5 November 2026

Annual General Meeting – Notice and Proxy Form

Dear Shareholder,

The Annual General Meeting (Meeting) of shareholders of Cogent Development Group Limited (Company) will be held at Suite 9, 330 Wattle Street, Ultimo NSW 2007 on 27 November 2026 at 09:00am (AEDT). The 2026 Annual Report is available on the Company's website via the following link: www.cogentdevt.com/announcements/.

In accordance with the Treasury Laws Amendment (2021 Measures No. 1) Act 2021, the Company will not be sending hard copies of the Notice of Meeting (Notice) to shareholders unless a shareholder has requested a hard copy. The Resolutions to be considered are as follows:

1. Adoption of the financial report, including the financial statements and auditors report for the year ended 30 June 2026.
2. To consider the re-election of Mr Gerald Woon as a director of the Company. Mr Woon retires in accordance with the requirement of Clause 14.4 of the Constitution, and being eligible, has offered himself for re-election.
3. To allow the Directors to review and appoint the auditors of the company for the 2027 financial year based on current needs and a competitive tender process.

A copy of a proxy form is attached for your convenience.

Shareholders are asked to complete and return the attached proxy form to the Company Secretary, by mail, by email or in person to:

Sarah Bichry
Suite 9, 330 Wattle Street,
Ultimo NSW 2007
sarah@hskauditors.com.au

Your proxy form must be received by 09:00am (AEDT) on 25 November 2026, being not less than 48 hours before the commencement of the Meeting. Any proxy forms received after that time will not be valid for the Meeting.

Shareholders may submit questions in advance of the Meeting by email to the Company Secretary at sarah@hskauditors.com.au by 09:00am (AEDT) on or before 25 November 2026. Shareholders who attend the Meeting can also submit/ ask questions during the meeting.

This Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

Yours sincerely,



Sarah Bichry
Company Secretary

Cogent Development

ABN 30 113 654 229

LODGE YOUR PROXY

BY MAIL / EMAIL
Cogent Development Group Limited
C/- Sarah Bichry
Suite 9, 330 Wattle St.,
Ultimo, NSW 2007
sarah@hskauditors.com.au

BY HAND
Sarah Bichry
Suite 9, 330 Wattle St.,
Ultimo, NSW 2007

ALL ENQUIRIES TO
Telephone: +61 478 141 674

PROXY FORM

I/We being a member(s) of Cogent Development Group Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

☐ **the Chairman of the Meeting (mark box)**

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy (an email will be sent to your appointed proxy with details on how to access the virtual meeting)

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **09:00am (AEDT) on 27 November 2026** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Chairman of the Meeting intends to vote available proxies in favour of each item of business.

STEP 2

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions

	For	Against	Abstain*
1. To adopt the financial report for the financial year ended 30 June 2026	☐	☐	☐
2. To re-elect as a Director, Gerald Woon	☐	☐	☐
3. To confirm the appointment of Trigons Business Advisory as auditor for the coming year and review for 2027	☐	☐	☐

* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, all shareholders must sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company. Your proxy will be sent a code via email within 24 hours prior to the AGM. This code is required to register to vote via the online portal during the Meeting. If you do not provide an email address, your proxy will need to contact the Company's share registry on the phone number provided on the top of this form, to retrieve the relevant code. If your proxy does not cast a vote on your behalf, your proxy appointment will revert to the Chairman.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

(a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

(b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all shareholders must sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting Virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received prior to admission in accordance with the Notice of Annual General Meeting.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed must be received at an address given below by **09:00am (AEDT) on 25 November 2026 ,** being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting. Proxy Forms may be lodged as follows.

BY MAIL / EMAIL

Cogent Development Group Limited
C/- Sarah Bichry
Suite 9, 330 Wattle St.,
Ultimo, NSW 2007
sarah@hskauditors.com.au

BY HAND

Sarah Bichry
Suite 9, 330 Wattle
St., Ultimo, NSW 2007

* During business hours (Monday to Friday, 9:00am-5:00pm)