

18 October 2024

Dear Shareholder

Annual General Meeting – Tuesday 19 November 2024

Notice is hereby given that an Annual General Meeting for **WT FINANCIAL GROUP LIMITED ABN 87 169 037 058** (the “Company”) will be a physical meeting in the Company’s office at Level 5, 95 Pitt St Sydney NSW 2000 commencing at 10.30am Sydney Time (AEDT) on Tuesday 19 November 2024 (“Annual General Meeting” or “Meeting”).

On behalf of the Board, it is a pleasure to invite you to attend the Company’s Annual General Meeting.

The Notice of Meeting and accompanying explanatory statement (**Meeting Materials**) are being made available electronically to Shareholders.

The Meeting Materials provide more information on the process to participate in the Annual General Meeting.

This means that:

- You can access the Meeting Materials online at the Company’s website on <https://www.wtfglimited.com/investors/asx-announcements/> or at our share registry’s website www.InvestorServe.com.au by logging in and selecting Company Announcements from the main menu.
- A complete copy of the Meeting Materials has also been posted to the Company’s ASX Market announcements page.
- If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting Materials and the proxy form.

If you would like to receive electronic communications from the Company in the future, please update your communication elections online at www.InvestorServe.com.au. If you have not yet registered, you will need your Shareholder information, including SRN/HIN details.

If you are unable to access the Meeting Materials online please contact our share registry, Boardroom Pty Limited, on enquiries@boardroomlimited.com.au or 1300 737 760 (within Australia) or +61 2 9290 9600 (Outside Australia) between 8:30am and 5:30pm (Sydney Time) Monday to Friday, to arrange a copy.

Attached with the Notice is your proxy form. The Company encourages all Shareholders to lodge a directed proxy form prior to the meeting.

Important

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

This Notice of Meeting should be read in its 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 Sydney Time (AEDT) on Sunday 17 November 2024.

For further information, contact:

Keith Cullen
Managing Director
(02) 9248 0422

Jane Morgan
Investor and Media Relations
+61 (0) 405 555 618
jm@janemorganmanagement.com.au

WT FINANCIAL GROUP LIMITED

ABN 87 169 037 058

NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY MEMORANDUM

For a meeting commencing 10.30am Sydney Time (AEDT) on Tuesday 19 November 2024

NOTICE OF ANNUAL GENERAL MEETING

Dear Shareholder,

Notice is hereby given that an annual general meeting of **WT FINANCIAL GROUP LIMITED ABN 87 169 037 058 (Company)** will be a physical meeting in the Company's office at Level 5, 95 Pitt St Sydney NSW 2000 commencing 10.30am Sydney Time (AEDT) on Tuesday 19 November 2024. (Annual General Meeting" or "Meeting")

On behalf of the Board, it is a pleasure to invite you to attend the Company's Annual General Meeting.

The Notice of Meeting and accompanying explanatory statement (**Meeting Materials**) are being made available to Shareholders electronically.

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- You can access the Meeting Materials online at the Company's website on <https://www.wtfglimited.com/> or at our share registry's website www.InvestorServe.com.au by logging in and selecting Company Announcements from the main menu.
- A complete copy of the Meeting Materials has also been posted to the Company's ASX Market announcements page today.
- If you have provided an email address and have elected to receive electronic communications from the Company, you will receive an email to your nominated email address with a link to an electronic copy of the Meeting Materials and the proxy form.

If you would like to receive electronic communications from the Company in the future, please update your communication elections online at www.InvestorServe.com.au. If you have not yet registered, you will need your Shareholder information including SRN/HIN details.

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Attached with the Notice is your proxy form. The Company encourages all Shareholders to lodge a directed proxy form prior to the meeting.

Your right to elect to receive documents electronically or physically

The *Corporations Act 2001* (Cth) includes a requirement for public companies, including listed companies, to give shareholders notice of their right to elect to be sent documents electronically or physically.

These are options about how the Company's shareholders may receive communications. The Company will no longer send physical meeting documents unless a Shareholder requests a copy to be mailed. Further details are available on the Company's website www.wtfglimited.com

Important

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

This Notice of Meeting should be read in its 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 (Sydney Time) on Sunday 17 November 2024.

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Refer to the Explanatory Memorandum for further information on the proposed Resolutions.

Date: 18 October 2024

By order of the Board of WT Financial Group Limited

Ian Morgan
Company Secretary

BUSINESS OF THE MEETING

AGENDA

1. ITEMS OF GENERAL BUSINESS

1.1. Financial Statements and Reports

To table and consider the annual report of the Company and its controlled entities for the financial year ended 30 June 2024, which includes the Financial Report, the Directors’ Report, the Remuneration Report and the Auditor’s Report.

