Sydney
Level 27
39 Martin Place,
Sydney NSW 2000

P.O. Box H224 Australia Square
NSW 1215

131 279
+61 2 9338 0000 (from overseas)

asx.com.au

21 September 2026

Australian Securities and Investments Commission
Ms Vivienne Tannock
Senior Executive Leader, Market Infrastructure
Level 5, 100 Market Street
SYDNEY NSW 2000

ASX Market Announcements Office
ASX Limited
Level 27, 39 Martin Place
SYDNEY NSW 2000

ASX 2026 AGM – NOTICE OF MEETING

Attached is ASX's 2026 Notice of Annual General Meeting (AGM).

ASX will hold its AGM at **10:00am** (Sydney time) on **Thursday 22 October 2026**.

The Notice of AGM includes detailed information about how shareholders can attend and participate in the AGM, including how to register, view proceedings, vote and ask questions.

ASX's website, **www.asx.com.au/agm**, contains further information on the AGM and will host a recording of the AGM shortly after the meeting concludes.

Release of market announcement authorised by:
Johanna O'Rourke
Company Secretary

Further enquiries

Media

Peter Habib
Head of Communications
+61 417 100 191
peter.habib@asx.com.au

Analysts / Investors

Simon Starr
GM, Investor Relations and Sustainability
+61 2 9227 0623
0416 836 550
simon.starr@asx.com.au

Notice of Annual General Meeting 2026

10:00am on Thursday 22 October 2026

Message from the Chair

Dear fellow shareholder,

I am pleased to invite you to the 2026 Annual General Meeting (AGM or meeting) of ASX Limited. The meeting will be held on Thursday 22 October 2026 starting at 10:00am (Sydney time).

At the meeting, Anthony Attia (ASX's Managing Director and CEO) and I will provide an overview of ASX's performance during the 2026 financial year. Additional information regarding ASX's performance is contained in the 2026 Annual Report, which can be viewed on ASX's website.

The items of business to be considered at the AGM are set out on the following pages, together with explanatory notes and the voting recommendations of the ASX Board (Board).

Shareholders are invited to attend the AGM in person in the Whiteley Ballroom on Level 2 at the Amora Hotel, 11 Jamison Street, Sydney NSW 2000.

Alternatively, if you are unable to attend the AGM, you can still participate on the day by viewing a live webcast and submitting written questions and comments during the meeting using the online platform at www.asx.com.au/agm. However, you will not be able to vote or ask any questions orally.

Further information on how you can participate in the AGM (including how to register, vote and ask questions) is set out on the following pages.

This year, four directors on the ASX Board are standing for election or re-election.

Vicki Carter and Luke Randell are seeking re-election, having been elected by shareholders at the 2023 AGM, while Deidre (Dee) McGrath and Vic Jokovic are seeking election for the first time, having been appointed as non-executive directors by the Board since last year's AGM.

The Board unanimously supports those elections and re-elections (with each candidate abstaining from making a recommendation about themselves). More details about the background, skills and experience of these directors and the reasons the Board supports their election and re-election are set out in the explanatory notes for Items 5(a), 5(b), 5(c) and 5(d).

I look forward to welcoming you to ASX's 2026 AGM.

Yours sincerely,

David Clarke
Chair of ASX Limited
21 September 2026

Notice of Annual General Meeting 2026

Notice is given that ASX Limited (ASX or the Company) will hold its 2026 Annual General Meeting (AGM or meeting) at the time and location set out below:

- Date: Thursday 22 October 2026
- Time: 10:00am (Sydney time)
- Location: Whiteley Ballroom, Level 2, Amora Hotel, 11 Jamison Street, Sydney NSW 2000
- Registration time: commencing at 9:00am (Sydney time) on the day

The voting and participation information and the explanatory notes form part of this Notice.

Items of Business

1. ASX Financial Report

To receive the Financial Report, Sustainability Report, Directors' Report and Auditor's Reports for ASX and its controlled entities for the year ended 30 June 2026.

Note: There is no requirement for shareholders to approve these reports.

2. Securities Exchanges Guarantee Corporation Limited – Financial Report for National Guarantee Fund

To receive the Financial Statements and Auditor's Report for the National Guarantee Fund for the year ended 30 June 2026.

Note: There is no requirement for shareholders to approve these reports.

3. Adoption of Remuneration Report

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

That the Remuneration Report for the year ended 30 June 2026 be adopted.

Note: The vote on this resolution is advisory only and does not bind the Company or the directors. The directors will consider the outcome of the vote and comments made by shareholders at the meeting on the Remuneration Report when reviewing the Company's remuneration policies. The non-executive directors (which exclude the Managing Director and CEO) unanimously recommend that you vote in favour of this Item.

4. Grant of Performance Rights to the Managing Director and CEO

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

That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of performance rights to the Managing Director and CEO, Anthony Attia, on the terms described in the explanatory notes.

Note: The non-executive directors (which exclude the Managing Director and CEO) unanimously recommend that you vote in favour of this Item.

5. Election and Re-elections of Directors

To consider and, if thought fit, to pass the following as separate ordinary resolutions:

a. That Vicki Carter, who retires in accordance with ASX's Constitution and, being eligible, is re-elected as a director of ASX.

b. That Luke Randell, who retires in accordance with ASX's Constitution and, being eligible, is re-elected as a director of ASX.

c. That Deidre (Dee) McGrath, who, having been appointed a director of ASX in accordance with the ASX Constitution, and being eligible, is elected as a director of ASX.

d. That Vic Jokovic, who, having been appointed a director of ASX in accordance with the ASX Constitution, and being eligible, is elected as a director of ASX.

Note: Each resolution will be voted on separately. The directors unanimously recommend that you vote in favour of the re-elections of Ms Carter and Mr Randell and the election of Ms McGrath and Mr Jokovic (with each candidate abstaining from recommending their own election or re-election).

