or the Auditor concerning the financial statement or the audit, are invited to do so by directing it via email to investors@waterwerx.com.au no later than Monday 17 November 2025 at 5pm AEDT.

On behalf of the Board and the leadership team, I thank you for your continued support of the Company. The Board looks forward to your attendance at the 2025 AGM.



Dr Peter Meikle
Chairman

INFORMATION FOR MEMBERS

Date of Meeting: Wednesday 19 November 2025
Time of Meeting: 4pm (Australian Eastern Daylight Time)
Venue: Suite 11, 45-51 Ringwood Street, Ringwood VIC

ORDINARY BUSINESS

ITEM 1: RECEIPT OF ANNUAL FINANCIAL REPORT

To receive and consider the Company's Financial report, the Director's Report and the Auditor's Report for the year ended 30 June 2025 which will be distributed prior to the AGM via email.

RESOLUTION 1: ELECTION OF DIRECTOR

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

"That John Smith, who retires in accordance with the Company's constitution and, being eligible, offers himself for election, be elected as a Director of the Company."

Further details in respect of Resolution 1 are set out in the Explanatory Statement accompanying this Notice.

By order of the Board

Andrew Metcalfe
Company Secretary
Dated 28 October 2025

The following information forms part of this Notice.

EXPLANATORY STATEMENT

ITEM 1: RECEIPT OF ANNUAL FINANCIAL REPORT

To receive and consider the Company's Financial report, the Director's Report and the Auditor's Report for the year ended 30 June 2025 which will be distributed prior to the AGM via email.

During this item of business, members of the Company at the Annual General Meeting can comment on and ask questions about the Company's performance and financial position. There will be no formal resolution to put to the Annual General Meeting in relation to the 2025 financial report.

The Company's Auditor Ashfords Audit & Assurance will also be present at the Annual General Meeting and members will be given the opportunity to ask the Auditor questions about the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company and the independence of the Auditor.

RESOLUTION 1: ELECTION OF DIRECTOR – JOHN SMITH

John Smith was appointed as a Director for Waterwerx Holdings Ltd on 10 July 2017 and in accordance with clause 15.2 of the Company's Constitution retires at this Annual General Meeting and offers himself for re-election.

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John has served the Waterwerx Group of companies for over 8 years as a Director of the main holding Board and as its Chair for 5 years. In addition, he has served as a sole director and public officer of the three subsidiary companies for most of the last 2 years.

INFORMATION ABOUT PROXY VOTING

These notes form part of this Notice.

VOTING AT THE AGM

By proxy: If you would like to appoint a proxy to attend the AGM on your behalf, this can be done by completing and signing the appropriate Proxy Form (to be provided) and sending it to the Company by:

Mail: Waterwerx Holdings Limited
Suite 11, 45-51 Ringwood Street, Ringwood VIC

Email: investors@waterwerx.com.au subject line "Appoint a Proxy"

IMPORTANT: To be effective, all Proxy Forms must be submitted and received by the Company **no later than 4pm (Australian Eastern Daylight Time) on Monday 17 November 2025**, being no later than 48 hours before the commencement of the AGM.

If the Proxy Form is signed by the appointment member's attorney, the authority under which the appointment was signed or certified copy of the authority must also be provided.

APPOINTING PROXIES

A Member who is entitled to attend and vote at the AGM has a right to appoint a proxy. The proxy appointed by a Member need not themselves be a Member. A proxy can be either an individual or a body corporate. If a Member appoints a body corporate as their proxy, that body corporate will need to appoint an individual as its corporate representative to exercise the powers of the body corporate at the AGM, in accordance with section 250D of the Corporations Act.

If a proxy, other than the Chair, cannot attend the meeting, the Chair will become the proxy. In this circumstance, the Chair will be directed by the voting preferences (if any) provided in the Proxy Form. Please refer to the enclosed Proxy Form for further details. Under the Corporations Act, if the appointment of a proxy specifies the way the proxy is to vote on a particular resolution:

- the proxy is not required to vote on a show of hands, but if the proxy does so, the proxy must vote as directed;
- if the proxy has two or more appointments that specify different ways to vote on the resolutions, the proxy must not vote on a show of hands;
- if the proxy is not the Chair, the proxy need not vote on a poll but if the proxy does so, the proxy must vote as directed; and
- if the proxy is the Chair, the proxy must vote on a poll and must vote as director.

If a proxy is also a member, this does not affect the way that the person can cast any votes they hold as a member.

The Chair will be taken to have been appointed as a Member's proxy for the purposes of voting on a particular resolution, even if the Member has not expressly appointed the Chair as their proxy, where:

- the appointment of a proxy specifies the way the proxy is to vote on a particular resolution; and
- a poll is called on the resolution; and
- either of the following applies;
 - appointed proxy is not recorded as attending the AGM; or
 - the appointment proxy attends the AGM but does not vote on the resolution.

Members should consider directing their proxy as to how to vote on each resolution by crossing either "For", "Against", or "Abstain" box when completing their Proxy Form to ensure that their proxy is permitted to vote on their behalf in accordance with their instructions. If a member(s) does not mark any of the boxes on the items of business, the Member's proxy will decide for the Member.

A Member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the appointment does not specify the proportion or the number

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of the member's votes that each proxy may exercise, each proxy is entitled to exercise half of the member's votes on a poll. Fractions will be disregarded. A proxy need not be a member of the Company.

The form of proxy must be signed by the member or the member's attorney. Proxies given by corporations must be signed either under seal or under the hand of duly authorised officer, representative or attorney. In the case of joint holders, the form of proxy should be signed by all holders.

QUESTIONS

In accordance with the Corporations Act, Members will be given a reasonable opportunity at the Annual General meeting to ask questions about or to make comments on the management of the Company or the Group. Similarly, a reasonable opportunity will be given to Members to ask the Group's external Auditor Audit and Assurance questions relevant to: (a) the conduct of the audit (b) the preparation and content of the Independent Auditor's Report; (c) the accounting policies adopted by the Company and Group in relation to the preparation of its financial statements; and (d) the independence of the auditor in relation to the conduct of the audit. We kindly ask that you submit this through the chat function of the webinar during the meeting when the forum is open, and we will endeavour to answer all questions submitted.

ENQUIRIES

For further information relating to the lodgement of Proxy forms, please contact the company on +61 3 9562 7600 or email investors@waterwerx.com.au.