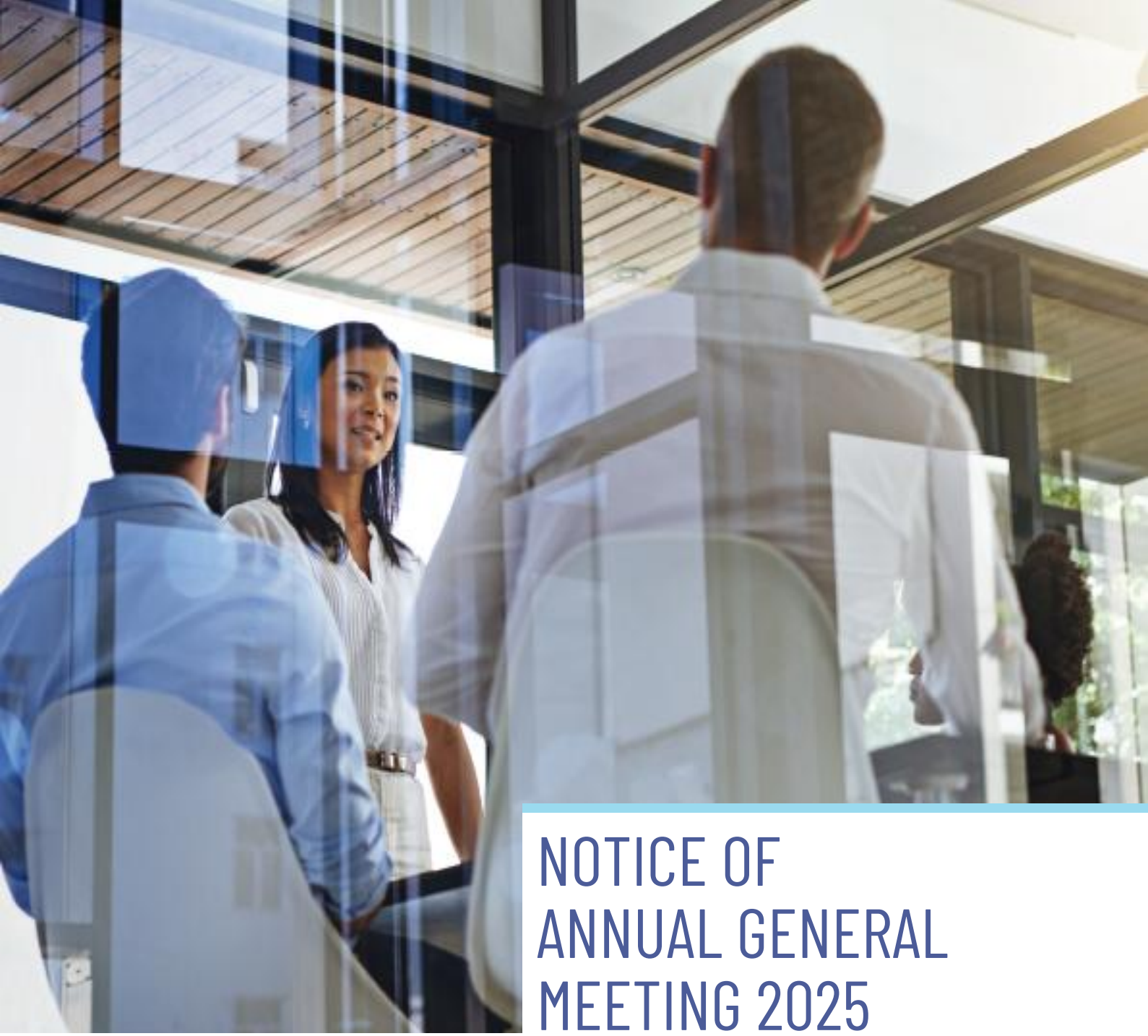
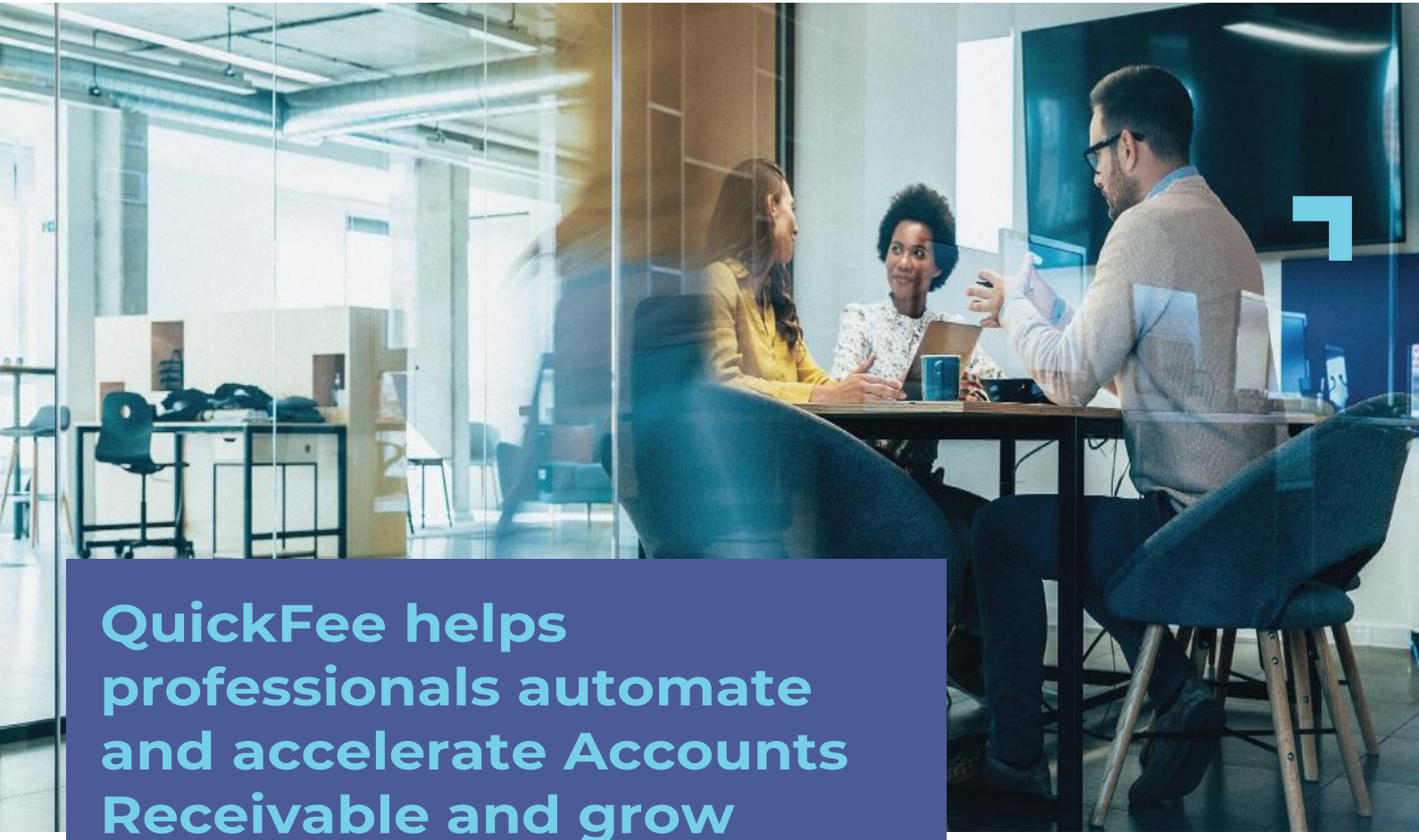


NOTICE OF ANNUAL GENERAL MEETING 2025

QuickFee Limited
ACN 624 448 693

QuickFee.



QuickFee helps professionals automate and accelerate Accounts Receivable and grow their business.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

Time: 12:00 pm (AEDT)

Date: Tuesday, 18 November 2025

Place: QuickFee – Level 4, Suite 4.07, 10 Century Circuit, Norwest NSW 2153

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

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisors 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 7:00 pm (AEDT) on Friday, 14 November 2025.