By order of the Board

Johanna O'Rourke
Company Secretary
21 September 2026

How to Participate in the AGM and Vote

How to participate in the 2026 AGM

ASX will hold its AGM on Thursday 22 October 2026, beginning at 10:00am (Sydney time). Details regarding how to attend the AGM are set out below. If it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the meeting, details will be provided via a market announcement and on the ASX website.

Registration

Shareholders and proxyholders attending the AGM can register from 9:00am (Sydney time) on the day of the AGM.

Attending – getting to the AGM

Venue

The meeting will be held in the Whiteley Ballroom on Level 2 of the Amora Hotel at 11 Jamison Street, Sydney NSW 2000.

How to get there

Train / metro: The Amora Hotel is a short walk from Wynyard Station

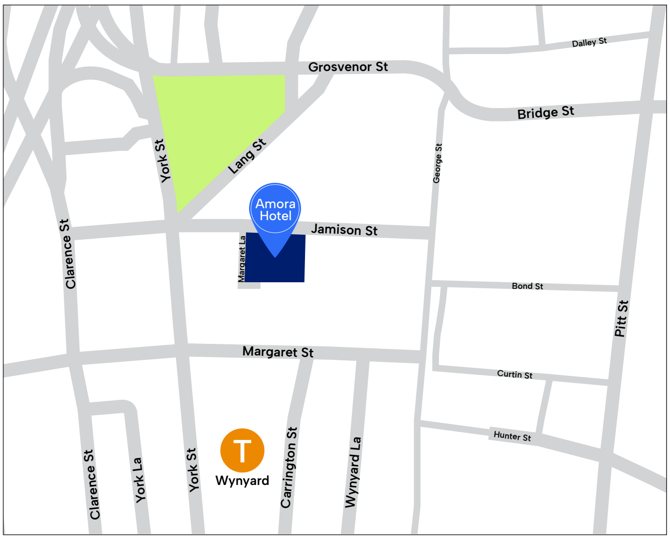
Bus: The closest bus stops are located around Wynyard Station.

Light rail: The Amora Hotel is a short walk from Bridge Street and Wynyard light rail stops.

Ferry: The Amora Hotel is a 10-minute walk from the wharves at Circular Quay.

Parking: There are several carparks located within walking distance of The Amora Hotel.

For more information about public transport and timetables, please call 131 500 or visit www.transportnsw.info



Viewing the AGM webcast

The AGM is being held as a physical meeting. ASX will, however, webcast the proceedings live at www.asx.com.au/agm. To be able to vote on the day or ask questions orally, you need to attend the meeting in person.

An archive of the webcast will be available on the ASX website shortly after the meeting concludes. You do not need to be a shareholder or proxyholder to view the webcast. Also, copies of the addresses and presentations to be delivered by the Chair and the Managing Director and CEO will be released on the ASX market announcements platform in the morning of the AGM.

How to ask questions

Before the AGM – submitting questions in writing

As in prior years, we invite shareholders to submit questions or comments to ASX, or questions to the external auditor relevant to the content of the Auditor's Report or the conduct of the audit of the annual Financial Report or annual Sustainability Report, in advance of the meeting. If you wish to submit questions or comments before the AGM, they must be received by ASX no later than 5:00pm (Sydney time) on Thursday 15 October 2026.

Questions may be submitted before the AGM as follows:

Online: At au.investorcentre.mpms.mufg.com. Shareholders who would like to submit questions or comments before the AGM are encouraged to do so online.

Post: Depending on your communication preferences, you may have received a Question Form in the post. If you did not receive a Question Form and would like to request one, you may do so by contacting our share registry, MUFG Corporate Markets, on +61 1300 724 911.

Question Forms may be returned by post to the address stated on the Question Form, or by alternative methods listed on the Question Form.

Please note that individual responses will not be sent to shareholders.

During the AGM – asking questions in person or submitting in writing online

During the AGM, shareholders and proxyholders present will have a reasonable opportunity to ask questions or make comments.

ASX's external auditor, PwC, will attend the AGM and there will be an opportunity for shareholders to ask questions relevant to the audit.

Although the AGM is being held as a physical meeting, shareholders and proxyholders can make comments and ask questions during the AGM by submitting them in writing via the webcast platform at www.asx.com.au/agm. To do this, you will need a computer or mobile/tablet device with internet access. Please ensure that your browser is up to date.

Once you have logged in to watch the webcast, click on the button to 'Ask a question'. You will then be requested to enter your shareholding details in an MUFG Corporate Markets pop-up window.

Shareholders: You will need to provide your details (including Securityholder Reference Number (SRN) / Holder Identification Number (HIN) and postcode) to be verified as a shareholder. Shareholders with a registered address outside Australia should click 'Outside Australia' and select the country of their registered address.

How to Participate in the AGM and Vote

Proxyholders: when you log onto the online platform, you will need your 'Proxy Code' which will be provided to you by MUFG Corporate Markets by email before the AGM.

Select the Item that your question relates to and type your question in the space provided. Once you have typed your question, click the 'Submit question' button. Each question must be submitted separately. Length limits apply.

Important notes about questions

We will endeavour to address as many of the more frequently raised relevant topics as possible during the course of the meeting. However, there may not be sufficient time available at the meeting to address all of the questions raised.

To ensure that shareholders as a whole will have a reasonable opportunity to ask questions and make comments, shareholders are requested to restrict themselves to two questions or comments initially. Further questions or comments may be considered if time permits.

How to vote

You may vote prior to the meeting, or on the day by attending in person or appointing a proxy to attend and vote on your behalf. **Please note** that the AGM is being held as a physical meeting, and you will not be able to vote online during the meeting.

Before the AGM – direct voting

You may cast a direct vote prior to the meeting either online at au.investorcentre.mpms.mufg.com or by completing and submitting a Voting Form.

If you use the Voting Form to cast your direct vote, you must mark the box in section A in Step 1 on the Voting Form and mark 'For', 'Against' or 'Abstain' on Items 3 to 5. If you do not mark any box next to one or more Items, or you mark more than one box next to an Item, your vote will be invalid for that Item.

