



Annual General Meeting

Wednesday 29 November 2023



Technical issues – need help?

If you experience any technical difficulties using the Online Platforms during the AGM, please contact Seeing Machines' share registry, Computershare, on:

+61 3 9415 4024

Agenda

- Welcome and introductions
- Chair address
- Meeting formalities (Voting & Q&A)
- Formal business
 - Financial Statements, Reports and Resolutions
- Meeting close

CHAIR'S ADDRESS

MEETING FORMALITIES

Online - how you can vote and ask questions

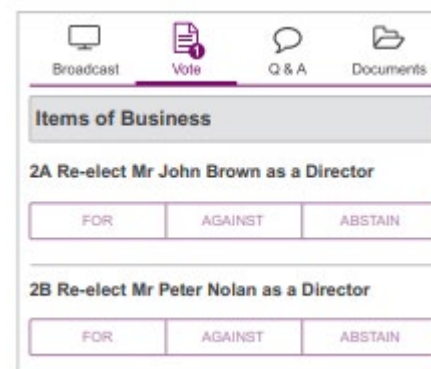
VOTE via the Online Voting Platform



When the Chair declares the poll open, select the 'Vote' icon and the voting options will appear on your screen.

To vote, select your voting direction. A tick will appear to confirm receipt of your vote.

To change your vote, select 'Click here to change your vote' and press a different option to override.



IMPORTANT: ensure that there is a tick against each of the resolutions before disconnecting from the AGM!

ASK QUESTIONS via Teams (oral & written)

- **Written:** please use the chat box shown on the screen to type your question.
- Ensure you include your registered holder name
- At the appropriate time, your question will be read out by the Company Secretary.

Having technical issues?: Call Computershare on +61 3 9415 4024

In person - how you can vote and ask questions

VOTE

- Please complete the voting instructions on your attendance card
- These will be collected at the end of the AGM, when requested by the Chair
- If you need assistance, please see the registration desk staff (located at the entry of the room)

ASK QUESTIONS

- When invited by the Chair please raise your attendance card
- Please wait for the Chair to invite you to speak – remember you ***will be speaking live*** on the AGM webcast

FORMAL BUSINESS

Financial Statements and Reports

To receive and consider the Financial Statements of the Company and its controlled entities for the financial year ended 30 June 2023, together with the Directors' Report and the Independent Auditor's Report.

There is no requirement for shareholders to vote on this item.

Questions for the Board, CFO or the Auditor are welcome.

Resolution 1

Re-election of Director – Kate Hill

“That Kate Hill, who retires in accordance with Rule 6.4(a) of the Constitution and, being eligible, offers herself for re-election, be re-elected as a Director of the Company.”

Proxies received	FOR	AGAINST	ABSTAIN	OPEN*
Number of votes	1,510,990,086	370,819,481	1,000	5,000
Percentage of votes (%)	80.29	19.71	N/A	0.00

Notes: Proxies received as at 5:00pm (Canberra time) on Monday, 27 November 2023.

*The Chair of the AGM intends to vote all available proxies in favour of all resolutions.

Resolution 2

Re-election of Director – John Murray

“That John Murray, who retires in accordance with Rule 6.4(a) of the Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.”

Proxies received	FOR	AGAINST	ABSTAIN	OPEN*
Number of votes	1,880,302,911	1,051,752	455,904	5,000
Percentage of votes (%)	99.94	0.06	N/A	0.00

Notes: Proxies received as at 5:00pm (Canberra time) on Monday, 27 November 2023.

*The Chair of the AGM intends to vote all available proxies in favour of all resolutions.

Resolution 3

Election of Director – Stephane Vedio

“That Stephane Vedio, who was appointed by the Board as an additional director on 25 October 2023 and retires in accordance with Rule 6.2(c) of the Constitution and, being eligible, offers himself for election, be elected as a Director of the Company.”

Proxies received	FOR	AGAINST	ABSTAIN	OPEN*
Number of votes	1,880,017,478	203,086	1,590,003	5,000
Percentage of votes (%)	99.99	0.01	N/A	0.00

Notes: Proxies received as at 5:00pm (Canberra time) on Monday, 27 November 2023.

*The Chair of the AGM intends to vote all available proxies in favour of all resolutions.

Resolution 4

Approval of the 2023 Employee Benefits Plan

“That, for the purposes of Rule 2.1(c)(viii) of the Constitution and for all other purposes, approval is given for the issue of securities under the Seeing Machines Limited 2023 Employee Benefits Plan, as amended from time to time, as an exception to Rule 2.1(b) of the Constitution, on the terms described in the Explanatory Statement.”

Proxies received	FOR	AGAINST	ABSTAIN	OPEN*
Number of votes	1,863,132,258	18,022,848	655,461	5,000
Percentage of votes (%)	99.04	0.96	N/A	0.00

Notes: Proxies received as at 5:00pm (Canberra time) on Monday, 27 November 2023.

*The Chair of the AGM intends to vote all available proxies in favour of all resolutions.

Resolution 5

Approval to Issue Rights to Managing Director

"That, for the purposes of Section 208 of the Corporations Act 2001 (Cth) and for all other purposes, approval is given for the Company to issue to Mr Paul McGlone (and/or his nominee) 10,000,000 rights on the terms and conditions in the Explanatory Statement."

Proxies received	FOR	AGAINST	ABSTAIN	OPEN*
Number of votes	1,853,211,877	27,762,097	836,593	5,000
Percentage of votes (%)	98.52	1.48	N/A	0.00

Notes: Proxies received as at 5:00pm (Canberra time) on Monday, 27 November 2023.

*The Chair of the AGM intends to vote all available proxies in favour of all resolutions.

GENERAL QUESTIONS

Warning – polls closing soon (please submit your votes)

MEETING & POLL CLOSE

Thank you



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Canberra ACT 2609

seeingmachines.com

Technical Issues

We are experiencing technical difficulties, which we are currently fixing so we can hold an inclusive AGM

PLEASE STAND BY