Live webcast

The company is pleased to provide Shareholders with the opportunity to attend the Meeting through a live online webcast. The live webcast of Meeting will be available via Microsoft Teams. Details of the live webcast will be announced on the ASX closer to the Meeting date.

The business of the Meeting affects your shareholding and your vote is important. To vote in person, attend the Meeting on the date and at the place set out above. All resolutions will be decided on a poll. The poll will be conducted based on votes submitted by proxy and at the Meeting.

Shareholders will not be able to vote or ask questions in real time on the webcast. If you are planning to watch the webcast, you are encouraged to submit a proxy and any questions in advance of the Meeting. Please refer to the enclosed Proxy Form for instructions on how to lodge your proxy vote.

To submit questions for the Board, management, or our external auditor in advance of the Meeting, please email the questions to investors@quickfee.com by no later than 5:00 pm (AEDT) on Saturday, 18 November 2025.

Business of the Meeting

A. Consideration of reports

The first item of business is to receive and consider the annual report, comprising the financial statements, the Directors' report, and the independent auditor's report of the Company for the financial year ended 30 June 2025 (**2025 Annual Report**).

All Shareholders can view the 2025 Annual Report on the Company's website at https://quickfee.com/investors/annual-half-year-reports/.

B. Questions and comments

Following consideration of the 2025 Annual Report, the Chairman will give Shareholders a reasonable opportunity to ask questions about and, make comments on, the business of the Meeting, the management of the Company or about the Company generally.

The Company's external auditor for the period ended 30 June 2025, William Buck Audit (Vic) Pty Ltd (Auditor), will attend the Meeting and there will be a reasonable opportunity for Shareholders to ask the Auditor questions relevant to:

(a) the conduct of the audit;
(b) the preparation and content of the independent auditor's report;
(c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
(d) the independence of the auditor in relation to the conduct of the audit.

The Chairman will also give the auditor a reasonable opportunity to answer written questions submitted by Shareholders that are relevant to the content of the independent auditor's report or the conduct of the audit.

C. Items for approval

Resolution 1 – Adoption of remuneration report

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

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the remuneration report as contained in the Company's annual financial report for the financial year ended 30 June 2025."

The remuneration report is contained in the 2025 Annual Report (available at https://quickfee.com/investors/annual-half-year-reports/). Please note that, in accordance with section 250R(3) of the Corporations Act, the vote on this resolution is advisory only and does not bind the Directors or the Company.

Voting exclusion:

The Company will disregard any votes cast on this resolution by, or on behalf of, the following persons:

- *a member of the Key Management Personnel (**KMP**) whose remuneration details are included in the remuneration report of the Company for the year ended 30 June 2025; or*
- *a Closely Related Party of such a KMP (including close family members and companies the KMP controls); or*
- *a person voting as proxy for a member of the KMP or any of their Closely Related Parties.*

However, this does not apply to a vote cast in favour of the resolution by:

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way; or*
- *the Chair as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with an express authorisation in the proxy appointment to cast votes even if the resolution is connected directly or indirectly with the remuneration of KMP, and in accordance with a direction given to the Chair to vote on the resolution as the Chair decides.*

"Key Management Personnel" and "Closely Related Party" have the same meaning as set out in the Corporations Act.

Resolution 2 – Re-election of Director – Michael McConnell

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

"That for the purpose of 14.2 of the Company's Constitution, ASX Listing Rule 14.4 and all other purposes, Michael McConnell, a Director, retires by rotation, and being eligible for election, is re-elected as a Director of the Company."

Resolution 3 – Approval to issue Performance Rights to Bruce Coombes

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the issue of 2,300,523 Performance Rights to Bruce Coombes under the QuickFee Performance Rights and Option Plan (PROP) on the terms and conditions described in the Explanatory Statement accompanying this Notice."

Voting exclusion:

The Company will disregard any votes cast on this resolution by or on behalf of:

- *a person referred to in ASX Listing Rules 10.14.1, 10.14.2 or 10.14.3 (including Bruce Coombes and each other Director of the Company) who are eligible to participate in the QuickFee PROP, and/or an associate of that person or those persons; or*
- *a member of the Key Management Personnel as at the time the resolution is voted on at the Meeting or any of their Closely Related Parties, as a proxy.*

However, this does not apply to a vote cast in favour of the resolution by:

- *a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions given to the proxy or attorney to vote on the resolution in that way;*
- *the Chair as proxy or attorney for a person who is entitled to vote on the resolution in accordance with an express authorisation in the proxy appointment to cast votes even if the resolution is connected directly or indirectly with the remuneration of Key Management Personnel, and in accordance with a direction given to the Chair to vote on the resolution as the Chair decides; or*
- *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 by 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.*

Resolution 4 – Approval of reduction in share capital for equal reduction

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

"That, for the purposes of, and in accordance with, sections 256B and 256C of the Corporations Act, and for all other purposes, approval is given for the Company to reduce its Share capital by up to $29,129,868 by way of an equal capital reduction, on the terms and conditions described in the Explanatory Statement accompanying this Notice, and such that each Shareholder will be paid an amount of $0.075 per Share held at the Record Date."

Resolution 5 – Approval of additional share issue capacity under ASX Listing Rule 7.1A

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

> *"That, pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, the Shareholders of the Company approve the issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of the issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement accompanying this Notice."*

Voting exclusion:

Note: As at the date of this Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A.2. On that basis, no Shareholders are excluded from voting.

Dated: 20 October 2025

By order of the Board

Dale Smorgon
Non-Executive Chairman

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 (0)2 8090 7700.

Entitlement to attend and vote

In accordance with regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that persons who are registered holders of Shares of the Company as at 7:00 pm (AEDT) on Friday, 14 November 2025 will be entitled to attend and vote at the Meeting as a Shareholder.

If more than one joint holder of shares is present at the Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Voting at the Meeting
In accordance with clause 13.16(a) of the Company's Constitution, and notwithstanding clause 13.14 of the Company's Constitution, voting on all resolutions will be conducted by way of a poll.

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 of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (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:

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

To be effective, the proxy must be received at the share registry of the Company no later than 12:00 pm (AEDT) on Sunday,16 November 2025. Proxies must be received before that time by one of the following methods:

Online (preferred):	http://www.votingonline.com.au/qfeagm2025
By post:	QuickFee Limited C/- Boardroom Pty Limited GPO Box 3993 Sydney NSW 2001 Australia
By facsimile:	+61 (0)2 9290 9655
By delivery in person: *(during business hours only)*	Boardroom Pty Limited Level 8, 210 George Street Sydney NSW 2000 Australia

To be valid, a Proxy Form must be received by the Company in the manner stipulated above. The Company reserves the right to declare invalid any proxy not received in this manner.

Power of attorney
A Proxy Form and the original power of attorney (if any) under which the Proxy Form is signed (or a certified copy of that power of attorney or other authority) must be received by the Company no later than 12:00 pm (AEDT) on Sunday, 16 November 2025.

Corporate representatives
A body corporate which is a Shareholder, or which has been appointed as a proxy, is entitled to appoint any person to act as its representative at the Meeting. The appointment of the representative must comply with the requirements under section 250D of the Corporations Act. The representative should bring to the Meeting a properly executed letter or other document confirming its authority to act as the company's representative. A "Certificate of Appointment of Corporate Representative" form may be obtained from the Company's share registry or online at www.boardroomlimited.com.au.

IMPORTANT: If you appoint the Chairman of the Meeting as your proxy, or the Chairman becomes your proxy by default, and you do not direct your proxy how to vote on Resolutions 1, 3 and 4, then by submitting the Proxy Form you will be expressly authorising the Chairman to exercise your proxy on the relevant resolution(s), even though the resolutions are connected, directly or indirectly, with the KMP.

Shareholder questions
Shareholders who are unable to attend the Meeting or who may prefer to register questions in advance are invited to do so.