If you cast a direct vote prior to the meeting, you may still participate in the meeting. If you participate in the meeting, the Chair has determined that your direct vote will not be cancelled unless you complete and submit a poll voting card on the day.

The Direct Voting Regulations are available at www.asx.com.au/agm. By submitting a direct vote, you agree to be bound by these regulations.

During the AGM – in person voting

Eligible shareholders may attend the meeting and vote in person. To help you register your attendance at the meeting, please bring details about your holding with you (including your SRN / HIN, and the name and address associated with your holding). These details can be found on your Voting Form; you can bring it with you to make your registration easier.

You may still attend the meeting and vote in person even if you have lodged a direct vote or appointed a proxy prior to the meeting. You will be provided with a poll voting card on the day. If you have previously submitted a Voting Form to:

- lodge a direct vote, and you vote during the meeting, your vote at the meeting will cancel your direct vote; or
- appoint a proxy, your proxy appointment will be suspended while you are present at the meeting.

If you do not bring your Voting Form with you, you can still attend the meeting, but representatives from MUFG Corporate Markets will need to verify your identity.

No online voting available during the meeting

Please note that you will not be able to vote online during the meeting.

Appointing a proxy

You can appoint a proxy to participate and vote on your behalf as an alternative to participating in the meeting in person or casting a direct vote in advance of the meeting.

You may appoint a proxy either online at au.investorcentre.mpms.mufg.com or by completing and submitting a Voting Form prior to the meeting.

A proxy does not need to be a shareholder of ASX. A proxy may be an individual or a company. If you are a shareholder entitled to cast two or more votes, you may appoint up to two proxies. If you appoint two proxies, you should complete two separate Voting Forms and specify the percentage or number of votes each proxy is appointed to exercise. The sum of the votes must not exceed your voting entitlement or 100%. If you do not specify a percentage or number on both forms, each proxy may exercise half of your votes. You must return both Voting Forms together. If you require an additional Voting Form, please contact MUFG Corporate Markets on +61 1300 724 911 or you may copy the Voting Form.

To appoint a proxy, you must complete section B in Step 1 on the Voting Form. You can do this by either marking the box to appoint the Chair as your proxy, or by providing the details of the person or body corporate you wish to appoint as your proxy.

If you do not complete either section A or section B in Step 1, the Chair will be appointed as your proxy. If you complete both sections A and B in Step 1, you will be taken not to have appointed a proxy, and your direct votes will be counted.

You can direct your proxy how to vote on Items 3 to 5 by marking 'For', 'Against' or 'Abstain' for each Item. If you do not mark the 'For', 'Against' or 'Abstain' box next to any of the Items, your proxy may cast your vote as they see fit (to the extent permitted by law and subject to any voting exclusions noted in this Notice).

If you appoint a proxy, you may still participate in the meeting. However, your proxy's right to speak and vote will be suspended while you are present at the meeting.

On a poll, if:

- you have appointed a proxy (other than the Chair) and your appointment specifies the way the proxy is to vote on a resolution; and
- your proxy is either not recorded as attending the meeting or does not vote on the resolution,

the Chair will, before voting on the resolution closes, be taken to have been appointed as your proxy for the purposes of voting on that resolution and must vote in accordance with your written direction.

How to Participate in the AGM and Vote

Impact of the Chair or other key management personnel being your proxy

If you appoint the Chair as your proxy or if the Chair becomes your proxy by default, and you do not direct the Chair how to vote, by completing and returning your Voting Form, you are expressly authorising the Chair to cast all of your undirected votes on all proposed resolutions as the Chair sees fit, including on resolutions that are connected directly or indirectly with the remuneration of a member of ASX's key management personnel (KMP) (Items 3 and 4).

For resolutions that are connected directly or indirectly with the remuneration of a member of ASX's KMP, certain voting exclusions apply to the Chair, other members of the KMP, their closely related parties, and/or associates of the Managing Director and CEO. Please see more detail in the explanatory notes to Items 3 and 4.

If you intend to appoint any of those persons as your proxy, you are encouraged to direct them how to vote on Items 3 and 4 by marking 'For', 'Against' or 'Abstain' for each of those Items.

The Chair's voting intentions

The Chair intends to vote all available proxies in favour of Items 3, 4 and 5, subject to any applicable voting exclusions.

If there is a change to how the Chair intends to vote undirected proxies, ASX will make an announcement to the market.

The Chair's decision on the validity of a direct vote, vote cast by a proxy, or vote cast by a shareholder (including by attorney or corporate representative) is conclusive.

Submitting your Voting Form

Your completed Voting Form must be received by no later than 10:00am (Sydney time) on Tuesday 20 October 2026. An original or a certified copy of any power of attorney under which the form was signed must also be received by this time (if applicable) unless previously provided to MUFG Corporate Markets. You can lodge your vote:

- online at au.investorcentre.mpms.mufg.com by following the instructions. You will need your SRN or HIN, which is set out on the Voting Form
- by completing the Voting Form and returning it using one of the options set out in it, which include:
  - posting it to MUFG Corporate Markets using the reply-paid envelope or to Locked Bag A14, Sydney South NSW 1235
  - faxing it to +61 (2) 9287 0309
- using a mobile device by scanning the QR code on the back of the Voting Form. To scan the QR code, you will need a QR code reader application that can be downloaded for free on your mobile device. You will also need your SRN or HIN and postcode for your shareholding.

Voting by corporate representative or attorney

A body corporate that is a shareholder or appointed proxy must appoint an individual as its corporate representative if it wishes to attend and vote at the AGM. If you are a corporate representative, you will need to provide evidence of your appointment as a corporate representative to MUFG Corporate Markets prior to admission at the AGM unless you have previously provided such evidence. To download an 'Appointment of Corporate Representation' form, please visit www.mpms.mufg.com/en/for-individuals/au/shareholders/forms/

If you appoint an attorney to attend and vote at the AGM on your behalf, the power of attorney (or a certified copy) must be given to MUFG Corporate Markets in the same manner and at the same time as outlined for Voting Forms, unless it has previously been provided.

