

Notice of Annual General Meeting 2025

COLLINS FOODS LIMITED ACN 151 420 781



Dear Shareholder

NOTICE IS GIVEN THAT COLLINS FOODS LIMITED WILL HOLD ITS 2025 ANNUAL GENERAL MEETING AT 9.30AM (BRISBANE TIME) ON TUESDAY, 2 SEPTEMBER 2025

On behalf of the Board of Directors, we are pleased to invite you to the 2025 Annual General Meeting (**AGM**) of Collins Foods Limited (the **Company**), which will be held on Tuesday, 2 September 2025, commencing at 9.30am (Brisbane time) at the offices of Allens, Level 26, 480 Queen Street, Brisbane QLD 4000.

The Company recognises and respects the importance of the AGM to shareholders and will again hold a hybrid meeting, enabling participation either **in person** or **online**. The online platform will include facilities for shareholders to ask questions in relation to the business of the meeting and to vote in real time. Further details on these processes are set out in the Notice of Meeting.

A full copy of the Notice of Meeting, including details on how to participate and vote, is available at www.collinsfoods.com/agm2025.

The Directors encourage shareholders who are unable to attend the AGM in person to participate via the online platform. While shareholders will be able to vote online during the meeting, we encourage all shareholders to lodge a proxy ahead of the meeting regardless of whether they plan to attend online or in person. If you are unable to attend, please lodge your vote online at www.investorvote.com.au.

We also invite shareholders to submit questions in advance of the meeting. Questions may be submitted via the online shareholder question form on the Company's website at www.collinsfoods.com/agm2025 or when voting online at www.investorvote.com.au. To be addressed at the meeting, questions relevant to the business of the meeting should be submitted at least five business days in advance, by 5.00pm (Brisbane time) on Tuesday, 26 August 2025.

How to participate in the AGM online

Shareholders can participate in the AGM using one of the following methods:

- from a computer, by entering the URL in their browser: <https://meetnow.global/M2HN74Y>; or
- from a mobile device, by entering the URL in their browser: <https://meetnow.global/M2HN74Y>.

The online platform will allow shareholders to view the meeting, vote and ask questions in real time.

How to submit your vote in advance of the meeting

Proxy votes must be received by 9.30am (Brisbane time) on Sunday, 31 August 2025 to be valid for the meeting.

Instructions on how to appoint a proxy are available on the online voting website, www.investorvote.com.au.

A proxy may be appointed in a variety of ways, as described in the Notice of Meeting under the heading 'Voting by Proxy'.

Please refer to the Collins Foods Limited website for the following:

- a link from the 'Shareholder Services' page to our share registry, where you can register your email address to receive shareholder communications and access standard forms (including dividend advices, change of address forms and requests to consolidate holdings);
- the Collins Foods Limited Annual Report 2025 and Notice of Meeting 2025; and
- copies of news releases and financial presentations.

We encourage shareholders to check the Company's website at www.collinsfoods.com/agm2025 and the ASX announcements page regularly for any updates in relation to the AGM.

We look forward to continuing to engage with shareholders at the AGM.

Yours sincerely

Robert Kaye SC
Chair

25 July 2025

NOTICE IS GIVEN THAT COLLINS FOODS LIMITED (THE 'COMPANY') WILL HOLD ITS 2025 ANNUAL GENERAL MEETING AT 9.30AM (BRISBANE TIME) ON TUESDAY, 2 SEPTEMBER 2025

BUSINESS

The items of business set out below should be read in conjunction with the Explanatory Notes on pages 3 to 7, which forms part of this Notice of Meeting. The Chair will call a poll on all proposed resolutions.

ITEM 1: FINANCIAL AND OTHER REPORTS

To receive and consider the Financial Report, Directors' Report and Auditor's Report of the Company and its controlled entities for the financial period ended 27 April 2025.

Note: No resolution is required on this item of business.

ITEM 2: RE-ELECTION OF DIRECTOR — MARK HAWTHORNE

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

"That Mark Hawthorne who, having been elected on 2 September 2022 as a Director in accordance with the Company's constitution, retires as a Director of the Company and being eligible for re-election, be elected as a Director of the Company."

Note: No voting exclusion applies, and the candidate may validly cast a vote in respect of the resolution to elect them as a Director. In the interests of good corporate governance, Mark Hawthorne and his Associates will abstain from voting on the resolution relating to his re-election (except as a proxy for another person who is entitled to vote).

