Notice of Annual Meeting 2026

Locate Technologies Limited (NZX: LOC)

Date	Monday 23 November 2026
Time	12.00pm (NZDT) — 10.00am (AEDT)
Online	Live via the MUFG Corporate Markets virtual meeting platform at www.virtualmeeting.co.nz/loc26
Proxy deadline	12.00pm (NZDT) / 10.00am (AEDT) Saturday 21 November 2026 Shareholders are encouraged to submit their proxy appointments by 3.00pm (NZDT) / 1.00pm (AEDT) on Friday 20 November 2026 to assist with processing.

This is an important document. If you are in any doubt about what to do, consult your financial, legal or other professional adviser.

Shareholders who cannot attend are encouraged to appoint a proxy or representative. Proxy appointments can be made online or by returning the enclosed Proxy and Voting Form so that it is received by the proxy deadline above.

NZ RegCo has provided written confirmation that it does not object to this notice of meeting pursuant to Listing Rule 7.1.1. However, NZ RegCo accepts no responsibility for any statement in this notice of meeting.

Letter from the Chair

Dear Shareholder,

On behalf of the Board, I am pleased to invite you to the 2026 Annual Meeting of Locate Technologies Limited, our first since listing on the NZX Main Board in December 2025.

The meeting will be held online only at 12.00pm (NZDT) on Monday 23 November 2026. You can watch live, vote and ask questions from anywhere, or vote in advance by proxy. A guide to online participation is included in this notice.

Steve Orenstein, our Managing Director and Chief Executive Officer, and I will update you on the Group's performance for the year ended 30 June 2026 and our priorities ahead, followed by your questions.

Shareholders are asked to consider eight resolutions:

- re-electing Janine Grainger, Brett O'Riley and myself as Directors;
- authorising the Board to fix the auditor's fees and expenses;
- ratifying shares issued under the Company's At-the-Market facility and shares issued to Pure Asset Management; and
- approving options for Non-Executive Directors Brett O'Riley and Janine Grainger, vesting on continued service only.

We look forward to welcoming you online.

Yours sincerely,

Drew Kelton

Independent Chair

Director Options at a Glance

Resolutions 7 and 8 ask shareholders to approve options for Brett O'Riley and Janine Grainger. This page summarises the proposal. The full detail is in the Explanatory Notes, the option terms are in Appendix A and the valuation is in Appendix B.

What is proposed	Up to 500,000 options each for Brett O'Riley (Resolution 7) and Janine Grainger (Resolution 8), 1,000,000 in total. Each option can be exercised for one ordinary share.
Why these two Directors	Drew Kelton and Michael Rosenbaum were granted options in September 2021 and December 2024, before the Company listed on the NZX. The September 2021 options expired on 10 September 2026. Brett O'Riley and Janine Grainger do not currently hold options. These grants bring them broadly into line. The December 2024 options vest half on continued service and half on revenue hurdles; the options now proposed vest on continued service only. No further options are proposed for Drew Kelton or Michael Rosenbaum.
Why options	A modest equity stake aligns Directors' interests with shareholders' and lets the Company attract and retain Directors while conserving cash. The options are in addition to cash fees, and no increase to the Directors' fee pool is proposed.
Exercise price	NZ$0.15 per share, a premium of 275% to the 20-day VWAP of NZ$0.04. The options have value only if the share price rises above that level.
Vesting	One-third each year over three years, based only on continued service as a Director. There are no performance hurdles, consistent with NZX Corporate Governance Code Recommendation 5.1, which states that performance-linked remuneration for non-executive directors may bias decision-making.
Expiry	Four years after grant. Unvested options lapse if the Director leaves the Board.
Conditional on re-election	Brett O'Riley's options are granted only if he is re-elected under Resolution 3, and Janine Grainger's only if she is re-elected under Resolution 1.
Cost and dilution	Indicative value of NZ$0.020626 per option, NZ$20,626 in total. If all options were exercised, the new shares would represent about 0.32% of the shares now on issue.
Safeguards	A separate resolution for each Director. Brett O'Riley and Janine Grainger cannot vote in favour of their own grant. The proposal is recommended by the three Directors who are not participating.
If not approved	The options will not be issued to that Director. The Board may consider other remuneration within the existing fee pool or return to shareholders with an alternative proposal.

Recommendation. Drew Kelton, Michael Rosenbaum and Steve Orenstein unanimously recommend that shareholders vote in favour of Resolutions 7 and 8. Brett O'Riley and Janine Grainger make no recommendation on the resolutions relating to them.