1.2. Resolution 1 – Adoption of Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purposes of section 250 R (2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the annual report for the financial year ended 30 June 2024.”

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company.

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 1 by or on behalf of:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member; or

However, this does not apply to a vote cast in favour of a 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.

1.3. Resolution 2 – Re-election of Director – Mr Guy Hedley

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

“That, for the purposes of clause 6.7 of the Constitution, ASX Listing Rules 14.4 and 14.5, and for all other purposes, Mr Guy Hedley, a Director who retires by rotation and being eligible, is re-elected as a Director.”

Notes:

- Mr Hedley has consented to be elected a director of the Company.

- The non-candidate directors unanimously support the election of Mr Hedley.
- The Chair of the Meeting intends to vote all available proxies in favour of Resolution 2.

1.4. Resolution 3 – Election of Director – Mrs Chelsea Pottenger

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

“That, for the purposes of clause 6.2(b) of the Constitution, ASX Listing Rules 14.4 and 14.5, and for all other purposes, Mrs Chelsea Pottenger, a Director who was appointed as an additional director on 26 November 2023 and being eligible, is elected as a Director.”

Notes:

- Mrs Pottenger has consented to be elected a director of the Company.
- The non-candidate directors unanimously support the election of Mrs Pottenger.
- The Chair of the Meeting intends to vote all available proxies in favour of Resolution 3.

2. Voting Prohibition on Resolution 1

Resolution 1 is connected directly or indirectly with the remuneration of members of the Key Management Personnel for the Company, or for the Consolidated Entity.

A person appointed as a proxy must not vote, on the basis of that appointment, on Resolution 1 if the person is either.

- a member of the Key Management Personnel for the Company or the Consolidated Entity; or
- a Closely Related Party of a member of the Key Management Personnel for the Company or the Consolidated Entity; and
- the appointment does not specify the way the proxy is to vote on Resolution 1.

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

- the person is the Chair of the Meeting at which Resolution 1 is voted on; and
- the appointment expressly authorises the Chair of the Meeting to exercise the proxy even if Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company, or for the Consolidated Entity.

3. ATTENDANCE AND VOTING IN PERSON

Persons proposing to attend the Annual General Meeting in person are requested to contact the Company by email at info@wtfglimited.com at least 5 Business Days prior to the Meeting, so that appropriate arrangements can be made.

4. VOTING BY PROXY

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

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member’s votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- (a) if proxy holders vote, they must cast all directed proxies as directed; and
- (b) any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Managing Director on +61 02 9248 0422.

5. VOTING RIGHTS AND PROXIES

- A member entitled to attend and vote at the meeting has a right to appoint a proxy.
- This appointment may specify the proportion or number of votes that the proxy may exercise.
- The proxy need not be a member of the Company.
- A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes that each proxy is appointed to exercise. If the member appoints two proxies and the appointment does not specify the proportion or number of the member's votes that each proxy may exercise, each proxy may exercise half of the votes.

6. HOW THE CHAIRMAN OF THE MEETING WILL VOTE UNDIRECTED PROXIES

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

7. DATE FOR DETERMINING HOLDERS OF SHARES

For the purposes of regulation 7.11.37 of the Corporations Act and ASX Settlement Operating Rule 5.6.1, the Directors have set 7:00pm (Sydney Time) on Sunday 17 November 2024 as the time and date to determine holders of the Company's ordinary fully paid shares for the purposes of the Annual General Meeting.

Share transfers registered after that deadline will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

8. EXPLANATORY MEMORANDUM

8.1. Financial Reports

The Financial Statements, Directors' Report and Auditor's Report for the Company for the year ended 30 June 2024 will be laid before the meeting. There is no requirement for Shareholders to approve these reports. However, the Chairman of the Meeting will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the management of the Company.

Shareholders will be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the content of the Auditor's Report.

8.2. Resolution 1 - Adoption of the Remuneration Report

The Remuneration Report of the Company for the financial year ended 30 June 2024 is set out in the Company's 2024 annual report that is available on the Company's website <https://www.wtfglimited.com/>.

The Remuneration Report sets out the Company's remuneration arrangements for Key Management Personnel. The Chairman of the meeting will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the Remuneration Report at the meeting. In addition, Shareholders will be asked to vote on the Remuneration Report.

8.2.1. Resolution 1 is advisory only

Resolution 1 is advisory only and does not bind the Company or its directors. The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies. Under the Corporations Act, if 25% or more of votes that are cast are voted against the adoption of the Remuneration Report at two consecutive annual general meetings, Shareholders would be

required to vote at the second of those annual general meetings on a resolution (a “spill resolution”) that another meeting be held within 90 days at which all of the Company’s directors must go up for re-election.