ITEM 3: RE-ELECTION OF DIRECTOR — KEVIN PERKINS

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

"That Kevin Perkins who, having been re-elected on 27 August 2021 as a Director in accordance with the Company's constitution, retires as a Director of the Company and being eligible for re-election, be elected as a Director of the Company."

Note: No voting exclusion applies, and the candidate may validly cast a vote in respect of the resolution to elect them as a Director. In the interests of good corporate governance, Kevin Perkins and his Associates will abstain from voting on the resolution relating to his re-election (except as a proxy for another person who is entitled to vote).

ITEM 4: ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass the following resolution as a non-binding ordinary resolution in accordance with section 250R(2) of the Corporations Act:

"That the Remuneration Report (which forms part of the Directors' Report) in respect of the period ended 27 April 2025 be adopted."

Note: This resolution is advisory only and does not bind the Directors or the Company.

ITEM 5: APPROVE GRANT OF PERFORMANCE RIGHTS TO XAVIER SIMONET

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

"That:

- a. *for the purpose of Listing Rule 10.14 and for all other purposes, approval is given for the grant of 140,579 Performance Rights, to the Managing Director and Chief Executive Officer of the Company, Xavier Simonet and for the issue of Shares upon exercise of those Performance Rights; and*
- b. *for the purpose of section 200E of the Corporations Act, approval is given to the giving of a benefit to the Managing Director and Chief Executive Officer of the Company, Xavier Simonet, in connection with any vesting of those Performance Rights on the cessation of Xavier Simonet's employment with the Company or a related body corporate of the Company,*

in each case in accordance with the Collins Foods Limited Executive and Employee Incentive Plan (LTIP), on the terms set out in the Explanatory Notes."

ITEM 6: RATIFICATION OF PREVIOUS ISSUE OF SHARES UNDER THE OWNERSHIP SHARE PLAN

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

"That for the purpose of Listing Rule 7.4 and for all other purposes, the shareholders ratify the issue of 60,590 fully paid ordinary shares to eligible employees under the Ownership Share Plan, the terms of which are summarised in the Explanatory Notes."

VOTING EXCLUSIONS

ITEM 4 (ADOPTION OF REMUNERATION REPORT)

The Company will disregard any votes cast in favour of Item 4:

- by or on behalf of any member of Key Management Personnel whose remuneration details are included in the Remuneration Report or any Closely Related Party of such a member; or
- as a proxy by any member of Key Management Personnel or any Closely Related Party of such a member,

unless the vote is cast by a person as proxy for a person who is entitled to vote on the resolution:

- in accordance with directions on the proxy form to vote on the resolution in that way; or
- by the Chair in accordance with an express authorisation to vote on the resolution as the Chair decides.

ITEM 5 (APPROVE GRANT OF PERFORMANCE RIGHTS TO XAVIER SIMONET)

The Company will disregard any votes cast in favour of Item 5 by or on behalf of Xavier Simonet and any Associate of Xavier Simonet, unless the vote is cast by:

- a person acting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with 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 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 to 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.

The Company will also disregard any votes cast on Item 5 as a proxy by any member of Key Management Personnel or any Closely Related Party of such a member, unless the vote is cast by a person as proxy for a person who is entitled to vote on the resolution:

- in accordance with directions on the proxy form to vote on the resolution in that way; or
- by the Chair in accordance with an express authorisation to vote on the resolution as the Chair decides.

ITEM 6 (RATIFICATION OF PREVIOUS ISSUE OF SHARES UNDER THE OWNERSHIP SHARE PLAN)

The Company will disregard any votes cast in favour of Item 6 by or on behalf of a person who has received shares under the Ownership Share Plan or any of their Associates, unless the vote is cast by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with 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 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 to 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.

Please refer to the 'Undirected and Directed Proxies — Items 4, 5 and 6' section of the Voting Notes for important information about the appointment of proxies in relation to Items 4, 5 and 6.

ADDITIONAL INFORMATION

The Explanatory Notes and Voting Notes sections of this Notice of Meeting provide further information on each of the items of business and voting entitlements and methods.