Notice of Annual Meeting

Notice is given that the Annual Meeting of shareholders of Locate Technologies Limited (**Company**) will be held at **12.00pm (NZDT) on Monday 23 November 2026** as an online-only meeting through the MUFG Corporate Markets virtual meeting platform. There is no physical venue.

Business

A. Chair's and Managing Director's addresses

B. Annual report

To receive and consider the annual report of the Company for the year ended 30 June 2026, including the financial statements and the auditor's report. No resolution is required.

C. Resolutions

To consider and, if thought fit, pass the following resolutions, each as an ordinary resolution:

Resolution 1 — Re-election of Janine Grainger as a Director

> That Janine Grainger, who retires in accordance with Listing Rule 2.7.1 and, being eligible, offers herself for re-election, be re-elected as a Director of the Company.

Resolution 2 — Re-election of Drew Kelton as a Director

> That Drew Kelton, who retires voluntarily and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.

Resolution 3 — Re-election of Brett O'Riley as a Director

> That Brett O'Riley, who retires voluntarily and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.

Resolution 4 — Auditor's fees and expenses

> That the Board be authorised to fix the fees and expenses of the Company's auditor for the year ending 30 June 2027.

Resolution 5 — Ratification of the prior issue of 1,133,212 ordinary shares to Novus Capital Limited under NZX Listing Rule 4.5.1(c)

> That, for the purposes of Listing Rule 4.5.1(c) and for all other purposes, the issue of 1,133,212 fully paid ordinary shares to Novus Capital Limited (or its nominee) under the Company's At-the-Market facility, on 15 July 2026 at NZ$0.08 per share, be ratified.

Resolution 6 — Ratification of the prior issue of 10,000,000 ordinary shares to Pure Asset Management Pty Ltd under NZX Listing Rule 4.5.1(c)

> That, for the purposes of Listing Rule 4.5.1(c) and for all other purposes, the issue on 1 July 2026 of 10,000,000 fully paid ordinary shares to Pure Asset Management Pty Ltd as trustee for The Income and Growth Fund, at an implied issue price of NZ$0.0676 per share in consideration for the release in full of the Company's Locate2u revenue royalty buyout obligation, be ratified.

Resolution 7 — Approval of the issue of up to 500,000 options to Brett O'Riley under NZX Listing Rules 2.11.1 and 4.2.1

> That, subject to Resolution 3 being passed, for the purposes of Listing Rules 2.11.1 and 4.2.1 and for all other purposes, the issue of up to 500,000 options to acquire ordinary shares in the Company to Brett O'Riley (or his nominee), on the terms set out in the Explanatory Notes and Appendix A, be approved.

Resolution 8 — Approval of the issue of up to 500,000 options to Janine Grainger under NZX Listing Rules 2.11.1 and 4.2.1

> That, subject to Resolution 1 being passed, for the purposes of Listing Rules 2.11.1 and 4.2.1 and for all other purposes, the issue of up to 500,000 options to acquire ordinary shares in the Company to Janine Grainger (or her nominee), on the terms set out in the Explanatory Notes and Appendix A, be approved.

D. General business

To consider any other business that may lawfully be brought before the meeting.

Voting restrictions

The persons listed below are disqualified by Listing Rule 6.3.1 from voting in favour of the relevant resolution. Any vote they cast in favour will be disregarded. A disqualified person may act as proxy for a shareholder who is not disqualified, but only in accordance with that shareholder's express direction (Listing Rule 6.3.3).

Resolution	Persons disqualified from voting in favour
1 to 4	None
5	Novus Capital Limited, its nominee Novus Capital Nominees Pty Ltd, any other person to whom the ratified shares were issued, and their Associated Persons
6	Pure Asset Management Pty Ltd as trustee for The Income and Growth Fund, any other person to whom the ratified shares were issued, and their Associated Persons
7	Brett O'Riley and his Associated Persons
8	Janine Grainger and her Associated Persons

By order of the Board

Drew Kelton
Independent Chair

6 November 2026

Explanatory Notes

These notes form part of the Notice of Annual Meeting. Each resolution is an ordinary resolution, requiring approval by a simple majority of the votes of shareholders entitled to vote and voting on it.