8.2.2. All Shareholders are encouraged to cast their votes on Resolution 1

The Company encourages all Shareholders to cast their votes on Resolution 1. Shareholders not attending the meeting may use the enclosed Proxy Form to lodge their vote by appointing a Proxy.

8.2.3. Undirected Proxies Cannot be Voted on Resolution 1

Any undirected proxies held by the Chairman of the Meeting, other Directors or other Key Management Personnel or any of their Closely Related Parties will not be voted on Resolution 1, unless the vote is cast by the Chairman of the Meeting pursuant to an express authorization on the Proxy Form made by a Shareholder who is entitled to vote on Resolution 1.

8.2.4. Key management personnel

Key management personnel of the Consolidated Entity are the directors of the Company and those other persons having authority and responsibility for planning, directing, and controlling the activities of the Company, directly or indirectly. The Remuneration Report identifies the Company’s Key Management Personnel for the financial year to 30 June 2024. Their Closely Related Parties are defined in the Corporations Act, and include certain of their family members, dependants, and companies they control.

If you choose to appoint a proxy, you are encouraged to direct your proxy how to vote on Resolution 1 by marking either “For”, “Against” or “Abstain” on the Voting Form for that item of business.

8.2.5. Recommendation

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

8.3. Resolution 2 - Re-election of Director – Mr Guy Hedley

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Under ASX Listing Rule 14.4, a director must not hold office without re-election past the third annual general meeting following the director’s appointment or three years, whichever is longer. A director who retires in accordance with these requirements is eligible for re-election.

An election of directors must be held each year. (ASX Listing Rule 14.5)

The Company’s constitution requires, excluding the Managing Director:

- (a) At every annual general meeting, one third of the Directors or, if their number is not a multiple of three, then, subject to the ASX Listing Rules, the number nearest to one third, must retire from office and be eligible for re-election. (Rule 6.7 (a))
- (b) The Directors to retire in every year are the Directors longest in office since last being elected or re-elected. (Rule 6.7 (b))
- (c) A Director must not hold office without re-election past the third annual general meeting following the Director’s appointment, or three years, whichever is the longer. (Rule 6.7 (c))

The Company may, by resolution at a general meeting, fill an office vacated by a Director by electing or re-electing an eligible person to that office. (Rule 6.3(a))

ASX Listing Rule 14.4 requires that a director of an entity must not hold office (without re-election) past the third annual general meeting following the director’s appointment or 3 years, whichever is longer.

ASX Listing Rule 14.5 requires that an entity which has directors must hold an election of directors at each annual general meeting.

Mr Guy Hedley is due to retire at the end of the Meeting and offers himself for re-election to the Board.

Guy Hedley was appointed as a Director on 10 April 2014 and was last elected as a Director by Shareholders on 30 November 2022.

In accordance with the Constitution, Mr Hedley will retire in accordance with the Constitution and, being eligible, seeks re-election from Shareholders.

8.3.1. Qualifications and other material directorships

Guy Hedley is a non-executive director and chairman of the Company and has a track record of success as a corporate executive in financial services.

Guy spent 15 years as head of Macquarie Bank’s global private banking unit and BNP Private Banking and is now chair at Stoic Asset Management.

He has helped steer WTL through industry upheaval and supported the management team with its transformation to a B2B focussed enterprise.

Interest in shares

1,000,000 ordinary shares.

Special responsibilities

Chairman of Audit & Risk and Remuneration & Nomination Committees.

Independence

Mr Hedley is considered to be an independent director.

8.3.2. Other material information

Mr Hedley is Chairman & Non-Executive Director.

8.3.3. Board recommendation

The Board (other than Mr Hedley who declines to give a recommendation due to his material personal interest in this Resolution) supports the election of Mr Hedley and recommends that Shareholders vote in favour of Resolution 2 because the Board considers that the experience, expertise and skills of Mr Hedley assist the Board in fulfilling its responsibilities and does and will continue to assist the Company in achieving growth and delivering value to Shareholders.

8.4. Resolution 3 - Election of Director – Mrs Chelsea Pottenger

The Constitution allows the Directors to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution, which is 10.

Pursuant to Rule 6.2 (b) of the Constitution, any Director so appointed holds office only until the next following general meeting and is then eligible for election by Shareholders but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that meeting.

ASX Listing Rule 14.4 also requires that a director appointed to fill a casual vacancy or as an addition to the board must not hold office (without re-election) past the next annual general meeting of the entity.

Chelsea Pottenger was appointed as a Director on 26 November 2023.

In accordance with the Constitution as Mrs Pottenger only holds office to the end of the Meeting, and being eligible, she seeks election from Shareholders.

8.4.1. Qualifications and other material directorships

Chelsea Pottenger is one of Australia’s most popular and recognised keynote speakers and corporate wellbeing presenters. She is the author of *The Mindful High Performer*, and is the founder of EQ MINDS, a leading corporate performance and wellbeing coaching platform.