Other information

Conduct of the meeting

Shareholders and others attending the AGM are requested to be courteous and respectful to others. The Chair reserves the right to ensure the AGM is conducted in this way.

Electronic copies

ASX believes that the best way for shareholders to receive meeting documentation, annual reports and other information on ASX matters is electronically.

To review or update your current communication preference, simply log on to our share registry's website at au.investorcentre.mpms.mufg.com and select the 'Communication Preferences' tab under your user profile. You will need to log into your portfolio to update your details. If you do not have a portfolio, please select 'Register' on au.investorcentre.mpms.mufg.com and follow the prompts. You will need your SRN or HIN.

Locating your SRN or HIN

Your SRN or HIN can be found on your Voting Form. If you require further assistance with locating your SRN or HIN, you are encouraged to contact MUFG Corporate Markets or your broker as soon as possible, and well in advance of the AGM.

Update your details

To update information about your shareholding, go to the MUFG Corporate Markets Investor Centre at au.investorcentre.mpms.mufg.com and log into your portfolio.

ASX's registered office and contact details

ASX Limited ABN 98 008 624 691
Level 27, 39 Martin Place, Sydney NSW 2000
Telephone: +61 2 9227 0000
www.asx.com.au

How to Participate in the AGM and Vote

Glossary

An 'associate' of a director (including the Managing Director and CEO) has the meaning given to it in Chapter 19 of ASX's Listing Rules. It includes, but is not limited to:

- the director's spouse or de facto spouse
- the director's or their spouse's parent or child
- an entity controlled by the director or any person listed above
- anyone who has fallen within the above within the past 6 months, or anyone who is likely to fall within the above at any time in the future
- a person who acts in concert with the director or any of the above.

See the Listing Rules for the full definition.

A '**closely related party**' of a member of the KMP has the meaning given to it in the Corporations Act. It includes, but is not limited to:

- the KMP's spouse
- the KMP's or the KMP's spouse's child or dependant
- any other family member who may be expected to influence the KMP or be influenced by the KMP in the KMP's dealings with the Company
- a company that the KMP controls

See the Corporations Act for the full definition.

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

Chair means Chair of the meeting.

Explanatory notes means the notes included in the Notice convening this meeting.

KMP means Key Management Personnel and has the same meaning as in the Corporations Act.

Notice means this Notice of Annual General Meeting, including the 'How to Participate in the AGM and Vote' section, and explanatory notes.

Key information

Eligibility to attend and vote

You are eligible to attend and vote at the meeting if you are registered as an ASX shareholder at 7:00pm (Sydney time) on Tuesday 20 October 2026.

Last date to submit Voting Form

Your completed Voting Form must be received by no later than 10:00am (Sydney time) on Tuesday 20 October 2026.

Chair's voting intentions

The Chair intends to vote all available proxies in favour of Items 3, 4 and 5, subject to any applicable voting exclusions.

The Chair will call a poll for all resolutions set out in this Notice. Please refer to the explanatory notes for further information on the proposed resolutions and applicable voting exclusions.

Questions from shareholders

Shareholders may direct questions during the meeting to the Chair about the operations and management of ASX, or to ASX's external auditor about the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by ASX in relation to the preparation of the Financial Report, the policies adopted by ASX in relation to the preparation of the Sustainability Report, and the independence of the auditor in relation to the conduct of the audit.

Questions may also be submitted in advance of the meeting online at au.investorcentre.mpms.mufg.com up until 5:00pm (Sydney time) on Thursday 15 October 2026.

We will endeavour to address as many of the more frequently raised relevant topics as possible during the course of the meeting. However, there may not be sufficient time available at the meeting to address all of the questions. Please note that individual responses will not be sent to shareholders.

Your privacy

Attendees at the meeting may be video recorded. A live AGM webcast will be available on the ASX website. An archive of the webcast will also be available on the ASX website shortly after the meeting concludes.

Explanatory Notes

Item 1: ASX Financial Report

The Financial Report, Sustainability Report, Directors' Report and Auditor's Reports on the Financial Report and Sustainability Report for ASX for the year ended 30 June 2026 (FY26) will be laid before the meeting. There is no requirement for shareholders to approve these reports. However, the Chair will allow a reasonable opportunity for shareholders as a whole to ask questions about, or make comments on, the operations and management of ASX. ASX's external auditor, PwC, will attend the AGM. Shareholders will also be given a reasonable 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 ASX in relation to the preparation of the Financial Report, the policies adopted by ASX in relation to the preparation of the Sustainability Report, and the independence of the auditor in relation to the conduct of the audit.

Item 2: SEGC Financial Report

Securities Exchanges Guarantee Corporation Limited (SEGC) is the body responsible for administration of the National Guarantee Fund (the Fund). The operation of SEGC and the Fund is governed by the Corporations Act and SEGC's constitution. The assets of the Fund are the property of SEGC but are held on trust for the purposes set out in the Corporations Act. The Corporations Act requires SEGC to cause a copy of the audited financial statements of the Fund to be laid before the AGM of ASX. There is no requirement for shareholders to approve these reports.

Item 3: Adoption of Remuneration Report

The Remuneration Report of the Company for FY26 is set out in ASX's 2026 Annual Report. The report outlines ASX's executive remuneration framework, as well as the FY26 remuneration outcomes for those directors of the ASX Board and the Executive KMP who served during FY26. The Chair will allow a reasonable opportunity for shareholders as a whole to ask questions about, or make comments on, the Remuneration Report at the meeting. The resolution is advisory only.

The Board will consider and take into account the outcome of the vote and feedback from shareholders on the Remuneration Report when reviewing the Company's remuneration policies.