Resolutions 1 to 3 — Re-election of Directors

Listing Rule 2.7.1 provides that a Director must not hold office, without re-election, past the third annual meeting following their appointment or three years, whichever is longer. However, a Director appointed by the Board must not hold office (without re-election) past the next annual meeting following the Director's appointment. Janine Grainger was appointed by the Board on 29 September 2025 and is required to retire at this meeting under that rule. Drew Kelton and Brett O'Riley have been Directors since the Company was incorporated on 11 September 2025. They were not appointed by the Board, so they are not yet required to retire under Listing Rule 2.7.1. They are retiring voluntarily so that shareholders can vote on their appointment at the Company's first annual meeting since listing, and so that the Directors in office at incorporation do not all fall due for re-election at the same meeting in future years. Each is eligible and offers themselves for re-election.

Director nominations. The Company announced on 8 October 2026 that nominations for election as a Director closed on Thursday 22 October 2026. No nominations were received by the closing date.

Independence. The Board has determined that Janine Grainger, Drew Kelton and Brett O'Riley would each, if re-elected, continue to qualify as Independent Directors. In reaching that view the Board had regard to each of the factors in Table 2.4 of the NZX Corporate Governance Code and determined that none of those factors applies to any of them. This statement is made for the purposes of Listing Rule 7.8.3(a).

Janine Grainger — Independent Non-Executive Director

Janine Grainger is a fintech entrepreneur and business leader with extensive experience in strategy, finance and technology.

Janine co-founded Easy Crypto, growing the business to more than 250,000 customers and over NZ$4 billion in transactions. As Chief Executive Officer, she was responsible for the company's financial management and reporting, led its Series A capital raise and oversaw its successful exit in 2025.

Janine was appointed to the Board of Locate Technologies Limited on 29 September 2025 and currently chairs the Audit and Risk Committee. She is also a member of the Remuneration and Nomination Committee.

The Board considers Janine to be an Independent Director. Having been appointed by the Board, she retires and offers herself for re-election at the 2026 Annual Meeting under Listing Rule 2.7.1.

Drew Kelton — Independent Chair

Drew is a global business leader with extensive experience in the information and communications technology and telecommunications sectors.

He is a non-executive director of Superloop, and has previously served as chair of Firstwave Cloud Technology and as a director of Megaport. His executive career includes senior roles with Docusign, T-Mobile USA, Bharti Airtel and Telstra.

Drew has been a Director of Locate Technologies Limited since its incorporation on 11 September 2025 and serves as its Independent Non-Executive Chair. He is also a member of the Audit and Risk Committee and the Remuneration and Nomination Committee.

The Board considers Drew to be an Independent Director. He retires voluntarily and offers himself for re-election at the 2026 Annual Meeting.

Brett O'Riley — Independent Non-Executive Director

Brett O'Riley is an experienced business leader and director with extensive experience in corporate governance, strategic advisory and executive leadership.

Brett is Managing Director of O'Riley Consulting Group and serves on the boards of the Environmental Protection Authority and WorkSafe New Zealand. He is also Executive Chair of Nexttera and GSD Corporation, and a Director of Ora Pharm and Taiyung Investments.

Brett has been a Director of Locate Technologies Limited since its incorporation on 11 September 2025. He currently chairs the Remuneration and Nomination Committee and is a member of the Audit and Risk Committee.

The Board considers Brett to be an Independent Director. He retires voluntarily and offers himself for re-election at the 2026 Annual Meeting.

Board recommendation. The Board (other than the Director concerned, who abstains in respect of their own re-election) unanimously recommends that shareholders vote in favour of Resolutions 1, 2 and 3.

Resolution 4 — Auditor's fees and expenses

The Company's auditor is automatically reappointed under section 207T of the Companies Act 1993. Section 207S of that Act provides that the fees and expenses of the auditor are to be fixed by the Company at the annual meeting or in such manner as the Company determines at the meeting. Resolution 4 authorises the Board to fix them, which is the usual practice for NZX-listed companies.

Resolution 4 refers to the Company's auditor rather than naming the firm. The authority will therefore extend to any auditor appointed by the Board to fill a vacancy in the office of auditor during the year, without a further shareholder resolution.

Board recommendation. The Board unanimously recommends that shareholders vote in favour of Resolution 4.

Resolutions 5 and 6 — Ratification of prior share issues

Background

Listing Rule 4.5.1 allows the Company to issue new ordinary shares without shareholder approval, provided the number issued under that rule in any 12-month period does not exceed 15% of the shares on issue at the start of the period (plus certain adjustments). Shares issued under Rule 4.5.1 that are subsequently ratified by shareholders under Rule 4.5.1(c) are added back to that capacity. Ratification therefore restores the Company's ability to issue shares under the 15% limit without shareholder approval.