By Order of the Board



Tracey Wood
Group Chief Legal & Risk Officer and Company Secretary

25 July 2025

EXPLANATORY NOTES

These Explanatory Notes have been prepared to provide shareholders with information in relation to the business to be conducted at the Company's 2025 AGM.

The purpose of these Explanatory Notes is to provide shareholders with information they reasonably require in order to decide how to vote upon the resolutions. The Board recommends that shareholders read these Explanatory Notes carefully before casting their vote on a resolution.

ITEM 1: FINANCIAL AND OTHER REPORTS

The Financial Report, Directors' Report and Auditor's Report for the Company for the financial period ended 27 April 2025 will be tabled at the meeting.

There is no requirement for shareholders to approve these reports. However, the Chair of the meeting will give shareholders a reasonable opportunity at the meeting to ask questions about, or make comments on, the reports and on the management of the Company.

A representative of the Company's Auditor, PricewaterhouseCoopers (PwC), will also attend the meeting and shareholders will be given a reasonable opportunity to ask questions relevant to:

- the conduct of the audit;
- the preparation and content of the Auditor's Report;
- the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

In addition, shareholders may submit written questions to the auditor prior to the meeting provided that the questions relate to:

- the content of the Auditor's Report; or
- the conduct of the audit.

Shareholders may submit their questions to the auditor in advance of the meeting by:

- completing an online shareholder question form on the Company's website at www.collinsfoods.com/agm2025; or
- submitting an online question when voting online prior to the meeting at www.investorvote.com.au.

To be considered in advance of the meeting, the written questions must be received not later than five business days prior to the meeting (by 5.00pm, Brisbane time on Tuesday, 26 August 2025).

The Annual Report is available on the Company's website: www.collinsfoods.com.

ITEM 2: RE-ELECTION OF DIRECTOR — MARK HAWTHORNE

Under the Constitution and Listing Rule 14.4 a Director (excluding the Managing Director) must not hold office without re-election past the third annual general meeting following the Director's appointment or 3 years, whichever is longer. A Director may retire and offer themselves for re-election prior to expiry of that period.

The Constitution further requires that one Director must retire at each annual general meeting and that the retiring Director may offer themselves for re-election at that annual general meeting.

Mark Hawthorne was last elected as a Director on 2 September 2022. Accordingly, Mark Hawthorne retires from office and offers himself for re-election.

Mark Hawthorne | *Independent Non-executive Director*

Member: Audit and Risk Committee

Member: People, Culture and Nominations Committee

Mark brings more than 28 years' of retail and franchising experience gained as an executive leading franchisee centric brands. Most recently, he was the CEO and Executive Director of Guzman y Gomez (GyG) from 2015 to 2020. Prior to that, Mark led McDonalds in various markets including the United Kingdom, New Zealand and the Middle East and Africa over a period of 10 years.

In his previous executive capacity, Mark developed and implemented strategic plans that turned the profitability of poor performing markets, increased the profitability of established, high growth markets and led the GyG brand with its founders from start-up to a brand that, at the time of his retirement, had more than doubled its number of restaurants, employees, franchisees and revenue.

Mark achieved his Chartered Accountant qualification in 1997 and is a Graduate of the Australian Institute of Company Directors' Company Directors Course.

Board recommendation

The Board (with Mark Hawthorne abstaining) recommends that shareholders vote in favour of the re-election of Mark Hawthorne. The Chair of the meeting intends to vote all available proxies in favour of the resolution.

ITEM 3: RE-ELECTION OF DIRECTOR — KEVIN PERKINS

Under the Constitution and Listing Rule 14.4 a Director (excluding the Managing Director) must not hold office without re-election past the third annual general meeting following the Director's appointment or 3 years, whichever is longer. A Director may retire and offer themselves for re-election prior to expiry of that period.

The Constitution further requires that one Director must retire at each annual general meeting and that the retiring Director may offer themselves for re-election at that annual general meeting.

Kevin Perkins was last re-elected as a Director on Friday, 27 August 2021. He served as the Company's Interim Managing Director and Chief Executive Officer at the last AGM and, in accordance with Listing Rule 14.4 and the Constitution, was not required to stand for re-election at that time. Having since concluded the interim role and returning to his role as Director, Kevin Perkins now retires by rotation and offers himself for re-election.