To submit questions for the Board or management in advance of the Meeting, please email the questions to investors@quickfee.com. This includes any questions for the Chairman or William Buck Audit (Vic) Pty Ltd (our external auditor).

To allow time to collate questions and prepare answers, please submit any questions by 5:00 pm (AEDT) on Friday, 14 November 2025. Questions will be collated and, during the Meeting, the Chairman will seek to address as many of the more frequently raised topics as possible. However, there may not be sufficient time available at the Meeting to address all topics raised. Please note that individual responses will not be sent to Shareholders.

Enclosures
Enclosed are the following documents:

- a Proxy Form to be completed if you would like to be represented at the Meeting by proxy. Shareholders are encouraged to use the online voting facility that can be accessed on QuickFee's share registry's website at http://www.votingonline.com.au/qfeagm2025 to ensure the timely and cost-effective receipt of your proxy; and
- a reply paid envelope for you to return the Proxy Form.

Explanatory Statement

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the resolutions.

1 Resolution 1 – Adoption of remuneration report

1.1 General

Section 250R(2) of the Corporations Act requires that the section of the Directors' report dealing with the remuneration of Directors and KMP of the Company (**remuneration report**) be put to the vote of Shareholders for adoption by way of a non-binding vote. The vote on this Resolution 1 is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into account in setting remuneration policy for future years.

The remuneration report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The remuneration report is part of the Directors' report contained in the annual financial report of the Company for a financial year.

Shareholders can view the full remuneration report in the 2025 Annual Report which is available on QuickFee's website at https://quickfee.com/investors/annual-half-year-reports/.

Following consideration of the remuneration report, the Chairman of the Meeting will give Shareholders a reasonable opportunity to ask questions about, or make comments on, the remuneration report.

1.2 Board recommendation

The Directors abstain, in the interests of good governance, from making a recommendation in relation to this Resolution 1.

1.3 Voting exclusion statement

A voting exclusion applies to Resolution 1 as set out on page 3 of this Notice.

1.4 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of Directors of the company (**Spill Resolution**) if, at consecutive Meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those Meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those Meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second Meeting.

All of the Directors of the Company who were in office when the Directors' report (as included in the Company's annual financial report for the most recent financial year) was approved, other than the Managing Director of the Company (if any), will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as Directors of the Company is approved will be the Directors of the company.

2 Resolution 2 – Re-election of Director – Michael McConnell

2.1 General

ASX Listing Rule 14.5 provides that an entity which has directors must hold an election of directors at each annual general meeting. The Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting. Michael McConnell, who has served as a Director since 25 March 2022, retires by rotation and seeks re-election.

Michael McConnell is an experienced non-executive director, having served on company boards in the US, Australia, New Zealand and Israel. He has additionally served as a CEO or executive chairman at organisations undergoing strategic or operational transformation. As a seasoned technology and financial services executive, Michael brings a wealth of experience in enterprise SaaS, cybersecurity, and business communications to the QuickFee board.

If re-elected the Board considers Michael McConnell will be an independent Director.

2.2 Board recommendation

The Board (excluding Michael McConnell) supports the re-election of Michael McConnell and unanimously recommend Shareholders vote in favour of this Resolution 2.

Resolution 3 – Approval to issue Performance Rights to Bruce Coombes

3.1 General

The Company has an existing employee incentive scheme called the QuickFee Performance Rights and Option Plan (**PROP**), under which certain eligible employees and Directors of the Company (**Eligible Participants**) may be granted Performance Rights and Options from time to time.

The PROP was adopted prior to QuickFee listing on the ASX in July 2019 and relies on the former exception to ASX Listing Rule 7.2, Exception 13(a), available in respect of an employee incentive scheme established before a listed entity was listed. A minor amendment to the PROP was made as at 8 November 2021 to facilitate employees electing to receive some or all of their short term incentive awards or other bonus or salary payments in the form of performance rights or options under the PROP where invited to do so by the Company. A further minor amendment to the PROP was made as at 9 September 2023 for changes to the Corporations Act 2001 (Cth) ("Act") and to address the requirements of Division 1A of Part 7.12 of the Act.

The summary of the material terms of the PROP is set out in the explanatory notes to Resolution 3 below and in Annexure A, and a copy of the rules of the PROP is available upon request from the Company.

Resolution 3 seeks Shareholder approval to issue to Bruce Coombes, Executive Director of the Company 2,300,523 Performance Rights under the PROP.

Bruce Coombes is a Director of the Company and is therefore a related party of the Company for the purposes of ASX Listing Rule 10.14.1.

The grant of the Performance Rights to Bruce Coombes is proposed following a detailed review by the Board of his remuneration. Details of his remuneration for the financial year ended 30 June 2025 (**FY25**) are set out in the remuneration report of the 30 June 2025 Annual Financial Report of the Company.

In the Board's view, the Performance Rights being granted to Bruce Coombes link the ultimate value of the Performance Rights to the continued growth of the Company and therefore provide an incentive for him to ensure the Company continues to deliver sustainable growth. The grant of the Performance Rights will provide Bruce Coombes, who is considered to be key to the future success of the Company, with the opportunity to receive new Shares in order to reward his contributions to the Company achieving the long-term strategic objectives set by the Board and the overall future success of the Company.

The Performance Rights will be granted as part of Bruce Coombes' remuneration package for the financial years ended 30 June 2025 (**FY25**) and 30 June 2026 (**FY26**) under the PROP.

3.2 ASX Listing Rules

ASX Listing Rule 10.14 provides that a listed entity must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

10.14.1 a Director of the entity;

10.14.2 an associate of a Director of the entity; or

10.14.3 a person whose relationship with the entity or a person referred to in ASX Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

The issue of Performance Rights to Bruce Coombes falls within ASX Listing Rule 10.14.1 above and therefore requires the approval of Shareholders under ASX Listing Rule 10.14.

Resolution 3 seeks the required shareholder approval to the issue of Performance Rights under and for the purposes of ASX Listing Rule 10.14.

If Resolution 3 is passed and approval is given for the issue of the Performance Rights under ASX Listing Rule 10.14, the Company will be able to proceed with the issue of Performance Rights to Bruce Coombes. Approval will not be required under ASX Listing Rule 7.1, and the issue of Performance Rights to Bruce Coombes will not count towards the Company's 15% Placement Capacity under ASX Listing Rule 7.1 or 10% Placement Capacity under ASX Listing Rule 7.1A. Separate approval will also not be required under ASX Listing Rule 10.11 (which provides a general restriction against issuing securities to Directors without shareholder approval).

If Resolution 3 is not passed, and approval is not given for the issue of the Performance Rights under ASX Listing Rule 10.14, the Company will not be able to proceed with the issue of Performance Rights to Bruce Coombes and the Board may consider alternative remuneration arrangements in lieu of the issue of Performance Rights.

The issue of Performance Rights to Bruce Coombes under this Resolution 3 requires the approval of Shareholders under ASX Listing Rule 10.14, and once approved the Performance Rights are issued under ASX Listing Rule 7.2 exception 14. Any securities issued under ASX Listing Rule 7.2 exception 14 and approved by Shareholder are not be included in the maximum number of securities proposed to be issued under the PROP in accordance with ASX Listing Rule 7.2 exception 13.

3.3 Related Party Approvals

Section 208 of the Corporations Act prohibits the Company from giving a financial benefit to a related party of the Company unless either the giving of the financial benefit falls within one of the exceptions to the provisions or shareholder approval is obtained prior to the giving of the financial benefit.

Section 211 of the Corporations Act provides an exception to the requirement to obtain shareholder approval for giving a financial benefit to a related party, where the financial benefit is remuneration to a related party as an officer or employee of a public company (or other prescribed entity) and where to give the remuneration would be reasonable given the circumstances of the public company (or entity giving the remuneration) and the related party's circumstances (including the responsibilities involved in the office or employment).