In November 2025 the Company established an At-the-Market facility with Novus Capital Limited (**ATM Facility**) through an offer made under a product disclosure statement dated 3 November 2025. Under the ATM Facility, Novus sells shares on market at prevailing prices and the Company issues new shares to Novus to replenish the shares sold. Shares sold under the ATM Facility are available to all investors on market.

Shares to be ratified

The following shares were issued under Listing Rule 4.5.1 to Novus (or its nominee) under the ATM Facility (Resolution 5) and to Pure Asset Management Pty Ltd as trustee for The Income and Growth Fund (PURE) (Resolution 6):

Date of issue	Number of shares	Issue price	Total consideration
15 July 2026 (Novus)	1,133,212	NZ$0.08	NZ$90,656.96
1 July 2026 (PURE)	10,000,000	NZ$0.0676 (implied)	NZ$676,128 (non-cash)
Total	**11,133,212**		**NZ$766,784.96**

The information required by Listing Rule 7.8.4 is as follows. The shares are fully paid ordinary shares ranking equally with all other ordinary shares. They were issued to Novus Capital Limited (or its nominee), which is not a Director or an Associated Person of the Company or any Director. They were issued for cash at the prices shown above, which reflected the prices at which the corresponding shares were sold on market under the ATM Facility. The proceeds were applied to support the Group's growth initiatives.

The 10,000,000 shares issued to PURE on 1 July 2026 are fully paid ordinary shares ranking equally with all other ordinary shares. They were issued for non-cash consideration: the release and extinguishment in full of the Company's Locate2u revenue royalty buyout obligation to PURE of A$558,783.68 (approximately NZ$676,128 at an AUD:NZD rate of 1.21), under the Royalty Buyout and Conversion Deed between the Company and PURE. This equates to an implied issue price of NZ$0.0676 per share. PURE is a lender to and an existing shareholder of the Company.

Placement capacity. Under Listing Rule 4.5.1, the Company's 15% placement capacity is calculated on the 58,333,333 ordinary shares on issue when the Company listed on the NZX on 3 December 2025, plus the 239,310,500 ordinary shares issued on implementation of the scheme of arrangement in December 2025, less the 442,946 shares bought back and cancelled since listing. On that base of 297,200,887 shares, the Company's placement capacity is 44,580,133 shares. The 1,133,212 shares issued to Novus represent 0.38%, and the 10,000,000 shares issued to PURE represent 3.36%, of that base. No other shares have been issued under Listing Rule 4.5.1 since listing. If Resolutions 5 and 6 are passed, the Company's remaining placement capacity as at the date of this notice will be 44,580,133 shares (15%). If neither resolution is passed, it will be 33,446,921 shares (11.25%) until the 12-month period for each issue ends.

Why the Board is seeking ratification

The Board wishes to preserve flexibility to raise capital efficiently, including through the ATM Facility and other funding arrangements the Company may consider during the year. Refreshing the Rule 4.5.1 capacity allows the Board to act quickly when funding is required, while any issue remains subject to the Listing Rules, including the 15% limit itself.

If Resolutions 5 and 6 are not passed

The shares already issued remain validly issued. However, any shares that are not ratified will continue to count against the Company's 15% placement capacity under Listing Rule 4.5.1 for 12 months after they were issued (until 15 July 2027 for the Novus shares and 1 July 2027 for the PURE shares). During that period the Company would be unable to issue the maximum 15% permitted under Listing Rule 4.5.1. The Company would retain the ability to issue Equity Securities without shareholder approval as otherwise permitted by Listing Rule 4.1.2. Resolutions 5 and 6 are independent of each other.

Board recommendation. The Board unanimously recommends that shareholders vote in favour of Resolutions 5 and 6.

Resolutions 7 and 8 — Grant of options to Brett O'Riley and Janine Grainger

What is proposed

The Board proposes to grant options to Brett O'Riley and Janine Grainger as part of their remuneration, as follows:

Director	Options	Resolution
Brett O'Riley	500,000	7
Janine Grainger	500,000	8
Total	1,000,000	

Each option entitles the holder to acquire one ordinary share on payment of the exercise price of NZ$0.15. The options vest in three equal tranches on the first, second and third anniversaries of grant, subject only to the Director remaining in office, and expire four years after grant. The full terms are set out in Appendix A.