Board recommendation and Chair voting intention

The non-executive directors recommend that you vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

Voting exclusions for this Item 3

ASX will disregard any votes cast on this resolution:

- by or on behalf of a member of the KMP named in the Remuneration Report for the year ended 30 June 2026, or that KMP's closely related parties, regardless of the capacity in which the vote is cast; or
- as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related parties,

unless the vote is cast as a proxy for a person who is entitled to vote on this resolution:

- in accordance with their directions on how to vote as set out in the proxy appointment; or
- by the Chair pursuant to an express authorisation to exercise the proxy as the Chair thinks fit even though the resolution is connected with the remuneration of KMP.

What do these voting exclusions mean in practice?

Generally, KMP and their closely related parties are not allowed to vote on this Item. ASX writes to all its KMP to explain the restrictions that apply to them and their closely related parties. The definition of 'closely related parties' is provided in the glossary section on page 6. In broad terms, the definition includes people who have a close personal or economic relationship with the KMP.

However, there are exceptions to this prohibition. KMP and their closely related parties are able to cast a vote if they are doing so as a proxy that has been appointed by a person who is allowed to vote on this Item, and certain conditions as set out below are met:

- If you appoint the Chair as your proxy, or they become your proxy by default, then the Chair can cast a vote on your behalf. If you direct the Chair how to vote on this Item, they will vote in accordance with your directions. If you do not direct the Chair how to vote, or the Chair becomes your proxy by default where you have not given a direction as to how to vote on this Item, then by completing and returning your Voting Form, you are expressly authorising the Chair to cast all of your undirected votes on this Item on your behalf as the Chair sees fit.
- If you appoint a KMP (other than the Chair), or any closely related party of a KMP as your proxy, you must direct them how to vote on this Item in order for them to be permitted to vote on your behalf. If you do not direct them how to vote on this Item, they cannot choose how to vote on your behalf, and so your votes will not be able to be cast on this Item.

Item 4: Grant of Performance Rights to the Managing Director and CEO

Anthony Attia commenced as Managing Director and CEO of ASX on 1 September 2026.

The market announcement made by ASX on 14 May 2026 relating to Mr Attia's appointment contains details of his remuneration arrangements.

ASX's executive remuneration framework, which is summarised in the Remuneration Report, is designed to provide market-competitive remuneration, aligned with the interests of shareholders, and reflect performance achieved by the Company.

For FY27, Mr Attia's remuneration arrangements focus on performance using a balance of short-term and long-term objectives through a maximum remuneration mix comprising approximately:

- 31% fixed remuneration;
- 38% short-term variable reward (STVR) (at-risk, with 50% as deferred restricted shares); and
- 31% long-term variable reward (LTVR) (at-risk, with 100% as deferred performance rights),

pro-rated for his period of employment.

This means that approximately 69% of Mr Attia's overall maximum FY27 remuneration opportunity will be at-risk. Additional components of Mr Attia's remuneration package are as set out in the 14 May 2026 market announcement.

ASX uses performance rights under the LTVR Plan because they create share price alignment between executives and shareholders but do not provide executives with the full benefits of share ownership (such as dividend and voting rights) unless and until the performance rights vest.

Mr Attia's remuneration is consistent with ASX's executive remuneration policy, which is summarised in the FY26 Remuneration Report.

Explanatory Notes

Changes to conditions for 2026 LTVR awards

The Board reviewed the LTVR plan to ensure it remains market competitive and rewards performance that is challenging but realistic in ASX's current operating context. Several changes are proposed for awards to be offered in 2026, subject to shareholder approval. In summary they are:

- The performance range of the underlying ROE hurdle remains anchored to ASX's external guidance and therefore continues to require disciplined delivery of the business plan in the context of materially higher investment and regulatory capital requirements. For the 2026 LTVR awards, this is an underlying ROE of 12% to 14%.
- The vesting scales of both the underlying ROE and relative total shareholder return hurdles will change to align to common market practice, with threshold vesting commencing at 50% of the LTVR opportunity. This allows the LTVR plan to be considered as part of a competitive remuneration offering to attract the talent required to deliver ASX's strategy.
- A pre-vest assessment has been formalised to ensure these long-term financial outcomes are achieved while maintaining primary consideration for the appropriate management of risk, executive conduct and demonstration of executive accountabilities.

These changes will make the LTVR plan fit for purpose by being market competitive to attract key capability, while focusing executives on achieving stretching performance targets. Further details are outlined in the following sections.

How will the proposed LTVR award be calculated?

The number of performance rights to be granted to Mr Attia is calculated by dividing $2 million (being Mr Attia's LTVR opportunity) by the Volume Weighted Average Price (VWAP) of ASX shares over the 10 business days preceding 22 October 2026 (the date of the proposed grant).

As an illustrative example only, based on the VWAP of ASX's shares over the 10 business days preceding 31 July 2026 of $55.925, the number of performance rights granted to Mr Attia would be 35,762.

Each performance right entitles Mr Attia to receive, upon vesting, one fully paid ASX ordinary share (or, at the Board's discretion, Mr Attia may instead receive a cash equivalent payment).

The number of performance rights that may vest at the end of the performance period (if any) will be determined having regard to the performance criteria described in these explanatory notes.

What rights do performance rights have?

Performance rights have no entitlement to dividends or voting.

For any shares that are ultimately allocated upon the vesting of performance rights, an additional amount of shares or cash (as determined by the Board) may be allocated to an equivalent value to the dividends paid by the Company over the performance period on those shares (dividend equivalent payment), assuming the dividends were reinvested on the relevant ex-dividend date. Mr Attia will not receive any franking credits or value in lieu of franking credits in respect of those shares.

What is the performance period for the 2026 grant?

Four years, commencing 23 October 2026 and ending on 22 October 2030.

What performance conditions apply to the 2026 grant?