Kevin Perkins | *Non-executive Director*

Member: People, Culture and Nominations Committee

Kevin is a highly experienced executive in the Quick Service Restaurant (QSR) and casual dining segments of the Australian restaurant industry. He has had more than 40 years' experience with the Collins Foods Group, having overseen its growth both domestically and overseas over that time.

Kevin is the Non-executive Chairman of Sizzler USA Acquisition, Inc. Sizzler USA Acquisition, Inc operates or franchises Sizzler restaurants across the United States and Puerto Rico.

Kevin has a Master of Business Administration from California State University, Los Angeles.

Board recommendation

The Board (with Kevin Perkins abstaining) recommends that shareholders vote in favour of the re-election of Kevin Perkins. The Chair of the meeting intends to vote all available proxies in favour of the re-election of Kevin Perkins.

ITEM 4: ADOPTION OF REMUNERATION REPORT

The Corporations Act requires that the Remuneration Report must be put to shareholders for adoption at the Company's AGM.

The Remuneration Report for the financial period ended 27 April 2025 is set out on pages 24 to 47 of the financial report for the period ended 27 April 2025 released on 24 June 2025. The Report is available on the Company's website at www.collinsfoods.com.

The Remuneration Report outlines the Company's remuneration framework and remuneration arrangements in place for Directors and Key Management Personnel of the Company and its controlled entities. It includes details on:

- the principles and objectives underlying the remuneration framework;
- specified details of the components of Directors' and senior executives' remuneration, including performance conditions; and
- the relationship between remuneration structures and Company performance.

In accordance with section 250R(3) of the Corporations Act, the shareholder vote on the Remuneration Report is advisory only and does not bind the Directors or the Company.

The resolution to approve the Remuneration Report at the Company's 2024 Annual General Meeting was passed by a poll (with 99.25% of votes cast in favour of the Remuneration Report).

The Corporations Act provides for a 'two strikes rule' in relation to voting on the Remuneration Report. In summary, the rule gives shareholders the opportunity to require a general meeting to be held to re-elect the Board if the Remuneration Report receives two 'strikes' (a strike occurs when at least 25% of the votes cast on the resolution are against adoption) at two consecutive annual general meetings.

Following consideration of the Remuneration Report, the Chair will give shareholders a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

Board recommendation

Noting that each Director has a personal interest in their own remuneration from the Company as set out in the Remuneration Report, the Board recommends that shareholders vote in favour of adopting the Remuneration Report. The Chair of the meeting intends to vote all available proxies in favour of the resolution.

ITEM 5: APPROVE GRANT OF PERFORMANCE RIGHTS TO XAVIER SIMONET

It is proposed that the Company's Managing Director and Chief Executive Officer (**CEO**), Xavier Simonet, be granted 140,579 Performance Rights under the Collins Foods Limited LTIP. This resolution also seeks shareholder approval for the vesting of the Performance Rights granted to Xavier Simonet in the event that he ceases employment with the Company in certain circumstances.

In accordance with ASX Listing Rule 10.14, securities cannot be issued to a Director under an employee incentive scheme without first obtaining shareholder approval. If approval is obtained under Listing Rule 10.14, separate approval under ASX Listing Rule 7.1 is not required for the proposed grant of Performance Rights to Xavier Simonet, Managing Director and CEO, under the LTIP, as part of his long-term incentive arrangements.

The Board considers that the proposed grant represents reasonable remuneration for Xavier Simonet in his role as Managing Director and CEO of the Company.

Xavier Simonet is the only Director eligible to participate in the LTIP. Non-executive Directors are not eligible to participate, and accordingly, none of the current Directors (other than Xavier Simonet) are eligible to participate.

The LTIP was last approved by shareholders at the Company's 2023 Annual General Meeting. Since that time, 1,291,894 Performance Rights (~1.09% of issued capital) have been issued under the LTIP to employees other than Xavier Simonet.

If this resolution is not approved by shareholders, the Board will consider alternative arrangements to appropriately remunerate and incentivise the Managing Director and CEO, including a cash-based incentive.

The Company also seeks shareholder approval pursuant to section 200E of the Corporations Act for vesting of the Performance Rights granted to Xavier Simonet in the event that he ceases to be employed by the Company in certain limited circumstances, as specified in Xavier Simonet's individual personalised offer document. Such circumstances include termination without cause, redundancy, death or permanent disability.