Each grant is conditional on the relevant Director being re-elected at this meeting: Resolution 7 on Resolution 3, and Resolution 8 on Resolution 1.

Why the Board is proposing the options

The Board considers that a modest equity component in Non-Executive Director remuneration aligns Directors' interests with those of shareholders and allows the Company to attract and retain Directors of the calibre it needs while conserving cash. Drew Kelton and Michael Rosenbaum were granted options in September 2021 and December 2024, before the Company's NZX listing. Brett O'Riley and Janine Grainger do not currently hold options, and these grants bring their remuneration broadly into line with the other Non-Executive Directors. No further options are proposed for Drew Kelton or Michael Rosenbaum. The exercise price of NZ$0.15 represents a premium of 275% to the volume weighted average price of the Company's shares over the 20 trading days to 3 November 2026 of NZ$0.04, so the options have value to the holder only if the share price increases.

How the number of options was set. The Board benchmarked the proposal against the options granted to Drew Kelton and Michael Rosenbaum in September 2021 and December 2024 under the employee option plans of the Company's Australian predecessor, which were exchanged one for one, on identical terms, for options in the Company under the scheme of arrangement. The September 2021 options (exercisable at NZ$0.207) expired unexercised on 10 September 2026. The December 2024 options are the closest comparison: they are exercisable at NZ$0.149, expire on 20 December 2029 and vest half on continued service and half on Board-approved revenue hurdles. The options now proposed have a similar exercise price (NZ$0.15) and a shorter four-year term, and vest on continued service only, for the reason explained below. The Board also considered the value of the options against each Director's cash fees. The indicative value of about NZ$10,313 per Director is about 19% of Brett O'Riley's Director fees for the year ended 30 June 2026, or about 6.5% a year when spread over the three-year vesting period, and a similar proportion of Janine Grainger's annualised fees. Brett O'Riley and Janine Grainger did not take part in the Board's consideration of, or vote on, the proposal.

Recommendation 5.1 of the NZX Corporate Governance Code recognises that equity-based remuneration is generally acceptable for non-executive directors, but recommends against performance-based remuneration because it may bias decision-making. For that reason, the options proposed carry service-based vesting only and no performance hurdles.

The options are in addition to the Directors' cash fees, which are paid within the aggregate fee pool previously approved by shareholders. No increase to that fee pool is proposed.

Information required by Listing Rule 7.8.4

- **Number:** up to 1,000,000 options in total, allocated as shown above, each exercisable into one ordinary share.
- **Parties:** each option is to be issued to the named Director (or his or her nominee). Each is a Director of the Company.

- **Purpose and consideration:** the options are issued as part of each Director's remuneration for services as a Director. No amount is payable on grant. The exercise price is payable in cash on exercise, and any exercise proceeds will be used for general working capital.
- **Price:** the exercise price is NZ$0.15 per share, subject to adjustment in accordance with the Listing Rules as described in Appendix A.
- **Timing:** the options will be issued within 10 Business Days after the meeting and in any event within 12 months after the resolutions are passed (Listing Rule 4.2.2).
- **Ranking:** shares issued on exercise will rank equally in all respects with the Company's existing ordinary shares.

Value and dilution

Using the Black-Scholes option pricing model, the indicative value of each option is NZ$0.020626, giving an indicative total value of NZ$20,626 for all options proposed. If all 1,000,000 options were exercised, the shares issued would represent approximately 0.32% of the 308,334,099 ordinary shares on issue as at 6 November 2026.

The Black-Scholes model is a widely used method of estimating the fair value of an option at the date it is granted. It takes into account the share price, the exercise price, the time to expiry, the expected volatility of the share price, the risk-free interest rate and expected dividends. The Company has used it because it is the method commonly applied to value share options under NZ IFRS 2 Share-based Payment, and it is the basis on which the cost of the options will be recognised in the Company's financial statements.

The Black-Scholes value was calculated using the following inputs. Appendix B sets out the full calculation, including how volatility was measured.

Valuation input	Value
Share price	NZ$0.04 (closing price, 3 November 2026)
Exercise price	NZ$0.15
Term	4 years
Risk-free rate	3.9% (New Zealand government bond yield, about four-year term)
Volatility	105% (annualised monthly returns on LOC shares on the NZX, December 2025 to September 2026)
Dividends	Nil
Value per option	NZ$0.020626
Total value (1,000,000 options)	NZ$20,626 (about NZ$10,313 per Director)

The value is sensitive to the volatility assumption, which was measured from approximate month-end prices over the ten months since the Company listed on the NZX.

