

ANAECO LIMITED
ABN 36 087 244 228

NOTICE OF ANNUAL GENERAL MEETING

This Notice of Annual General Meeting is an important document and requires your immediate attention. Please read it carefully. If you are in doubt as to what you should do, please consult your investment or other professional adviser.

**For an Annual General Meeting to be held on Tuesday 5 December 2023 at
4:00pm (AEDT) at Level 29, 101 Collins Street, Melbourne, Victoria**

ANAECO LIMITED
ABN 36 087 244 228

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of shareholders of AnaeCo Limited (**Company**) will be held at Level 29, 101 Collins Street, Melbourne, Victoria 3000 at 4:00pm (AEDT) on 5 December 2023.

The Explanatory Statement which accompanies and forms part of this Notice describes the matters to be considered at the Meeting.

AGENDA

1. Financial statements and other reports

To receive and consider the financial statements of the Company for the financial year ended 30 June 2023, together with the related Directors' Declaration, Directors' Report and Auditor's Report.

2. Resolution 1 – Re-election of Director – Martin Casey

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

“That, for the purpose of clause 11.3 of the Constitution and for all other purposes, Martin Casey, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

3. Resolution 2 – Re-election of Director – Peter Landos

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

“That, for the purpose of clause 11.3 of the Constitution and for all other purposes, Peter Landos, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

4. Resolution 3 – Re-election of Director – Craig Smith

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

“That, for the purpose of clause 11.3 of the Constitution and for all other purposes, Craig Smith, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

5. Business update

The Chair will provide a few remarks on the completion of post-Administration matters, the status of repurposing opportunities for the Company and other pertinent matters.

6. Questions and answers

The Chair will conclude with a questions and answers session to allow duly registered shareholders and or representatives to ask questions.

DATED 6 NOVEMBER 2023

BY ORDER OF THE BOARD



CRAIG SMITH
COMPANY SECRETARY

EXPLANATORY STATEMENT

This Explanatory Statement and all attachments are important documents. They should be read carefully.

If you have any questions regarding the matters set out in this Explanatory Statement or the preceding Notice, please contact the Company, your stockbroker or other professional adviser.

In accordance with the Constitution, the business of the Annual General Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2023 together with the Directors' Report and the Auditor's Report.

Item 1: Reports and Accounts

During this item there will be an opportunity for shareholders at the meeting to ask questions and comment on the Financial Statements of the Company for the financial year ended 30 June 2023, together with the related Directors' Report and Auditor's Report. No resolution will be required to be passed on this matter.

From the link <https://www.anaeco.com.au/company-reports/> shareholders can access all audited financial statements completed since the Company was placed into Administration in 2018.

The Company has elected to make all financial accounts available electronically only, however, should any shareholder wish for a printed copy they should email their request to contact@thorney.com.au.

Item 2: Resolution 1 – Re-election of Director – Martin Casey

Clause 11.3 of the Constitution requires that at the Company's annual general meeting, one-third of the Directors must retire from office. It is proposed that all directors retire and stand for re-election in 2023.

A Director who retires by rotation under clause 11.3 of the Constitution is eligible for re-election.

Mr Martin J Casey was appointed a director of the Company on 15 November 2018.

Mr Casey is a corporate adviser, with experience as an investment banker and qualified lawyer and he advises a number of clients including Thorney Investment Group.

Mr Casey is a current director of Thorney Technologies Ltd, ADG Global Supply Limited and also a partner in VC technology fund Rampersand. Mr Casey was previously a Director of Corporate Advisory at investment bank Credit Suisse and before that, a partner in an international law firm, (now Norton Rose Fulbright).

This Resolution is an ordinary resolution.

The Board (excluding Mr Casey) recommends that Shareholders vote in favour of this Resolution. The Chair intends to vote undirected proxies in favour of this Resolution.

Item 3: Resolution 2 – Re-election of Director – Peter Landos

Clause 11.3 of the Constitution requires that at the Company's annual general meeting, one-third of the Directors must retire from office. It is proposed that all directors retire and stand for re-election in 2023.

A Director who retires by rotation under clause 11.3 of the Constitution is eligible for re-election.

Mr Peter Landos was appointed a director of the Company on 18 November 2020.

Mr Landos is current Chief Operating Officer of Thorney Investment Group of Companies, which he joined in 2000. Prior to joining, Mr Landos previously worked at Macquarie Bank Limited.

Mr Landos has extensive business and corporate experience, specialising in advising boards and management in mergers and acquisitions, divestments, business restructuring and capital markets. Mr Landos is a non-executive director of Adacel Technologies and Gale Pacific Limited.

This Resolution is an ordinary resolution.

The Board (excluding Mr Landos) recommends that Shareholders vote in favour of this Resolution. The Chair intends to vote undirected proxies in favour of this Resolution.

Item 4: Resolution 3 – Re-election of Director – Craig Smith

Clause 11.3 of the Constitution requires that at the Company's annual general meeting, one-third of the Directors must retire from office. It is proposed that all directors retire and stand for re-election in 2023.

A Director who retires by rotation under clause 11.3 of the Constitution is eligible for re-election.

Mr Craig Smith was appointed a director and secretary of the Company on 15 November 2018.

Mr Smith has been Company Secretary of Thorney Investment Group (since 2008), and the ASX listed investment companies, Thorney Opportunities Ltd (since 2013) and Thorney Technologies (since 2016).

He has formerly acted as Chief Financial Officers and Company Secretary of Baxter Group Limited and Tolhurst Noall Limited.

This Resolution is an ordinary resolution.

The Board (excluding Mr Smith) recommends that Shareholders vote in favour of this Resolution. The Chair intends to vote undirected proxies in favour of this Resolution.

HOW TO ASK QUESTIONS

Shareholders can submit questions:

	By no later than 4:00pm (AEDT) on Sunday, 3 December 2023 By any of the following means:
Ahead of the meeting:	Electronically Via email to contact@thorney.com.au ; or
	By mail Mailing questions to Computershare Investor Services Pty Limited, GPO Box 242, Melbourne, Victoria 3001 Australia or faxing to 1300 850 505 (within Australia) or +613 9415 4000 (outside Australia).
On the day of the meeting:	Shareholders who have registered at the meeting will be able to ask questions during the questions and answers section of the meeting.
	To ask a question on the day, raise your card, wait for the chair of the meeting to acknowledge you, and then state your name and the name of the registered shareholder being represented and ask your question.

ENQUIRIES

Shareholders are invited to contact Craig Smith (Company Secretary) on +613 9921 7116 if they have any queries in respect of the matters set out in these documents.

GLOSSARY

\$ means Australian dollars.

Annual General Meeting means the meeting convened by the Notice.

AEDT means Australian Eastern Daily Savings Time as observed in Melbourne, Victoria.

Board means the board of directors of the Company.

Chair means the chair of the Annual General Meeting.

Company means AnaeCo Limited (ABN 36 087 244 228).

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

Directors mean the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

Notice or **Notice of Annual General Meeting** means this notice of annual general meeting including the Explanatory Statement and the Proxy Form.

Proxy Form means the proxy form accompanying the Notice.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of a Share.