The Company considers that the exception in Section 211 of the Corporations Act applies to the proposed grant of Performance Rights under the PROP under Resolution 3 given the circumstances of the Company and the circumstances of Bruce Coombes.

3.4 Key terms of the proposed grant of Performance Rights

The Performance Rights to be granted to Bruce Coombes will be subject to continuous tenure.

Vesting will occur in accordance with the following schedule and other vesting conditions:

FY26 LTI Performance rights	Earliest Vesting date	Expiry
700,000 Performance Rights	Upon Board approval of FY26 financial results	31 August 2026

The FY26 LTI Performance Rights are to be granted to Bruce Coombes as part of the Company's Long Term Incentive (**LTI**) Plan for executives and staff and form part of his long term incentive. These rights will vest based on achievement of FY26 financial targets.

Number of FY25 STIESP Performance Rights	Earliest Vesting date
1,600,523 Performance Rights	Upon finalisation of FY25 financial results and STI awards, on 20 August 2025

The FY25 STIESP Performance Rights are to be granted to Bruce Coombes as part of the Company's Short Term Incentive (**STI**) Equity Sacrifice Plan (**STIESP**) for executives and staff and form part of his short term incentive.

Under the STIESP, for the year ending 30 June 2025, executives and staff could elect to receive part or all of their STI awards in Performance Rights, issued at the 7 day VWAP as at 1 July 2024, together with a 25% incentive bonus also issued in Performance Rights at the same price. The issue price for shares subsequently issued under this component of the company's STI plan was been calculated to be $0.07 per share. Performance Rights are issued in lieu of that monetary portion of their STI for the full year after the end of that financial year and any required shareholder approval, and will vest upon the later of the finalisation of the FY25 STI awards after the end of that financial year and any required shareholder approval. Any vested rights convert into ordinary shares at the stated issue price at the beginning of the year in question (for the year ended 30 June 2025, $0.07 per share).

Bruce Coombes elected to receive 50% of his STI awards for the FY25 year in shares under the terms of the STIESP. This equates to 1,600,523 Performance Rights at 100% achievement of his STI for the FY25 year (Bruce Coombes' total STI available for FY25 being $179,259 at 100% achievement). Bruce Coombes was awarded 129% of his FY25 STI and thus all 1,600,523 Performance Rights will vest upon shareholder approval.

The Performance Rights will be otherwise issued on the terms set out in the PROP, a summary of which is set out in Annexure A.

3.5 Information required by ASX Listing Rule 10.15

Pursuant to and in accordance with ASX Listing Rule 10.15, the information below is provided in relation to Resolution 3:

The number and class of securities proposed to be issued	2,300,523 Performance Rights to Bruce Coombes under the PROP.
Details of the Directors' current total remuneration package	Bruce Coombes' total remuneration package for the year ended 30 June 2026 is • Base salary of $453,455, inclusive of statutory superannuation; • STI (at 100% achievement) of $204,055, inclusive of statutory superannuation; and • LTI award of 700,000 performance rights vesting on the first date after grant that a 30 day Volume Weighted Average Price of the Company's shares (ASX: QFE) of 10 cents is achieved and expiring on 30 June 2028 (grant subject to shareholder approval at the upcoming Annual General Meeting of the Company).
The number of securities that have previously been issued to the person under the PROP and the average acquisition price (if any)	Bruce Coombes, the group's then CEO was granted 3,000,000 share options (QFEAB) on 9 July 2019. These share options comprised three tranches of 1,000,000 share options (T1, T2 and T3) with exercise prices of $0.30, $0.40 and $0.50, respectively. T1, T2 and T3 share options vested on 9 July 2020,

paid by the person for those securities	2021 and 2022, respectively. These share options expired on 9 July 2023 without exercise. 1,778,359 Performance Rights were issued to Bruce Coombes on 5 December 2022, under the company's Short Term Incentive (STI) Equity Sacrifice Plan (STIESP) for directors and employees. Under this plan, directors and employees may elect to receive part or all of their annual remuneration or Short Term Incentive awards in Performance Rights, issued at the 7 day VWAP as at 1 July 2022, together with a 25% incentive bonus also issued in Performance Rights at the same price. The issue price for shares subsequently issued under this component of the company's STI plan was calculated to be $0.063 per share. The number of Performance Rights vested under this scheme were 1,333,770; these rights converted to ordinary shares and were issued on 15 August 2023. 2,037,030 Performance Rights were issued to Bruce Coombes on 29 November 2023, under the company's Short Term Incentive (STI) Equity Sacrifice Plan (STIESP) for directors and employees. The issue price for shares subsequently issued under this component of the company's STI plan was calculated to be $0.055 per share. The number of Performance Rights vested under this scheme were 2,037,030; these rights converted to ordinary shares and were issued on 30 August 2024. 700,000 Performance Rights were issued to Bruce Coombes on 29 November 2023 as part of the Company's Long Term Incentive (LTI) Plan for executives and staff and form part of his long term incentive, in two equal tranches of 350,000 Performance rights each. Tranches 1 and 2 of the Performance Rights were granted to Bruce Coombes on the following terms: Tranche 1 vests on the first date after 31 January 2024 that a 30-day Volume Weighted Average Price of the Company's shares (ASX: QFE) (VWAP) of 15 cents is achieved. As at the date of this Notice none have vested. Tranche 2 vests on the first date after 31 January 2025 that a 30-day VWAP of the Company's shares (ASX: QFE) of 20 cents is achieved. As at the date of this Notice none have vested. Tranche 1 and Tranche 2 Performance Rights expire on 30 June 2026. 700,000 Performance Rights were issued to Bruce Coombes on 20 November 2024 as part of the Company's Long Term Incentive (LTI) Plan for executives and staff and form part of

	his long term incentive, in two equal tranches of 350,000 Performance rights each. Tranches 1 and 2 of the Performance Rights were granted to Bruce Coombes on the following terms: Tranche 1 vests on the first date after 31 January 2025 that a 30-day Volume Weighted Average Price of the Company's shares (ASX: QFE) (VWAP) of 15 cents is achieved. As at the date of this Notice none have vested. Tranche 2 vests on the first date after 31 January 2026 that a 30-day VWAP of the Company's shares (ASX: QFE) of 20 cents is achieved. As at the date of this Notice none have vested. Tranche 1 and Tranche 2 Performance Rights expire on 30 June 2027.

Details of the Performance Rights	The Board has decided to grant Performance Rights to Bruce Coombes because the Performance Rights link the ultimate value of the benefit provided to him to the continued growth of the Company and therefore provide an incentive for him to ensure the Company continues to deliver sustainable growth. A summary of the terms of the Performance Rights is set out in section 3.4. A valuation of the FY26 LTI Performance Rights was prepared by the Company on 25 September 2025 which applied the binomial pricing model with a Monte Carlo simulation. The valuation basis applied the following assumptions: • grant date of 18 November 2025; • exercise price of nil; • risk-free interest rate of 3.50%; • share price volatility of 70.90%; • vesting and expiry date of 31 August 2026; • the closing price of the Shares traded on ASX on 25 September 2025 was $0.105 per Share. The estimated value of each Performance Right pursuant to the valuation is $0.081 for the Performance Rights. On this basis, the estimated value of the 700,000 FY26 LTI Performance Rights to be granted as part of Bruce Coombes' LTI under Resolution 3 is $56,700. A valuation of the FY25 STIESP Performance Rights was prepared by the Company on 1 July 2024 which applied the binomial pricing model. The valuation basis applied the following assumptions: • grant date of 1 July 2024 • effective exercise price of $0.056 (being an effective 25% discount to the agreed issue price of $0.07); • risk-free interest rate of 4.00%; • volatility of 73.88%; • vesting and expiry dates of 30 June 2025; • probability of vesting: 100%; and • the closing price of the Shares traded on ASX on 1 July 2024 was $0.068 per Share. The estimated value of each FY25 STIESP Performance Right pursuant to the valuation is $0.0255. On this basis, the estimated value of the FY25 STIESP Performance Rights to be granted under Resolution 3 to Bruce Coombes is $40,813, being in lieu of 50% of his STI for FY25 plus a 25% incentive bonus. The estimated value of all Performance Rights to be granted under Resolution 3 to Bruce Coombes is $91,513.
The date or dates on or by which the Company will	The Performance Rights will be granted as soon as practicable after the Meeting but in any case, no later than three years

issue the securities to the person under the PROP	after the date of the Meeting, if approved by Shareholders in accordance with Resolution 3.
The price at which the entity will issue the securities to the person under the PROP	The Performance Rights will be issued for no payment, being in lieu of cash STI awards.