Brett O'Riley and Janine Grainger do not currently hold any options. At 30 June 2026, Brett O'Riley held 200,000 ordinary shares and Janine Grainger held 500,000 ordinary shares. Their Director fees for the year ended 30 June 2026 were NZ$53,166 and NZ$44,780 (part year) respectively.

Appraisal Report

Waiver from Appraisal Report requirement

Because more than 50% of the securities to be issued under Resolutions 7 and 8 are to be acquired by Directors, Listing Rule 7.8.5(b) would ordinarily require this notice to be accompanied by an Appraisal Report.

On 4 November 2026, NZ RegCo granted the Company a waiver from Listing Rule 7.8.5(b) in respect of Resolutions 7 and 8. As a result, no Appraisal Report accompanies this notice. The waiver was granted on the following conditions:

(a) the Directors who do not participate in the proposed issue and who are independent (Drew Kelton and Michael Rosenbaum) certify to NZ RegCo that the terms and conditions of the proposed option grants are fair and reasonable to shareholders not associated with the participating Directors, and in the best interests of the Company and those shareholders; and

(b) this notice discloses the waiver and its conditions.

The certificate given by Drew Kelton and Michael Rosenbaum under condition (a) was released through the NZX market announcement platform with the waiver decision on 6 November 2026. The full waiver decision is available on the NZX website at https://www.nzx.com/instruments/LOC. Shareholders should take the waiver into account when deciding how to vote on Resolutions 7 and 8.

If Resolutions 7 and 8 are not passed

Resolutions 7 and 8 are independent of each other. If either resolution, or the re-election on which it depends, is not passed, the options will not be issued to that Director. The Board may then consider other forms of remuneration within the existing fee pool, or return to shareholders with an alternative proposal.

Board recommendation. Brett O'Riley and Janine Grainger have an interest in the outcome of Resolutions 7 and 8 and make no recommendation on them. The other Directors (Drew Kelton, Michael Rosenbaum and Steve Orenstein) unanimously recommend that shareholders vote in favour of Resolutions 7 and 8.

Procedural Notes

Who may vote

The Board has determined, in accordance with section 125 of the Companies Act 1993, that the shareholders entitled to vote at the meeting are those registered on the Company's share register at **5.00pm (NZDT) on Friday 20 November 2026**.

Voting by poll

In accordance with Listing Rule 6.1.1, voting on each resolution will be conducted by poll, on the basis of one vote for each share held. Shareholders attending online will be able to vote during the meeting when the Chair opens voting.

Proxies

A shareholder entitled to attend and vote may appoint a proxy to attend and vote in their place. A proxy need not be a shareholder. You may appoint the Chair of the meeting or any other person as your proxy.

Proxy appointments must be received by MUFG Corporate Markets no later than **12.00pm (NZDT) / 10.00am (AEDT) on Saturday 21 November 2026**, being 48 hours before the start of the meeting. Proxies can be lodged:

- **online** at https://nz.investorcentre.mpms.mufg.com/voting/LOC, using your CSN/Holder Number shown on your Proxy and Voting Form and your Authorisation Code (FIN);
- **by email** by sending a scanned copy of the completed form to meetings.nz@cm.mpms.mufg.com;
- **by post** to MUFG Corporate Markets, PO Box 91976, Auckland 1142; or
- **by hand** to MUFG Corporate Markets, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010.

> **If you do not name a proxy, or the proxy you name does not attend the meeting, the Chair of the meeting will act as your proxy and will vote only in accordance with your express directions.** In those circumstances the Chair will not exercise any discretion on your behalf and will not vote on any resolution for which you have not given a direction (Listing Rule 7.9.3).
>
> If you expressly appoint the Chair as your proxy and tick "Proxy discretion", the Chair intends to vote in favour of each resolution. If Brett O'Riley or Janine Grainger is appointed as proxy, they may vote on the resolution relating to their own options only in accordance with an express direction.

Corporate shareholders

A corporate shareholder may appoint a person to attend and vote on its behalf as its representative, in the same manner as it could appoint a proxy.

Questions

Shareholders may ask questions at the meeting through the online platform. Shareholders may also submit written questions in advance by completing the 'Shareholder Questions' section on the Proxy Form, online at https://nz.investorcentre.mpms.mufg.com/voting/LOC or by email to investor@locatetech.nz by **5.00pm (NZDT) on Friday 20 November 2026**. The Board will endeavour to address the main themes of the questions received at the meeting. The auditor will attend and be available to answer questions about the conduct of the audit and the content of the auditor's report.