The performance hurdles include internal and external measures, with 50% of performance rights tested against an underlying return on equity (ROE) condition and 50% of performance rights tested against a relative total shareholder return (TSR) condition.

(i) ROE performance condition (50% weighting)

ROE is calculated by dividing the underlying net profit attributable to ASX (statutory NPAT adjusted for the after-tax effect of any significant items) by the average equity over the period.

Performance is measured by averaging the underlying ROE over each of the four financial years in the performance period, using FY27 as the base year and FY30 as the end year.

ROE performance rights will start to vest at 12.0% average underlying ROE. The Board believes this payout schedule for underlying ROE over a four-year vesting period provides appropriately challenging stretch targets for management:

Average underlying ROE per annum	ROE performance rights that vest
Less than 12.0%	0%
12.0%	50%
Between 12.0% and 14.0%	50% – 100% straight line vesting
At or above 14.0%	100%

(ii) TSR performance condition (50% weighting)

TSR is determined by comparing ASX's performance to the performance of a group of peer companies selected by the Board.

Performance rights subject to the TSR performance condition begin to vest at 50% when ASX's performance is at the 51st percentile of the peer group. This focuses management rewards on significant outperformance of the peer group.

The peer group comprises ASX 100 entities. This provides a broad and representative comparative peer group for Australian investors. The peer group will be adjusted if members are delisted (for reasons other than financial failure) or a company merges with or is acquired by another company in the peer group, in which case the resulting company remains in the peer group and the acquired company is removed. The Board has the discretion to adjust the peer group in other circumstances.

TSR will be calculated by an external provider as follows:

- performance period from 23 October 2026 to 22 October 2030;
- TSR calculation will use three-month VWAP up to (and including) the start date and end date of the performance period;
- dividends assumed to be re-invested on the ex-dividend date; and
- ignoring tax and any franking credits (or equivalent).

The Board, based on the calculation performed by the external provider, will determine at the end of the performance period whether and the extent to which ASX has met the performance condition.

Explanatory Notes

TSR rank	TSR performance rights that vest
Less than 51st percentile	0%
51st percentile	50%
Between 51st percentile and 76th percentile	50% – 100% straight line vesting
At or above 76th percentile	100%

(iii) Pre-vest assessment

ASX has formalised a pre-vest assessment as part of the LTVR Plan, based on the extent to which the Executive who received an award has:

- demonstrated behaviours consistent with ASX's desired culture and Code of Conduct
- appropriately managed risk in line with the accountabilities outlined in their Accountability Statement.

The pre-vest assessment reflects the requirement for Executives to demonstrate behaviours which align with their obligations as stewards of critical market infrastructure and take appropriate steps to manage risks related to these obligations.

When will securities be provided?

If shareholder approval is obtained, performance rights will be allocated to Mr Attia following the 2026 AGM, and in any event prior to 22 October 2029. If performance conditions are met, Mr Attia will be entitled to receive ASX shares following the end of the four-year performance period in October 2030.

Why is shareholder approval being sought for the Long-Term Variable Reward grant?

The non-executive directors consider that Mr Attia's remuneration package (including the proposed grant under the LTVR Plan) is reasonable and appropriate having regard to the circumstances of the Company and Mr Attia's responsibilities as Managing Director and CEO.

ASX asks shareholders to consider and vote upon a grant of performance rights to Mr Attia under the LTVR Plan. ASX Listing Rule 10.14 requires a listed entity to obtain shareholder approval before issuing equity securities (including shares and rights to shares) under an employee incentive scheme to any person who falls within the categories in Listing Rules 10.14.1 – 10.14.3. As a director of the Company, Mr Attia falls into the director category in Listing Rule 10.14.1. ASX Listing Rule 10.14 does not apply to the grant of rights to directors under an employee incentive scheme where the shares to be acquired in satisfaction of the rights are required by the terms of the scheme to be purchased on-market.

It also does not apply to the subsequent purchase of those securities on-market. While it is currently intended that any shares allocated on vesting of the performance rights granted to Mr Attia will be acquired on-market as opposed to being newly issued, shareholder approval is being sought for the grant to preserve flexibility in the event that the Board ultimately considers it necessary or appropriate to issue shares rather than acquire them on-market.

What if shareholder approval is not obtained?

If shareholder approval is not obtained, the Board may proceed with the grant of performance rights to Mr Attia under the LTVR Plan by requiring in the award terms that the award will be satisfied by shares acquired on-market, or may consider alternative long-term variable remuneration arrangements such as deferred cash upon fulfilment of the relevant performance requirements. If deferred cash is granted, this will diminish the alignment of the Managing Director and CEO's interests with those of shareholders and the alignment of the Managing Director and CEO's remuneration with that of other executives.

Impact of cessation of employment, change of control and corporate actions

If Mr Attia ceases employment for a qualifying reason, any performance rights may remain on foot in accordance with their original terms (except that any service condition will be waived), and will be tested in the ordinary course as though Mr Attia had not ceased employment. A qualifying reason includes death, permanent disability, mutual agreement with ASX, termination by ASX on notice, redundancy, retirement, or other circumstances determined by the Board. Unless the Board determines otherwise, performance rights will lapse if Mr Attia's employment is terminated for cause, poor performance, or if Mr Attia resigns.

The Board retains ultimate discretion to determine (acting reasonably) the treatment of performance rights upon the cessation of Mr Attia's employment.

Further, under the terms of the LTVR, in the event of:

- a takeover bid (as defined in the Corporations Act) or another proposed transaction under which (in the reasonable opinion of the Board) control of the Company is likely to pass from the then existing shareholders; or
- any reconstruction of the issued ordinary capital of the Company,

the Board may make adjustments to the performance rights granted to Mr Attia, including to adjust them in a way which ensures that he does not receive a benefit that holders of ordinary securities do not receive.

Does the Board have any discretion to adjust vesting outcomes?