Details of any securities issued under the PROP are to be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14. Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the scheme after the resolution is approved and who were not named in the Notice will not participate until approval is obtained under that rule.

3.6 Voting Exclusion Statement

A voting exclusion applies to Resolution 3 as set out on page 4 of this Notice.

3.7 Board recommendation

The Board (excluding Bruce Coombes) unanimously recommend that Shareholders vote in favour of Resolution 3.

Resolution 4 – Approval for equal return of Share capital

4.1 Background

The Board is proposing to return up to $29,129,868 by way of an equal return of capital to Shareholders pursuant to Chapter 2J.1 of the Corporations Act (**Capital Return**).

Subject to this Resolution being approved, the Capital Return will be distributed by way of an equal return of capital to Shareholders pro rata to the number of Shares held on the Record Date, which is expected to be 5:00pm (AEDT) on 24 November 2025 (**Record Date**).

The Capital Return will be funded from proceeds generated by the sale of its US Pay Now (ACH, Card and Connect) business as announced by the Company on 8 September 2025, forming part of the Company's available cash reserves. The Capital Return will be debited against the Company's share capital account. This constitutes a reduction in the Company's share capital and as such the Capital Return must be effected in accordance with sections 256B and 256C of the Corporations Act.

The purpose of this Resolution is to obtain Shareholder approval for the Capital Return as an equal capital reduction under sections 256B and 256C of the Corporations Act.

4.2 Indicative Timetable

The proposed timetable for the Capital Return is as follows:

Event	Date*
Announce Capital Return	3 October 2025
Annual General Meeting to consider approval of Capital Return	18 November 2025
Effective date of the Capital Return	19 November 2025
Last day for trading of Shares entitled to Capital Return	20 November 2025
Trading in Shares on an 'ex return of capital' basis	21 November 2025
Record Date for the Capital Return	24 November 2025
Payment Date for the Capital Return	1 December 2025

* The dates in the timetable above (and any references to those dates throughout this Notice) are indicative only. The Company reserves the right to vary those dates in accordance with the applicable laws in its absolute discretion and without prior notice.

If there are any changes to the dates in the timetable above, an announcement will be lodged with ASX and notified on the Company's website.

4.3 Amount of Capital Return

The Company estimates that the total amount available for the Capital Return and the estimated Capital Return per Share will be as follows:

Maximum total amount of the Capital Return	$29,129,643
Relevant number of Shares to participate in Capital Return*	388,395,244
Capital Return per Share	$0.075

* This figure reflects the maximum number of Shares that could be on issue on a fully-diluted basis as at the Record Date.

The maximum total amount of the Capital Return has been calculated on the basis that all convertible Securities have been exercised or vested as at the Record Date.

4.4 Payment of Capital Return

All Shareholders will be treated in the same manner and the Capital Return will constitute an equal reduction of capital.

Capital Return payments to all eligible registered holders will be made via direct credit into a nominated financial institution account. No cheque payments will be made.

Direct credit of Capital Return payments is consistent with the approach that most other ASX listed companies have taken in recent years. As advised by the Company's share registry, direct credit is the safest and most secure way of receiving the Capital Return. It is also the fastest way for Shareholders to have access to the Capital Return payment.

If Shareholders have not nominated a bank account for direct credit of the Capital Return payment, Shareholders will need to provide their bank account details to the Share Registry by no later than 5.00pm Sydney time on 24 November 2025. Shareholders can provide their banking, tax file number (TFN) and email address details online by visiting www.investorserve.com.au.

To use this facility, Shareholders need to register as a user by selecting the 'register now' button and completing the steps to create an account.

If Shareholders have any questions, please contact the Company's share registry on 1300 737 760 within Australia, and on +61 2 9290 9600 from outside Australia.

4.5 Impact of Capital Return

The primary advantage in approving the Capital Return is that it will enable the Company to return capital to its Shareholders, which is in excess of its current and anticipated medium term requirements.

In addition, Shareholders participating in the Capital Return will be able to do so without incurring transaction costs and the Capital Return will allow Shareholders to retain the same percentage of ownership in the Company.

A potential disadvantage of the Capital Return is that following its implementation, the Company will have a reduced capital base from which to operate. However, the Directors are of the opinion that the Company's net cash reserves post-Capital Return, along with cashflows from operations, will be sufficient for their intended use to support the Company's operations in the medium term.

While the Board currently has no reason to consider that the Company's financial position will change materially prior to the time of the Capital Return, it is possible that this may occur and the amount of the Capital Return may increase or decrease accordingly.

The Capital Return may have tax consequences for Shareholders and so may not suit the current financial position for all Shareholders.

The Company has sought tax advice and will assess, based on the tax opinion received from its advisers, whether it is in the best interests of Shareholders and the Company to seek a tax ruling from the ATO.

4.6 Legal Requirements

The Capital Return constitutes an equal reduction of the Company's share capital for the purposes of the Corporations Act. This is because it relates only to ordinary shares, it applies to each holder of ordinary shares in proportion to the number of Shares they hold as at the Record Date, and the terms of the reduction are the same for each holder of Shares.

(a) Fair and Reasonable to Shareholders

Section 256B(1)(a) of the Corporations Act provides that a capital reduction must be fair and reasonable to a company's shareholders as a whole. The Directors are of the opinion that the

Capital Return is fair and reasonable to Shareholders as it will apply to all Shareholders on the Record Date equally, in proportion to the number of Shares they hold as at that date.

(b) Company's ability to pay creditors

Section 256B(1)(b) of the Corporations Act provides that a capital reduction must not materially prejudice a company's ability to pay its creditors. The Directors are of the opinion that it will not materially prejudice the Company's ability to pay its creditors. The Directors have also satisfied themselves as to the solvency of the Company following the Capital Return. Please refer to Section 4.7(c) below for further information.

(c) Shareholder approval

Resolution 4 will be passed as an ordinary resolution for the purposes of section 256C(1) of the Corporations Act if more than 50% of the votes cast by Shareholders present and eligible to vote at the Meeting (whether in person (physically or virtually), by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) are in favour of it.

In accordance with section 256C(5) of the Corporations Act, a copy of this Notice has been lodged with ASIC.

4.7 Effect on the Company

(a) Effect on Company's capital structure and share price

Following implementation of the Capital Return, the Company's share capital is estimated to be reduced by up to $29,129,643.

For the purposes of Listing Rule 7.20, the Company confirms that:

(i) the Company has 378,573,888 Shares on issue as at the date of this Notice;

(ii) no Shares will be cancelled in connection with the Capital Return and no fractional entitlements will arise. The Capital Return will therefore not impact the number of Shares held by each of the Shareholders;

(iii) the Company has 5,520,833 Options on issue at the date of this Notice. The exercise price of each Option will be reduced by the same amount as the amount of Capital Return on a per Share basis, at the same time as the Capital Return is implemented, in accordance with ASX Listing Rule 7.22.3; and

(iv) the Company has 4,300,523 Performance Rights on issue at the date of this Notice. If Resolution 3 is passed, the Company will have 5,901,046 Performance Rights on issue at completion of the issue of the Performance Rights which are the subject of Resolution 3. The Performance Rights have a nil exercise price, but market-based vesting conditions based on a 30 day VWAP of Shares. These share price hurdles are proposed to be reduced by 7.5c in accordance with ASX Listing Rule 7.21.

