

Notice of Annual General Meeting of Marketplacer Holdings Limited

This Notice is to advise you of the upcoming Annual General Meeting (**AGM**) of the shareholders of Marketplacer Holdings Limited ACN 633 906 162 (the **Company**) to be held on Friday 21 March 2025 at 10am (AEDT).

The Company has decided that its AGM will be held online with the assistance of virtual meeting technology. Shareholders will not be able to attend the AGM physically, but will instead be able to view and participate in the AGM through an online platform hosted by the Company's share registrar, Automic, which can be accessed by pre-registering in advance here: https://us02web.zoom.us/webinar/register/WN_U-5-IFqKQIGnaP7GhiLtKw#/registration.

After registering, you will receive a confirmation containing information on how to attend the virtual meeting on the day of the Meeting.

Corporate Representatives

If a representative of a corporate shareholder or a corporate proxy will be attending the Meeting, the representative should bring to the Meeting adequate evidence of their appointment, unless this has previously been provided to the Share Registry.

Further Information

This notice should be read in conjunction with the Explanatory Statement.

BY ORDER OF THE BOARD

Roxanne Quinlan
Company Secretary

Agenda

1. Company Update by Chief Executive Officer.
2. Items of Business.

Explanatory Statement

The Explanatory Statement accompanying this Notice forms part of the Notice. The Explanatory Statement provides an explanation of the Resolutions and the relevant disclosures required by law, and is designed to assist shareholders' understanding of the resolutions to be considered at the Meeting, which are set out below (Resolutions).

Shareholders should read this Notice and the Explanatory Statement carefully. If you are in any doubt about anything contained in the Notice of Meeting and this Explanatory Memorandum, it is recommended that you seek advice from an accountant, solicitor or other professional advisor.

Full details of the business to be considered at the AGM are set out below.

Items of Business

FY24 Financial Statements

To receive and consider the Company's audited annual financial report, directors' report and auditor's report for the financial year ended 30 June 2024.

EXPLANATORY STATEMENT

Item of Business #1: FY23 Financial Statements

The Corporations Act 2001 (Cth) ("**Act**") requires the Company to cause a copy of the audited annual financial report, directors' report and auditor's report ("**Financial Statements**") for the financial year ended 30 June 2024 to be laid before the AGM of the Company.

There is no requirement for shareholders to approve these reports. However, the Chair of the AGM will allow a reasonable opportunity for shareholders to ask questions about or make comments on the operations and management of the Company.

If the auditor is present, the shareholders will also be given a reasonable opportunity to ask the auditor questions about the conduct of the audit, the preparation and consent of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the Financial Statements and the independence of the auditor in relation to the conduct of the audit.

Questions from shareholders

Shareholders may direct questions during the AGM to the Chair of the AGM about the operations and management of Company, or to Company's auditor if the auditor is present about the content of the auditor's report and the conduct of the audit. The Company will also provide shareholders with the opportunity to ask questions during the AGM in respect to the items of business.

Questions may also be submitted in advance of the AGM to investorrelations@marketplacer.com. **If you wish to ask a written question in advance of the AGM, it should be submitted no later than 48 hours prior to the AGM.**