The Board has the discretion to change the number of shares provided to Mr Attia following achievement of performance hurdles where:

- necessary to protect the financial soundness of ASX;
- adverse outcomes have arisen that reduce the original assessment of the performance generating the provision of the benefit;
- the Board considers that performance outcomes have been materially impacted by changes to ASX's dividend policy, capital structure, gearing or corporate structure;
- the Board considers not doing so would provide the Managing Director and CEO with an 'inappropriate benefit' under ASX's Remuneration Adjustments Policy; or
- the Board determines that vesting should increase or decrease by up to 20%.

The Board will exercise such discretion in a manner that is consistent with supporting sound and effective risk management, protecting ASX's long-term stability and aligned with the creation of long-term shareholder value.

Explanatory Notes

Additional information

- Performance rights are granted to Mr Attia as part of his remuneration. No amount is payable by Mr Attia when performance rights are granted or when they vest.
- No loan will be made in relation to the acquisition of performance rights.
- Mr Attia has not previously been awarded performance rights under the LTVR Plan as part of his remuneration.
- Mr Attia's proposed FY27 total remuneration package is:
  - Total fixed remuneration of $2 million (inclusive of superannuation).
  - Target STVR with a value of $1.7 million. Maximum STVR under the plan is 150% of target.
  - LTVR with a face value of $2 million,

  with his total fixed remuneration and STVR for FY27 to be prorated from Mr Attia's commencement date of 1 September 2026. In addition to his FY27 remuneration package, Mr Attia also received a grant of 112,684 restricted shares under ASX's Deferred Equity Plan in recognition of certain incentives he forwent as a consequence of ceasing his previous employment to take the role as Managing Director and CEO of ASX. The shares will vest in three tranches. Further details are included in the market announcement ASX released on 14 May 2026 regarding Mr Attia's appointment.
- Details of any securities issued under the LTVR Plan will be published in the Annual Report relating to the period in which the securities were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.
- Any additional persons within the scope of Listing Rule 10.14 who become entitled to participate in the LTVR Plan after the resolution is approved and who were not named in this Notice will not participate until approval is obtained under Listing Rule 10.14.

Board recommendation and Chair voting intention

The non-executive directors recommend that you vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

Voting exclusions for this Item 4

ASX will disregard any votes cast:

- in favour of this resolution by or on behalf of Mr Attia or an associate of Mr Attia, regardless of the capacity in which the vote is cast; or
- on this resolution as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related parties,

unless the vote is cast:

- as proxy or attorney for a person entitled to vote on the resolution in accordance with their directions on how to vote as set out in the proxy appointment;
- as proxy for a person entitled to vote on the resolution by the Chair pursuant to an express authorisation to exercise the proxy as the Chair thinks fit; or
- by 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.

What do these voting exclusions mean in practice?

Generally, KMP and their closely related parties are allowed to vote on this Item. However, there are certain restrictions on their ability to vote as your proxy. In addition, there are further restrictions that apply to Mr Attia and his associates in relation to how they may vote, including when acting as your proxy.

ASX writes to all its KMP to explain the restrictions that apply to them, their closely related parties, and any associates of Mr Attia. The definition of 'closely related parties' and 'associates' is provided in the glossary section on page 6. In broad terms, these definitions include people who have a close personal or economic relationship with the KMP or Mr Attia.

KMP (including Mr Attia), KMPs' closely related parties, and Mr Attia's associates are able to cast a vote if they are doing so as a proxy that has been appointed by a person who is allowed to vote on this Item, and certain conditions as set out below are met:

- If you appoint the Chair as your proxy, or they become your proxy by default, then the Chair can cast a vote on your behalf. If you direct the Chair how to vote on this Item, they will vote in accordance with your directions. If you do not direct the Chair how to vote, or the Chair becomes your proxy by default where you have not given a direction as to how to vote on this Item, then by completing and returning your Voting Form, you are expressly authorising the Chair to cast all of your undirected votes on this Item on your behalf as the Chair sees fit.
- If you appoint a KMP (other than the Chair), or any closely related party of a KMP as your proxy, you must direct them how to vote on this Item in order for them to be permitted to vote on your behalf. If you do not direct them how to vote on this Item, they cannot choose how to vote on your behalf, and so your votes will not be able to be cast on this Item.
- If you appoint Mr Attia or any of his closely related parties as your proxy, then the same voting restrictions for KMP and their closely related parties as described in the paragraph above will apply. In addition, Mr Attia's associates (who are not also KMPs or their closely related parties) may only vote as your proxy in favour of this Item on your behalf if you have directed them to do so.

Further, Mr Attia and his associates may vote in favour of this Item in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary who is eligible to vote on this Item and who has provided voting directions in favour of this Item.

Explanatory Notes

Item 5: Election and Re-elections of Directors

Vicki Carter and Luke Randell retire in accordance with ASX's Constitution at this meeting and offer themselves for re-election to the Board.

Since the last AGM, the ASX Board has appointed Dee McGrath as a director, with effect from 4 December 2025, and Vic Jokovic, with effect from 4 May 2026, with both appointments expiring at the conclusion of the AGM if not elected. Ms McGrath and Mr Jokovic each offer themselves for election to the Board.

The ASX Board:

- has developed a Board skills matrix to capture the mix of skills it is looking to achieve in its membership and to capture the current mix of skills, knowledge and experience on the Board;
- has identified the skills, knowledge and experience on the Board using a self-assessment questionnaire in which directors were asked to rate their level of proficiency in each skill area;
- considers that its current mix of skills, experience and expertise is appropriate for it to understand ASX and its operating environment, to navigate current and emerging issues, to oversee the performance of management in executing the Board-approved strategy and to generally discharge its obligations effectively;
- undertakes comprehensive reference checks before appointing a new director or putting a candidate forward to shareholders for election (including education, employment, experience, character, criminal history and bankruptcy checks);
- undertakes a review of its performance each year, which includes a review of each director's individual performance; and
- considers that each of Ms Carter, Mr Randell, Ms McGrath and Mr Jokovic is an independent, non-executive director.

