Harmoney Corp Limited. Notice of annual meeting of shareholders.

Notice is hereby given that the 2024 annual meeting of shareholders of Harmoney Corp Limited (ARBN 645036595 / NZBN 9429041215272) (the Company) will be held online on Thursday 14 November 2024 at 12:00pm AEDT / 2:00pm NZDT or (the Meeting).

Agenda

The business of the Meeting will be:

A. The Chairman's address

B. The CEO's address

C. Resolutions

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

Resolution 1: That Paul Lahiff be elected as a director of the Company.

Resolution 2: That the Board be authorised to fix the remuneration of the Company's auditor for the ensuing year.

D. Other business

To consider any other business properly brought before the Meeting.

By order of the Board of Directors



Paul Lahiff, Chairman
4 October 2024

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Explanatory notes

These explanatory notes form part of, and should be read with, this notice of Meeting.

Resolution 1: Election of Paul Lahiff

ASX Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting. ASX Listing Rule 14.4 requires that a director must not hold office (without re-election) past the Company's third annual general meeting following that director's appointment. The Meeting is an annual general meeting for the purposes of the ASX Listing Rules.

Director and Chairman Paul Lahiff retires in accordance with ASX Listing Rule 14.4 and offers himself for election in accordance with clause 21.5 of the Company's Constitution.

Prior to submitting himself for election, Mr Lahiff acknowledged to the Company that he would have sufficient time to properly fulfil his duties to the Company.

In the opinion of the other Board members, Mr Lahiff would, if appointed as at the date of this notice of Meeting, be an independent non-executive director of the Company for the purposes of the Board Charter.

Accordingly, the shareholders of the Company are requested to consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company: *"That Paul Lahiff be elected as a director of the Company."*

Paul Lahiff

Appointed: 15 February 2021

Paul Lahiff (Bachelor of Agricultural Science) is a highly seasoned executive with 40 years of experience in financial services.

Paul is currently the Chair of Australian neo-bank UBank and NESS Super. Paul was previously a director of payments company Sezzle Inc, and the CEO and Managing Director of Mortgage Choice, during which time he led its successful listing on the Australian Stock Exchange.

He was also a former Managing Director at Permanent Trustee, and before that at the Heritage Building Society. Paul brings extensive capital markets, regulatory and governance experience from his Chairmanships at Cuscal Limited, New Payments Platform Australia, Australian Retail Credit Association, and RFi Group.

Paul is currently the independent Chairman for the Company, and a member of the Company's Audit and Risk Committee and Nomination and Remuneration Committee.

Resolution 2: Auditor remuneration

The shareholders of the Company are requested to consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company for the purposes of section 207S of the Companies Act 1993: *"That the Board be authorised to fix the remuneration of the Company's auditor for the ensuing year."*

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Procedural notes

Registration with Automic

Automic is the Company's registry services provider. Although an Automic account is not necessary to attend the Meeting, shareholders must register an account in order to vote at the Meeting. We therefore encourage shareholders to register an account as soon as possible.

To create an Automic account, please visit investor.automic.com.au, click "Register" and follow the prompts.

You will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) for verification purposes. This can be found on your Proxy Form, enclosed with this notice of Meeting.

For more information, please see the "Virtual Meeting – Shareholder Registration & Voting Guide" and "Online Proxy Lodgment Guide" at automicgroup.com.au/virtual-agms.

Attendance

To attend the Meeting, please pre-register:

- through your Automic account (via the banner at the bottom of your screen, or via the "Meetings" option in the menu); or
- visit https://us02web.zoom.us/webinar/register/WN_ABIHKzxfQfGQZselS5C74g.

Entitlement to vote

Only persons recorded as shareholders in the Company's share register will be able to vote at the Meeting, and votes will be based on shareholdings as at 7:00pm AEDT / 9:00pm NZDT on Tuesday 12 November 2024.

Voting

Voting on all resolutions will be by poll. The resolutions are ordinary resolutions and can be passed by a simple majority (more than 50%) of the votes cast.

Voting during the Meeting

To vote during the Meeting, log into your Automic account at investor.automic.com.au, and click on "Meeting open for voting" to be taken to the voting screen. Select your voting direction and click "Confirm" to submit your vote.

Note that you cannot amend your vote after it has been submitted.

Voting by proxy

To appoint a proxy to cast a vote in your place:

- log into your Automic account at investor.automic.com.au, click on "Meetings", then "Vote", and then follow the prompts;
- post your Proxy Form, which was enclosed with this notice of Meeting, to: Automic, GPO Box 5193, Sydney NSW 2001; or

- deliver your Proxy Form by hand to: Automic, Level 5, 126 Phillip Street, Sydney NSW 2000.

Your proxy voting instruction must be received by 12:00pm AEDT / 2:00pm NZDT on Tuesday 12 November 2024.

You may appoint the Chair of the Meeting, or someone else, as your proxy. A proxy does not have to be a shareholder. If you do not specify your proxy, or your proxy does not attend the Meeting, the Chair will be appointed as your proxy by default.

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who will vote these proxies as directed, even if they have an interest in the outcome of the resolution. Any undirected votes will be voted in accordance with the Chair's discretion, subject to any restriction(s) set out in the ASX Listing Rules.

Please see your Proxy Form for more information.

Questions

You are encouraged to submit questions in advance of the Meeting via investorhub.harmoney.com.au or by email to investors@harmoney.co.nz. You can also ask questions during the Meeting.

The Chair will answer as many questions as possible during the Meeting.

Materials

Materials from the Meeting will be posted at investorhub.harmoney.com.au and released to the ASX market announcement platform in due course.

More information

If you have any questions or require further information in relation to this notice of Meeting, please contact us at investors@harmoney.co.nz.

Harmoney Corp Limited. Annual Report.

Notice is hereby given that the Annual Report for Harmoney Corp Limited (ARBN 645036595 / NZBN 9429041215272) for the year ended 30 June 2024 was published online at investorhub.harmoney.com.au (under the heading “Announcements”).

You may access and download a copy of the Annual Report from the above website free of charge.

Alternatively, you may request that an electronic copy be emailed to you, or a hard copy posted to you, free of charge.

Contact us

Email: investors@harmoney.co.nz

Phone:

New Zealand: 0800 427 666

Australia: 1300 042 766

Post:

New Zealand: Harmoney, PO Box 106507, Customs Street East, Auckland 1143

Australia: Harmoney, GPO Box 7004, Sydney, NSW 2001