Following implementation of the Capital Return, the Company's Shares are expected to trade at a lower share price than the trading price immediately prior to the 'ex return of capital' date for the Capital Return. This is due to the payment/return of funds to Shareholders.

Whilst this reduction in Share price might approximate the amount of the Capital Return, the exact future trading price of the Company's shares is subject to market factors.

(b) Effect on financial position

The Company's cash balance at 30 September 2025, prior to the proposed Capital Return, was approximately A$35 million. The proposed Capital Return is expected to use up to $29,129,643.

(c) Effect on Company's ability to pay its creditors

The Company has assessed the impact of the Capital Return on the Company's ability to pay its creditors. The Company has concluded that the payment to Shareholders of an amount equal to the Capital Return amount would not materially prejudice the Company's ability to

pay its creditors and the Company will have sufficient cash reserves to pay its creditors following payment of the Capital Return.

(d) Tax implications for the Company
No adverse tax consequences are expected to arise for the Company from implementing the Capital Return.

4.8 Directors' Interests
No Director will receive a payment or benefit of any kind, as a result of the Capital Return, other than as a Shareholder of the Company.

The relevant interests of the Directors in Securities of the Company as at the date of this Notice are set out below.

Director	Shares	Options	Performance Rights
Mr Dale Smorgon	33,022,637	Nil	Nil
Mr Bruce Coombes	24,943,627	Nil	1,400,000*
Mr Michael McConnell	5,075,217	Nil	Nil

* If Resolution 3 is passed, Mr Coombes will be issued an additional 2,300,523 Performance Rights.

4.9 Taxation considerations
The summary in this section is necessarily general in nature. Shareholders should obtain, and rely upon, their own independent taxation advice about the consequences of the Capital Return having regard to their own specific circumstances.

Neither the Company nor any of its officers, employees or advisers assumes any liability or responsibility for advising Shareholders about the tax consequences for them from the proposed Capital Return.

The Company has sought tax advice and will assess, based on the tax opinion received from its advisers, whether it is in the best interests of shareholders and the Company to seek a tax ruling from the ATO.

Any draft Class Ruling, if obtained, should not be relied on by the Shareholders until it is issued in final form by the ATO.

If a Class Ruling is sought and obtained, the final version of the Class Ruling will be published and notice will be included in the Government Notices Gazette. The Company would display the final version of the Class Ruling on its website if and when it becomes available.

4.10 Other information
Other than as set out in this Notice of Meeting including the Explanatory Statement and any other information previously disclosed by the Company to ASX, there is no other information that is known to the Directors which may be reasonably expected to be material regarding a decision on how to vote on the Resolution.

4.11 Voting Exclusion Statement
No voting exclusions apply to this Resolution. Each Share is capable of being voted on Resolution 4.

4.12 Board recommendation
The Board is of the opinion that the proposed return of capital is fair and reasonable to all Shareholders and unanimously recommend that Shareholders vote in favour of Resolution 4.

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QuickFee.

Each Director intends to vote all Shares held or controlled by that Director, in favour of the Capital Return.

The Chair of the Meeting also intends to vote undirected proxies in favour of Resolution 4.

5 Resolution 5 – Approval of additional share issue capacity under ASX Listing Rule 7.1A

5.1 General

ASX Listing Rule 7.1A enables an Eligible Entity (as defined below) to seek shareholder approval by special resolution passed at an annual general meeting to have the capacity to issue up to that number of Equity Securities equivalent to an additional 10% of the number of ordinary securities on issue by way of placement over a 12-month period (**10% Placement Capacity**). This is in addition to the existing 15% Placement Capacity permitted by ASX Listing Rule 7.1.

An Eligible Entity is one that, as at the date of the relevant meeting:

(a) it is not included in the S&P/ASX 300 Index; and
(b) it has a market capitalisation of $300 million or less (excluding restricted securities and securities quoted on a deferred settlement basis).

As at the date of the finalisation of this Notice, the Company is an Eligible Entity as it is not included in the S&P/ASX 300 and it has a market capitalisation of approximately $45 million. The additional 10% Placement Capacity and Resolution 5 is conditional on the Company continuing to be an Eligible Entity at the date of the Meeting. If the Company is an Eligible Entity as at the date of the Meeting, and Resolution 5 is passed, the Company will have the benefit of the 10% Placement Capacity even if it subsequently ceased to be an Eligible Entity in the following 12 months.

An Equity Security is a share, a unit in a trust, a right to a share or unit in a trust or option, an option over an issued or unissued security, a convertible security, or, any security that ASX decides to classify as an equity security.

Any Equity Securities issued under the 10% Placement Capacity must be in the same class as an existing class of quoted Equity Securities.

As at the date of this Notice, the Company currently has one class of quoted Equity Securities on issue, being the Shares (ASX Code: QFE).

Accordingly, Resolution 5 is seeking approval of ordinary Shareholders by special resolution for the issue of such number of Equity Securities as calculated under the formula in ASX Listing Rule 7.1A.2, at an issue price as permitted by ASX Listing Rule 7.1A.3 to such persons as the Board may determine, on the terms as described in this Explanatory Memorandum.

At the date of this Notice, the Company has on issue 378,573,888 fully paid ordinary shares and a capacity to issue:

(a) 56,786,083 Equity Securities under ASX Listing Rule 7.1; and
(b) 37,857,388 Equity Securities under ASX Listing Rule 7.1A.

The actual number of Equity Securities that the Company will have capacity to issue under ASX Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula prescribed in ASX Listing Rule 7.1A.2.

The effect of Resolution 5 will be to allow the Directors to issue Equity Securities under ASX Listing Rule 7.1A during a 10% placement period, without using the Company's 15% Placement Capacity under ASX Listing Rule 7.1.

5.2 Information required by ASX Listing Rule 7.3A

For the purposes of ASX Listing Rule 7.3A, the following information is provided in relation to this Resolution 5:

(d) Period for which the approval will be valid

An approval under ASX Listing Rule 7.1A will commence on the date of the Meeting and expire on the first to occur of the following:

(v) the date that is 12 months after the date of the Annual General Meeting at which the approval is obtained;

(vi) the time and date of the next Annual General Meeting; and

(vii) the time and date of the approval by Shareholders of any transaction under ASX Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or ASX Listing Rule 11.2 (disposal of the main undertaking).

(e) Minimum price at which the Equity Securities may be issued under Listing Rule 7.1A

Any Equity Securities issued under ASX Listing Rule 7.1A must be an existing quoted class of Equity Securities and issued for cash consideration. The minimum price at which the Equity Securities will be issued will be no less than 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 ASX trading days on which trades in that class are recorded immediately before:

(i) the date on which the price at which the Equity Securities are to be issued is agreed; and

(ii) if the Equity Securities are not issued within 10 ASX trading days of the date in paragraph (i), the date on which the Equity Securities are issued.

(f) Purposes for which the funds raised by an issue of Equity Securities under Listing Rule 7.1A may be used

As previously noted, any Equity Securities issued under Listing Rule 7.1A.2 must be issued for cash consideration. Accordingly, the Company intends to use the funds raised towards an acquisition of new assets or investments (including expenses associated with such acquisition), continued expenditure on the Company's current business operations and projects, continued development of the Company's current assets and/or general working capital.

(g) Risk of voting dilution

If Resolution 5 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing ordinary Shareholders face the risk of economic and voting dilution as a result of the issue of Equity Securities which are the subject of this resolution, to the extent that such securities are issued, including:

(i) the market price of Equity Securities in that class may be significantly lower on the issue date than on the date on which this approval is being sought; and

(ii) the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the issue date, which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The following table gives examples of the potential dilution of existing ordinary Shareholders on the basis of the current market price of shares and the current number of ordinary securities for variable "A" in the formula in ASX Listing Rule 7.1A.2 as at the date of the Notice.