The skills and experience of Ms Carter, Mr Randell, Ms McGrath and Mr Jokovic are set out on the following pages.

Explanatory Notes

Vicki Carter

Independent Non-Executive Director

BA, GradDipMgmt, GAICD

Ms Vicki Carter was appointed as a director of ASX in February 2023. Ms Carter is the Chair of the People and Culture Committee. She is a member of the Nomination Committee, the Technology Committee and the ASX Risk Committee.

Ms Carter brings more than 35 years' senior executive experience. Her most recent executive experience was at Telstra Corporation, where she was responsible for customer experience, product design and delivery, strategy and business service functions. She was also charged with overseeing delivery of Telstra's multi-year transformation program.

She has deep skills in strategy, operations, sales, human resources and transformation delivery in a career that has spanned several sectors, including banking, insurance, wealth management and telecommunications.

Prior to her career with Telstra, Ms Carter held a number of executive roles at National Australia Bank, as well as product, business development and project director roles at ING Australia, Prudential Assurance and Australian Eagle.

Ms Carter has been a non-executive director of Bendigo and Adelaide Bank Limited since September 2018 and was appointed as Chair in May 2024. She has also been a director of IPH Limited since October 2022. She is a Graduate of the Australian Institute of Company Directors and a Member of Chief Executive Women.

Board recommendation and Chair voting intention

The Board considers that Ms Carter's cross-sector experience in strategic and customer roles, leveraging technology and delivering transformation programs, complements the Board's existing skills and experience.

For the reasons set out above, the directors (with Ms Carter abstaining) unanimously support the re-election of Ms Carter and recommend shareholders vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

Luke Randell

Independent Non-Executive Director

BBus, Grad Dip Fin Markets,
CPA, MAICD

Mr Luke Randell was appointed as a director of ASX in April 2023. He is a member of the ASX Risk Committee, the Nomination Committee and the People and Culture Committee.

Mr Randell has close to 40 years' experience in financial services, with the majority spent in capital and international markets following several senior roles with firms including Citi, Salomon Smith Barney and Natwest Markets.

Mr Randell was Head of Markets and Securities Service for Citi Australia and New Zealand for five years. His prior roles included being CEO, President and Head of Institutional Clients Group for Citi in Japan, as well as Co-Head of Global Markets and Head of Equities for Citi in Australia and New Zealand. He has also worked a number of years in London, where he was Citi's Head of Equity Derivatives for Europe, Middle East and Africa.

Mr Randell is a Member of the Australian Institute of Company Directors.

Board recommendation and Chair voting intention

The Board considers that Mr Randell's experience in global capital markets and managing customer and stakeholder relationships, complements the Board's existing skills and experience.

For the reasons set out above, the directors (with Mr Randell abstaining) unanimously support the re-election of Mr Randell and recommend shareholders vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

Explanatory Notes

Dee McGrath

Independent Non-Executive Director

GAICD

Ms Deidre (Dee) McGrath was appointed as a director of ASX in December 2025.

Ms McGrath is a member of the Technology Committee and the Nomination Committee.

Ms McGrath has over 30 years' experience in business, technology and financial services globally with a focus on delivering innovation and growth outcomes in a customer-oriented way. She has extensive senior executive and board experience and has successfully led organisations and people through economic cycles, M&A, large scale transformation and regulatory change. She has also led businesses into new international markets and successfully navigated strategic acquisitions, divestments, and debt and equity financing.

Ms McGrath was previously CEO, Retirement Solutions at MUFG Pension & Market Services. Prior to her career with MUFG, she had held senior executive roles at IBM, Visa Inc, HP Services and National Australia Bank.

Ms McGrath is currently a director of GMHBA Limited and Revolut Australia. She has also served as a director for IBM Australia and on a number of companies associated with MUFG businesses, including Smart Pension UK, and Retire360.

Ms McGrath is a member of Chief Executive Women and is a Graduate of the Australian Institute of Company Directors.

Board recommendation and Chair voting intention

The Board considers that Ms McGrath's experience in leading customer-focused technology and financial services businesses and delivering major technology projects and transformation initiatives across Asia Pacific, complements the Board's existing skills and experience.

For the reasons set out above, the directors (with Ms McGrath abstaining) unanimously support the election of Ms McGrath and recommend shareholders vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

Vic Jokovic

Independent Non-Executive Director

BEc

Mr Vic Jokovic was appointed as a director of ASX in May 2026.

Mr Jokovic has over 35 years' experience in global markets and exchange businesses, having held senior leadership roles across investment banking and market infrastructure.

In 2018, Mr Jokovic joined Chi-X Australia as CEO, and remained CEO following Cboe's acquisition of the business and its rebranding as Cboe Australia, until 2023. Following his time as CEO, Mr Jokovic served as a non-executive director of Cboe Australia until February 2026.

Prior to Cboe Australia, Mr Jokovic spent 26 years at Deutsche Bank, where he held key executive roles including Head of Global Markets Asia Pacific, and also Regional Head of Global Market Sales & Head of Equities Australia and New Zealand. During his tenure, he was also a senior member of the Deutsche Bank Executive Committee, as well as a number of global and regional executive committees.

Mr Jokovic also held an advisory role to the Cboe Global Management Board for two years until June 2025. He was also a board member of Wilsons Stockbroking, Craigs Investment Partners and Deutsche Securities Australia Ltd, and a non-executive director of the Securities Exchanges Guarantee Corporation, which serves as the trustee for National Guarantee Fund.

Board recommendation and Chair voting intention

The Board considers that Mr Jokovic's experience in global financial markets and exchanges, building businesses and delivering customer outcomes, complements the Board's existing skills and experience.

For the reasons set out above, the directors (with Mr Jokovic abstaining) unanimously support the election of Mr Jokovic and recommend shareholders vote in favour of this Item. The Chair intends to vote all available proxies in favour of this Item.

This page is intentionally left blank.