
NEXDIUS LIMITED

ACN 165 149 968

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 12:30pm AEDT

DATE: 30 November 2023

PLACE: Christie Places
Level 4
454 Collins Street
Melbourne VIC 3000

The business of the Meeting affects your shareholding and your vote is important.

This Notice of Meeting should be read in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

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 at 7.00pm on 28 November 2023.

BUSINESS OF THE MEETING

AGENDA

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2023 together with the declaration of the Directors, the Director's report and the auditor's report.

1. RESOLUTION 1 – RE-ELECTION OF DIRECTOR – MAT COLLETT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purpose of Rule 7.3(a) of the Constitution, and for all other purposes, Mat Collett, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

Dated: 6 November 2023

By order of the Board



Winton Willesee
Joint Company Secretary

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolution.

1. FINANCIAL STATEMENTS AND REPORTS

The business of the Annual General Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2023 together with the declaration of the directors, the directors' report and the auditor's report.

Shareholders may view the Company annual financial report on its website at www.solar-d.com/investors/.

Shareholders will be offered the following opportunities:

- (a) discuss the Annual Report for the financial period ended 30 June 2023;
- (b) ask questions and make comment on the management of the Company; and
- (c) ask the auditor questions about the conduct of the audit, preparation and content of the auditor's report, the accounting policies adopted by the Company and the independence of the auditor.

2. RESOLUTION 1 – RE-ELECTION OF DIRECTOR – MR MAT COLLETT

Rule 7.3(a) of the Constitution requires that at each annual general meeting one-third of the directors (rounded down) must retire by rotation.

Mat Collett, retires in accordance with the rotation requirements of the Constitution and seeks re-election by Resolution 1.

Further information on Mat Collett can be found in the 2023 Annual Report of the Company.

The Board recommends the re-election of Mr Collett as Director.

Voting by proxy

To vote by proxy, please follow the instructions on the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

Voting in person

To vote in person, attend the Meeting at the time, date and place set out above.

Observe via Zoom

Should you wish to observe the meeting via a zoom link please contact the Joint Company Secretary at **winton@azc.com.au**.

Should you wish to discuss the matters in this Notice of Meeting please contact the Joint Company Secretary at **winton@azc.com.au**

GLOSSARY

Board means the current board of directors of the Company.

Chair means the chair of the Meeting.

Company means Nexdius Limited (ACN 165 149 968).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

Annual General Meeting or **Meeting** means the meeting convened by the Notice.

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

Proxy Form means the proxy form accompanying the Notice.

Resolution means the resolution set out in the Notice.

Section means a section of the Explanatory Statement.

Shareholder means a registered holder of a Share.

AEDT means Australian Eastern Daylight Time