THE ESSINGTON SCHOOL DARWIN LIMITED
(ACN 082 486 904)

Notice of Annual General Meeting

In accordance with Article 26 of the Constitution, notice is hereby given that the Annual General Meeting (AGM) of members of The Essington School Darwin Limited (ACN 082 486 904) (Company) will be held as follows:

Date: Tuesday 12 May 2026
Time: 6PM
Venue: Library, The Essington School, 19 Chrisp Street, Rapid Creek

The accompanying Agenda, Explanatory Memorandum, and Proxy Form provide further details regarding the business to be considered at the AGM and form part of this Notice.

Business of the Meeting

Minutes of the Previous Meeting

To consider, and if thought fit, approve the minutes of the Annual General Meeting held on 29 April 2025.

Financial Statements

To receive and consider the Financial Report, Directors' Report and Auditor's Report for the year ended 31 December 2025.

Special Resolution

1. **Re-election of Mr Nathan Reichstein as Director**

To consider, and if thought fit, to pass the following as a special resolution:

"That, in accordance with clause 46.3 of the Constitution, approval be given for Mr Nathan Reichstein to be re-elected as a Director of the Company for a further term to expire at the date of the 2029 Annual General Meeting, notwithstanding that this will result in Mr Reichstein serving more than three consecutive terms."

Ordinary Resolutions

2. **Re-election of Ms Carol Cain as Director**

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

"That being eligible for re-election, Ms Carol Cain be re-elected as a Director of the Company for a term to expire at the date of the 2029 Annual General Meeting."

3. **Re-election of Mr Fredrick Law as Director**

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

"That being eligible for re-election, Mr Fredrick Law be re-elected as a Director of the Company for a term to expire at the date of the 2029 Annual General Meeting."

4. Re-election of Mr Minh Tran as Director

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

"That being eligible for re-election, Mr Minh Tran be re-elected as a Director of the Company for a term to expire at the date of the 2029 Annual General Meeting."

5. Appointment of Auditor

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

"That, in accordance with section 327 of the Corporations Act 2001 (Cth), TDH Chartered Accountants be appointed as Auditor of the Company, and that the Directors be authorised to fix the Auditor's remuneration."

Luigi Manzione
Business Manager & Company Secretary
Dated 21 April 2026

Notice of Meeting and voting process

All members of the Company are entitled to vote on the resolutions set out in this notice.

Special Resolution Requirement

Resolution 1 is a special resolution and must be approved by at least 75% of the votes cast.

The following documents are enclosed with this notice:

- Agenda of the Annual General Meeting
- Explanatory Memorandum on the proposed resolutions
- Draft Minutes of the 2025 Annual General Meeting
- Appointment of Proxy Form
- 2025 Financial Statements

Members are encouraged to read all accompanying documents in full. If you are unsure about how to vote on any resolution, you should seek advice from your professional adviser prior to voting.

Proxies

All members are entitled to appoint a proxy, who must also be a member of the Company. Proxy forms must be received by the Company no later than 48 hours prior to the commencement of the meeting.