The table also shows:

(i) two examples where variable "A" has increased by 50% and 100%. Variable "A" is based on the number of fully paid ordinary securities the Company has on issue. The number of fully paid ordinary securities on issue may increase as a result of issues of fully paid ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under ASX Listing Rule 7.1 that are approved at a future Shareholders' meeting; and

(ii) two examples where the issue price of fully paid ordinary securities has decreased by 50% and increased by 100% as against the current market price.

Dilution					
Number of shares on issue[1]		**Shares issued (10% voting dilution)**	**Issue price**		
			0.06 (50% decrease)	0.12 (current price)	0.24 (100% increase)
			Funds raised ($)		
Current	378,573,888	37,857,389	2,271,443	4,542,887	9,085,773
50% increase	567,860,832	56,786,083	3,407,165	6,814,330	13,628,660
100% increase	757,147,776	75,714,778	4,542,887	9,085,773	18,171,547

The table has been prepared on the following assumptions:

- there are currently 378,573,888 Shares on issue as at the date of this Notice of Meeting;
- the Company issues the maximum number of Equity Securities available under the 10% Placement Facility in ASX Listing Rule 7.1A;
- no unlisted Options or Performance rights (including any Options or performance Rights issued under the 10% placement facility) are exercised before the date of issue of ordinary shares under ASX Listing Rule 7.1A;
- the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%;
- the table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting;
- the table shows only the effect of issues of Equity Securities under ASX Listing Rule 7.1A, not under the 15% Placement Capacity under ASX Listing Rule 7.1;
- the issue of Equity Securities under the 10% Placement Facility consists only of shares; and
- the issue price is $0.12 per share, being the closing price of the shares on ASX on 9 October 2025 (rounded to the nearest cent), being the date prior to the finalisation of this Notice.

(h) Compliance with ASX Listing Rules 7.1A.4 and 3.10.3

The Company will comply with the disclosure obligations under ASX Listing Rules 7.1A.4 and 3.10.3 upon issue of any Equity Securities. When the Company issues Equity Securities pursuant to the 10% Placement Capacity, it must give to ASX:

(i) immediately after the issue, a list of the recipients of the Equity Securities and the number of Equity Securities issued to each (not for release to the market), in accordance with Listing Rule 7.1A.4; and

(ii) the information required by Listing Rule 3.10.3 for release to the market.

(i) Allocation policy under 10% Placement Capacity

The Company's allocation policy under Listing Rule 7.1A.2 is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of allottees of Equity Securities that may be issued (subject to Shareholder approval of Resolution 5) have not been determined as at the date of this Notice but may include existing Shareholders and/or parties who are not currently Shareholders and are not related parties or associates of the Company. Any potential allottees will be determined on a case-by-case basis having regard to factors including, but not limited to, the following:

(i) the purpose of the issue;

(ii) the methods of raising funds available to the Company (including but not limited to, rights issue or other issues in which existing security holders can participate), while balancing interest from potential allottees with the interests of existing Shareholders;

(iii) the effect of the issue of Equity Securities on the control of the Company and balancing the interests of existing Shareholders. Allocation will be subject to takeover thresholds;

(iv) the financial situation and solvency of the Company and its need for working capital at any given time;

(v) prevailing market conditions; and

(vi) advice from corporate, financial and broking advisors (if applicable).

(j) Previous issue under ASX Listing Rule 7.1A

The Company issued Equity Securities under ASX Listing Rules 7.1 and 7.1A.2 as part of the placement announced on 4 June 2025 (June 2025 Placement). Accordingly, the following information is provided in accordance with ASX Listing Rule 7.3A.6:

The total number of Equity Securities issued or agreed to be issued under ASX Listing Rule 7.1A in the 12 months preceding the date of this Meeting, and the percentage they represent of the total number of Equity Securities on issue at the commencement of that 12-month period	17,820,000 Shares were issued on 11 June 2025 under the June 2025 Placement under the ASX Listing Rule 7.1A (**10% Placement Capacity Shares**). The 10% Placement Capacity Shares represent 5.3% of the number of Equity Securities on issue as at the commencement of the 12-month period preceding the date of the Meeting.

The names of the persons to whom the Company issued Equity Securities or the basis on which those persons were identified or selected	The 10% Placement Capacity Shares were issued to certain institutional and professional investors, including both existing Shareholders and new investors. Of the participants in the June 2025 Placement who acquired 1% or more of the current issued capital of the Company, the following are considered 'material investors' for the purposes of ASX Guidance Note 21, paragraph 7.2 because they are substantial holders of the Company: • Thorney Investment Group (and its nominees), which subscribed for 12,000,000 Placement Shares; and • Acorn Capital (and its nominees), which subscribed for 1,820,000 Placement Shares. Apart from the Directors of the Company who participated in the June 2025 Placement (and whose shares were issued under ASX Listing Rule 10.11 pursuant to an Extraordinary General Meeting of the Company held on 22 July 2025), no other participants in the June 2025 Placement are considered 'material investors' for the purposes of ASX Guidance Note 21, paragraph 7.2.
The number and class of Equity Securities issued	17,820,000 were issued under the ASX Listing Rule 7.1A as part of the June 2025 Placement.
The price at which the Equity Securities were issued and the discount (if any) that the issue price represented to the closing market price on the date of the issue or agreement	The 10% Placement Capacity Shares were issued at A$0.05 per Share. This issue price represented a 2.0% discount to the last close of A$0.051 on Friday, 30 May 2025 and a 1.0% discount to the 15-day VWAP of A$0.0505 as of Friday, 30 May 2025, prior to QuickFee announcing the trading halt on Monday, 2 June 2025.
The total cash consideration received by the Company, the amount of cash that has been spent, what it was spent on, and what is the intended use for the remaining amount of that cash (if any)	The Company received A$891,000 in respect of the 10% Placement Capacity Shares. None of that cash has been spent by the Company as at the date of finalisation of this Notice. The proceeds from the issue of the 10% Placement Capacity Shares will be used to provide additional capital to fund growth in the Company's loan books, as the volumes of loan originations from QuickFee's Finance product grow.

If Resolution 5 is passed, the Company may issue the additional number of Equity Securities under the 10% Placement Capacity as determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2.

If Resolution 5 is not passed, the Company will not be able to access the additional 10% Placement Capacity to issue Equity Securities without Shareholder approval as provided for in Listing Rule 7.1A and will remain subject to the 15% Placement Capacity limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

5.3 Special resolution

Resolution 5 is a special resolution. For a special resolution to be passed, at least 75% of the votes cast by Shareholders present and entitled to vote on the resolution must be in favour of the resolution.

5.4 Board recommendation

The Board unanimously recommend that Shareholders vote in favour of Resolution 5.

Glossary

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

$	means Australian dollars.
Annual General Meeting or Meeting	means the meeting convened by the Notice.
10% Placement Capacity	has the meaning given in Section 7.1.
AEDT	means Australian Eastern Daylight Time as observed in Sydney, New South Wales.
ASIC	means the Australian Securities and Investments Commission.
ASX	means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.
ASX Listing Rules	means the Listing Rules of ASX.
Board	means the current board of Directors of the Company.
Capital Return	has the meaning given in Section 4.1.
Chair	means chair of the Meeting.
Class Ruling	has the meaning given in Section 4.9.
Closely Related Party	of a member of the Key Management Personnel means: (a) a spouse of the 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) for the purposes of the definition of 'closely related party' in the Corporations Act.
Company	means QuickFee Limited (ACN 624 448 693).
Constitution	means the Company's constitution.
Corporations Act	means the *Corporations Act 2001* (Cth).
Directors	means the Directors of the Company.
Eligible Entity	means an entity that, at the date of the relevant annual general meeting: (a) is not included in the S&P/ASX 300 Index; and (b) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of $300,000,000.00.
Equity Securities	includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.
Explanatory Statement	means the explanatory statement accompanying the Notice.

Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.
Notice or Notice of Meeting	means this notice of meting including the Explanatory Statement and the Proxy Form.
Option	means an option to acquire a Share issued under the QuickFee Performance Rights and Option Plan (**PROP**).
Payment Date	means the payment date for the Capital Return, as set out in the indicative timetable in Section 4.2.
Performance Right	means a right to acquire a Share issued under the QuickFee Performance Rights and Option Plan (**PROP**).
PROP	means the QuickFee Performance Rights and Option Plan.
Proxy Form	means the proxy form accompanying the Notice.
QuickFee Performance Rights and Option Plan	means the QuickFee incentive scheme called the QuickFee Performance Rights and Option Plan.
Record Date	means the eligibility record date for the Capital Return, as set out in the indicative timetable in Section 4.1.
Resolutions	means the resolutions set out in the Notice, or any one of them, as the context requires.
Section	means a Section in the Explanatory Statement.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a registered holder of a Share.
Variable A	means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

Annexure A

Terms of the QuickFee Performance Rights and Option Plan (PROP)

Eligibility	Participants in the PROP consist of: (a) a Director (whether executive or non-executive) of the Company and any associated body corporate of the Company (each a **Group Company**); (b) a full or part time employee of any Group Company; (c) a casual employee or contractor of a group company to the extent permitted by the ESS Rules as amended or replaced (**PROP Rules**); or (d) a prospective participant, being a person to whom the offer is made but who can only accept the Offer if an arrangement has been entered into that will result in the person becoming a under subparagraphs (a), (b) or (c) above, who is declared by the Board to be eligible to receive grants of Options or Performance Rights (together, **Awards**) under the PROP (**Eligible Participant**).
Offer	The Board may, from time to time, in its absolute discretion, make a written offer to any Eligible Participant (including an Eligible Participant who has previously received an offer) to apply for Awards, upon the terms set out in the PROP and upon such additional terms and conditions as the Board determines (**Offer**).
Deferred taxation	Subdivision 83A-C of the Income Tax Assessment Act 1997 applies to the PROP except to the extent an Offer provides otherwise.
PROP Rules	Division 1A of Part 7.12 of the Corporations Act as modified by ASIC Corporations (Employee Share Schemes) Instrument 2022/1021 and any other relevant modification made by ASIC and any other statute, rules or regulations that are binding on the Company in respect of the PROP.
Limit on Offers	Where the Company has relied or intends relying on the Class Order to make an Offer, the Company must have reasonable grounds to believe, when making an Offer, that the number of Shares to be received on exercise of Awards offered under an Offer, when aggregated with the number of Shares issued or that may be issued as a result of offers made in reliance on the Class Order at any time during the previous 3 year period under an employee incentive scheme covered by the Class Order or an ASIC exempt arrangement of a similar kind to an employee incentive scheme, will not exceed 5% of the total number of Shares on issue at the date of the Offer.
Issue Price	Unless the Awards are quoted on the ASX or the Offer otherwise provides, Awards issued under the PROP will be issued for no more than nominal cash consideration.
Exercise Price	The Board may determine the Option exercise price (if any) for an Option offered under that Offer in its absolute discretion. To the extent the ASX Listing Rules specify or require a minimum price, the Option exercise price in respect of an Option offered under an Offer must not be less than any minimum price specified in the ASX Listing Rules.
Vesting Conditions	In respect of any Award, any condition set out in the Offer which must be satisfied (unless waived in accordance with the PROP) before that Award can be

	exercised or any other restriction on exercise of that Award specified in the Offer or in the PROP (**Vesting Conditions**).
Vesting	The Board may in its absolute discretion (except in respect of a change of control occurring where Vesting Conditions are deemed to be automatically waived) by written notice to a Participant (being an Eligible Participant to whom Awards have been granted under the PROP or their nominee where the Awards have been granted to the nominee of the Eligible Participant (Relevant Person)), resolve to waive any of the Vesting Conditions applying to Awards due to: (a) special circumstances arising in relation to a Relevant Person in respect of those Awards, being: (i) a Relevant Person ceasing to be an Eligible Participant due to: (A) death or total or permanent disability of a Relevant Person; or (B) retirement or redundancy of a Relevant Person; (ii) a Relevant Person suffering severe financial hardship; (iii) any other circumstance stated to constitute "special circumstances" in the terms of the relevant Offer made to and accepted by the Participant; or (iv) any other circumstances determined by the Board at any time (whether before or after the Offer) and notified to the Relevant Participant which circumstances may relate to the Participant, a class of Participant, including the Participant or particular circumstances or class of circumstances applying to the Participant; or (A) a change of control occurring; or (B) the Company passing a resolution for voluntary winding up, or an order is made for the compulsory winding up of the Company.
Lapse of an Award	An Award will lapse upon the earlier to occur of: (a) an unauthorised dealing in, or hedging of, the Award occurring; (b) a vesting condition in relation to the Award is not satisfied by the due date, or becomes incapable of satisfaction, as determined by the Board in its absolute discretion, unless the Board exercises its discretion to waive the vesting condition and vest the Award; (c) in respect of an unvested Award only, a Relevant Person ceases to be an Eligible Participant, unless the Board: (i) exercises its discretion to vest the Award; or (ii) in its absolute discretion, resolves to allow the unvested Award to remain unvested after the Relevant Person ceases to be an Eligible Participant; (d) in respect of a vested Award only, a Relevant Person ceases to be an Eligible Participant and, where required by the Board in its absolute discretion, the vested Performance Right is not exercised within a one (1) month period (or such other period as the Board determines) as notified by the Board to the Participant after the date the Relevant Person ceases to be an Eligible Participant; (e) the Board deems that an Award lapses due to fraud, dishonesty or other improper behaviour of the holder/Eligible Participant; (f) the Company undergoes a change of control or a winding up resolution or order is made, and the Award does not vest; and (g) the expiry date of the Award.
Cashless exercise facility	If an Eligible Participant wishes to exercise some or all of their vested Options, they may, subject to Board approval, elect to pay the Option exercise price by using a cashless exercise facility, which entitles an Eligible Participant to set-

	off the Option exercise price against the number of Shares which the Participant is entitled to receive upon exercise of the Options as follows: (a) the aggregate total Option exercise price otherwise payable in respect of all vested Options exercised, less the aggregate total market value of Shares as at the date the vested Option is exercised that would otherwise be issued or transferred on exercise of the vested Options, (b) divided by the market value of a Share as at the date the vested Option is exercised.
No transferrable	Awards are only transferrable in special circumstances or a change of control, and in either case with the prior written consent of the Board (which may be withheld in its absolute discretion) or by force of law upon death to the Participant's legal personable representative or upon bankruptcy to the Participant's trustee in bankruptcy.
Shares	All shares issued on exercise of an Award under the PROP will rank equally in all respects with the shares of the same class for the time being on issue except as regards any rights attaching to such shares by reference to a record date prior to the date of their issue.
Sale Restrictions	The Board may, in its discretion, determine at any time up until exercise of Awards, that a restriction period will apply to some or all of the shares issued to an Eligible Participant (or their eligible nominee) on exercise of those Awards up to a maximum of five (5) years from the grant date of the Awards. In addition, the Board may, in its sole discretion, having regard to the circumstances at the time, waive any such restriction period determined.
No Participation Rights	There are no participation rights or entitlements inherent in the Awards and Participants will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Awards without exercising the Award.
Change in exercise price of number of underlying securities	An Award does not confer the right to a change in exercise price or in the number of underlying Shares over which the Award can be exercised.
Reorganisation	If, at any time, the issued capital of the Company is reorganised (including consolidation, subdivision, reduction or return), all rights of a holder of an Award are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reorganisation.
Trust	The Board may, at any time, establish a trust for the sole purpose of acquiring and holding Shares in respect of which a Participant may exercise, or has exercised, vested Awards, including for the purpose of enforcing the disposal restrictions and appoint a trustee to act as trustee of the trust. The trustee will hold the Shares as trustee for and on behalf of a Participant as beneficial owner upon the terms of the trust. The Board may at any time amend all or any of the provisions of the PROP to effect the establishment of such a trust and the appointment of such a trustee.

Notice of Annual General Meeting 2025

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