Announcements

The Chair’s and Managing Director’s addresses and any presentation will be released through the NZX market announcement platform before the meeting begins, and the results of voting will be released promptly after it closes.

Guide to Participating Online

Shareholders and proxyholders can participate in the meeting online through the MUFG virtual meeting platform, using a computer, tablet or smartphone with a current web browser. Online participants can watch and listen to the meeting, vote and ask questions in real time.

Before the meeting

1. Go to www.virtualmeeting.co.nz/loc26. We recommend logging in at least 30 minutes before the meeting starts at 12.00pm (NZDT).
2. **Shareholders** log in with their CSN/Holder Number and Authorisation Code (FIN).
3. **Proxyholders** log in with the proxy number provided by MUFG Corporate Markets. Please contact MUFG at meetings.nz@cm.mpms.mufg.com or call +64 9 375 5998 before 5.00pm (NZDT) on Friday 20 November 2026 to obtain it.

Voting

The Chair will open voting at the start of the meeting and voting will remain open until 5 minutes after the meeting ends. Click ‘Get Voting Card’ within the virtual meeting platform before selecting For, Against or Abstain for each resolution and submit. You can change your vote until voting closes.

Asking questions

Written questions can be submitted at any time during the meeting through the questions function on the platform. Questions of a similar nature may be grouped, and the Chair will moderate questions so that as many shareholders as possible can be heard in the time available. Questions and answers will be made available on the Company’s website after the meeting.

Technical difficulties

If technical difficulties affect the meeting, the Chair may decide to adjourn the meeting or to continue it, having regard to the number of shareholders affected. To make sure your vote counts regardless, we recommend that shareholders who plan to attend online also lodge a proxy with voting directions by the proxy deadline.

For help on the day, contact MUFG Corporate Markets on +64 9 375 5998.

Appendix A — Terms of Director Options

Term	Detail
Number	Brett O'Riley 500,000; Janine Grainger 500,000.
Condition	Each grant is conditional on the relevant Director being re-elected at the 2026 Annual Meeting.
Entitlement	Each option entitles the holder to acquire one fully paid ordinary share in the Company.
Grant price	Nil. The options are granted as part of the Director's remuneration.
Exercise price	NZ$0.15 per share, payable in cash on exercise.
Vesting	One-third on each of the first, second and third anniversaries of the grant date, subject only to the holder remaining a Director of the Company on the relevant vesting date. There are no performance conditions.
Expiry	5.00pm (NZT) on the date four years after the grant date. Options not exercised by then lapse.
Cessation of office	Unvested options lapse when the holder ceases to be a Director. Vested options may be exercised until the earlier of the expiry date and the date six months after the holder ceases to be a Director.
Change of control	If a takeover offer for the Company becomes unconditional or a scheme of arrangement is implemented under which a person acquires more than 50% of the Company's ordinary shares, all unvested options vest.
Transfer and quotation	The options are not transferable, other than to the holder's nominee approved by the Board, and will not be quoted. The Company will apply for quotation of shares issued on exercise.
Ranking	Shares issued on exercise rank equally in all respects with the Company's existing ordinary shares.
Reorganisations	The options do not confer a right to participate in new issues unless exercised before the relevant record date. The exercise price or number of shares will be adjusted on a bonus issue, rights issue or reconstruction of capital in accordance with Listing Rule 6.5.
Trading	Shares acquired on exercise are subject to the Company's Securities Trading Policy. Holders must not hedge unvested options.
Issue date	Within 10 Business Days after the meeting and in any event within 12 months after the relevant resolution is passed.

Appendix B — Valuation of Director Options

This appendix sets out how the indicative value of the options proposed under Resolutions 7 and 8 was calculated, using the Black-Scholes option pricing model.

1. Black-Scholes calculation

Inputs: share price (S) NZ$0.04; exercise price (K) NZ$0.15; term (T) 4 years; risk-free rate (r) 3.9%; volatility (σ) 105%; no dividends. N( ) is the standard normal cumulative distribution function.