EQ MINDS works with some of the world’s leading brands to train thousands of executives and staff each year across many industries including financial services and information technology.

Prior to founding EQ MINDS in 2016, Mrs Pottenger worked for 13 years as an executive and senior product specialist with leading global healthcare and medical device companies, including Johnson and Johnson. She holds a Bachelor of Commerce in Marketing from the University of Wollongong and is studying psychology at the University of Adelaide. She is also an ambassador for suicide prevention organisation R U OK; and for The Gidget Foundation, which supports the emotional wellbeing of expectant and new parents.

Interest in shares

235,000 ordinary shares.

Special responsibilities

Nil.

Independence

Mrs Pottenger is considered to be an independent director.

8.4.2. Board recommendation

The Board (other than Mrs Pottenger who declines to give a recommendation due to her material personal interest in this Resolution) supports the election of Mrs Pottenger and recommends that Shareholders vote in favour of Resolution 3 because the Board considers that the experience, expertise and skills of Mrs Pottenger assist the Board in fulfilling its responsibilities and does and will continue to assist the Company in achieving growth and delivering value to Shareholders.

9. INTERPRETATION

For the purposes of interpreting the Explanatory Memorandum and the Notice:

- (a) the singular includes the plural and vice versa;
- (b) words importing any gender include the other genders;
- (c) reference to any statute, ordinance, regulation, rule or other law includes all regulations and other instruments and all consolidations, amendments, re-enactments or replacements for the time being in force;
- (d) all headings, bold typing and italics (if any) have been inserted for convenience of reference only and do not define limit or affect the meaning or interpretation of the Explanatory Memorandum and the Notice;
- (e) reference to persons includes bodies corporate and government authorities and in each and every case, includes a reference to the person’s executors, administrators, successors, substitutes (including without limitation persons taking by novation and assignment); and
- (f) reference to cents, \$, A\$, Australian Dollars or dollars is a reference to the lawful tender for the time being and from time to time of the Commonwealth of Australia.

10. GLOSSARY

AEDT means Australian Eastern Daylight Time.

AGM or **Annual General Meeting** means the annual general meeting to commence at 10.30am Sydney Time (AEDT) on Tuesday 19 November 2024 and notified to the Company's Shareholders by this Notice.

Associate has the meaning given to that term in Part 1.2, Division 2 of the Corporations Act.

ASX means ASX Limited ABN 98 008 624 691.

ASX Listing Rules means the official listing rules issued and enforced by the ASX and **Listing Rules** has a corresponding meaning.

Board or **Board of Directors** means the board of Directors of the Company.

Closely Related Party of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations 2001 (Cth).

Company means WT Financial Group Limited ABN 87 169 037 058.

Consolidated Entity means the Company together with all the entities it is required by the accounting standards to include in consolidated financial statements.

Constitution means the constitution of the Company.

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

Director means a director of the Company.

Explanatory Memorandum means the notes included in the Notice which convened this meeting.

Key Management Personnel has the same meaning as in the accounting standards and broadly includes those persons having authority and responsibility for

planning, directing and controlling the activities of the Consolidated Entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.

Meeting means the AGM.

Notice means this notice of meeting dated **18 October 2024** and its explanatory memorandum.

Notice of Meeting means the Notice.

Remuneration Report means the remuneration report which forms part of the Directors' Report of the Company for the financial year ended 30 June 2024 and which is set out in the 2024 annual report.

Share means a fully paid ordinary share in the issued capital of the Company and **Shares** has a corresponding meaning.

Shareholder means Share holder of the Company.

Sydney Time means the time observed in Sydney, NSW Australia.

WTL means the Company.

11. REGISTERED OFFICE

Level 5, 95 Pitt St Sydney NSW 2000

Telephone: 02 9248 0422

www.wtfglimited.com

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 10:30am (AEDT), Sunday 17 November 2024.**

🖥 TO APPOINT A PROXY ONLINE

📱 BY SMARTPHONE

STEP 1: VISIT <https://www.votingonline.com.au/wtlagm2024>

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 **before 10:30am (AEDT), Sunday 17 November 2024.** 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/wtlagm2024>
- 📠 **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.

WT Financial Group Limited

ABN 87 169 037 058

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 **WT Financial Group 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 **Annual General Meeting** of the Company to be held at **Level 5, 95 Pitt Street, Sydney, NSW, 2000 on Tuesday 19 November 2024 at 10:30am (AEDT)** 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 is authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of **Resolution 1**, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this item even though **Resolution 1** is connected with the remuneration of a member of the key management personnel for the Company.

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	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-Election of Director – Mr Guy Hedley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Director – Mrs Chelsea Pottenger	<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 / / 2024