Step	Result
d1 = [ln(S ÷ K) + (r + σ² ÷ 2) × T] ÷ (σ × √T)	0.4949
d2 = d1 − σ × √T	−1.6051
N(d1)	0.6897
N(d2)	0.0542
Discount factor = e^(−r × T)	0.8556
Value per option = S × N(d1) − K × e^(−r × T) × N(d2)	**NZ$0.020626**

2. Value of the proposed issue

Director	Options	Indicative value
Brett O'Riley	500,000	NZ$10,313
Janine Grainger	500,000	NZ$10,313
Total	**1,000,000**	**NZ$20,626**

The 1,000,000 options represent 0.32% of the 308,334,099 ordinary shares on issue. The exercise price is 3.75 times the share price of NZ$0.04.

3. Volatility

Volatility was measured from the Company's month-end share price on the NZX since it listed on 3 December 2025. Monthly returns are the natural log of each month-end price divided by the previous one. Month-end prices are approximate, read from the NZX share price chart for LOC.

Month end	Share price (NZ$)	Monthly return
3 December 2025 (start)	0.080	—
31 December 2025	0.080	0.0%
31 January 2026	0.081	1.2%
28 February 2026	0.075	−7.7%
31 March 2026	0.057	−27.4%
30 April 2026	0.027	−74.7%
31 May 2026	0.041	41.8%
30 June 2026	0.045	9.3%
31 July 2026	0.044	−2.2%
31 August 2026	0.050	12.8%
30 September 2026	0.043	−15.1%

Result	Value
Number of monthly returns	10
Standard deviation of monthly returns	30.3%
Annualised volatility (monthly standard deviation × √12)	104.8%
Volatility used in the valuation (rounded)	**105%**

The measurement period is shorter than the four-year term of the options and includes the fall in the share price in April 2026 and the recovery in May 2026. The value of the options is sensitive to the volatility assumption.

Proxy and Voting Form

Locate Technologies Limited — Annual Meeting, 12.00pm (NZDT) Monday 23 November 2026

Shareholder name	
Shareholder Number (CSN)	

Step 1 — Appoint a proxy (optional)

I/We, being a shareholder of Locate Technologies Limited, appoint:

Name of proxy:

as my/our proxy to vote for me/us at the Annual Meeting to be held on Monday 23 November 2026 and at any adjournment. You may appoint the Chair of the meeting by writing "Chair of the meeting" above.

If you do not name a proxy, or your named proxy does not attend, the Chair of the meeting will be your proxy and will vote only in accordance with your express directions below.

Step 2 — Voting directions

Tick one box for each resolution. If you tick "Proxy discretion" your proxy may vote as they see fit, subject to the voting restrictions in the Notice of Meeting.

No.	Resolution	For	Against	Abstain	Proxy discretion
1	Re-election of Janine Grainger as a Director				
2	Re-election of Drew Kelton as a Director				
3	Re-election of Brett O'Riley as a Director				
4	Auditor's fees and expenses				
5	Ratification of issue of 1,133,212 shares to Novus Capital Limited (Rule 4.5.1(c)) *				
6	Ratification of issue of 10,000,000 shares to Pure Asset Management Pty Ltd (Rule 4.5.1(c)) *				
7	Approval of issue of up to 500,000 options to Brett O'Riley (Rules 2.11.1 and 4.2.1) *				
8	Approval of issue of up to 500,000 options to Janine Grainger (Rules 2.11.1 and 4.2.1) *				

* Voting restrictions apply. Novus Capital Limited, its nominee and their Associated Persons may not vote in favour of Resolution 5. Pure Asset Management Pty Ltd (as trustee for The Income and Growth Fund) and its Associated Persons may not vote in favour of Resolution 6. Each Director named in Resolutions 7 and 8 and their Associated Persons may not vote in favour of the resolution relating to that Director. A disqualified person may vote as proxy only in accordance with an express direction.

Step 3 — Shareholder questions (optional)

If you would like to ask a question at the meeting, write it below. Questions must be received by 5.00pm (NZDT) on Friday 20 November 2026.

Question(s):

Step 4 — Sign

Signature of shareholder / authorised signatory	Signature of joint shareholder / authorised signatory
Date:	Date:

Joint holders must each sign. A company must sign in accordance with its constitution or the Companies Act 1993. If signed under a power of attorney, a certificate of non-revocation must be attached unless already lodged with MUFG.

Lodge by 12.00pm (NZDT) / 10.00am (AEDT) Saturday 21 November 2026

Online: https://nz.investorcentre.mpms.mufg.com/voting/LOC | Email: meetings.nz@cm.mpms.mufg.com | Post: MUFG Corporate Markets, PO Box 91976, Auckland 1142 | Hand: Level 30, PwC Tower, 15 Customs Street West, Auckland 1010