Under section 200B of the Corporations Act, a company may only give a person a 'benefit' in connection with their ceasing to hold a managerial or executive office in the company (Termination Benefit) if it is approved by Shareholders under section 200E of the Corporations Act (or an exemption applies). The term 'benefit' may include the pro rata vesting of Performance Rights in the limited circumstances outlined above, where Xavier Simonet ceases to be employed by the Company. The pro rata vesting of Xavier Simonet's Performance Rights, in those limited circumstances, may amount to the giving of a Termination Benefit requiring Shareholder approval under section 200E of the Corporations Act. As such, Shareholder approval is sought for these purposes.

Provided the first year of the Measurement Period has been completed, the number of Performance Rights that may vest on cessation of Xavier Simonet's employment for retrenchment or redundancy is calculated on a pro-rata basis using the following formula:

$$\frac{\text{The period, in days, from the date of grant to the date of termination, inclusive}}{\text{The period, in days, from the date of grant to the intended date of vesting, inclusive}} = \text{No. of Performance Rights issued, or to be issued}$$

The number of Performance Rights that may vest on cessation of Xavier Simonet's employment for termination without cause, death or permanent disability is determined by the Board in its sole discretion.

All Performance Rights will lapse (and will not vest) on cessation of employment for resignation or termination with cause unless the Board determines otherwise.

Information for shareholders

In accordance with ASX Listing Rule 10.15, the following information is provided to shareholders:

- The Director is Xavier Simonet, being the Managing Director and CEO of the Company.
- Xavier Simonet is a Director for the purposes of ASX Listing Rule 10.14.1.
- The number and material terms of the Performance Rights proposed to be granted to Xavier Simonet are summarised elsewhere in this Notice of Meeting. The Performance Rights will otherwise be issued in accordance with the LTIP rules, a summary of which is included in Schedule 1 to these Explanatory Notes.
- The specific number of Performance Rights to be issued to Xavier Simonet under the proposed resolution is 140,579.
- Performance Rights are granted and exercisable for nil consideration on the basis that their grant represents an incentive for future performance, and will be subject to Vesting Conditions.
- The total reward received by Xavier Simonet in FY25 (as disclosed in the FY25 Remuneration Report) was \$641,424. Total reward includes salary, superannuation, other benefits, short term incentives and long-term incentives.

- As disclosed in the FY25 Remuneration Report, Xavier Simonet currently holds 61,637 Performance Rights.
- It is intended that the Performance Rights will be issued as soon as practicable after the date of the Annual General Meeting, if approved by shareholders, and in any event, no later than 3 years after the Annual General Meeting.
- Performance Rights are used under the LTIP:
 - to offer long-term incentives to employees; and
 - with the aim of aligning rewards for performance with the achievement of the Company's growth and strategic objectives.
- The value of the Performance Rights has been determined with reference to Xavier Simonet's salary and superannuation of \$1,230,068 (**Base Salary**) which was determined with reference to independent remuneration benchmarking. The maximum value of Xavier Simonet's long-term incentive award is equivalent to 100% of Xavier Simonet's Base Salary where stretch performance is achieved (refer to 'Grant Terms: Number of Securities' below for further detail). The value of the Performance Rights may be affected by:
 - the market price of the Shares at the time the employment ceases;
 - the exercise price applicable to the Performance Rights;
 - performance against the performance hurdles at the time the employment ceases;
 - part of the service period having elapsed at the time the employment ceases; and
 - the number of Performance Rights that lapse on cessation of employment.
- No loans will be granted to Xavier Simonet in relation to his participation in the LTIP.
- Details of any securities issued under the LTIP will be disclosed in the Company's annual report for the relevant financial period, along with a statement that shareholder approval was obtained under Listing Rule 10.14 for the issue of securities. Any Directors or other persons covered by Listing Rule 10.14 who become entitled to participate in the LTIP after this resolution is approved and who were not named in the Notice of Meeting will not participate until separate shareholder approval is obtained.
- A voting exclusion statement is included in the Notice of Meeting.

Board recommendation

The Board (with Xavier Simonet abstaining) recommends that shareholders vote in favour of the proposed grant of 140,579 Performance Rights to Xavier Simonet under the LTIP and the giving of a benefit to Xavier Simonet in connection with any vesting of those Performance Rights on cessation of employment with the Company. The Chair of the meeting intends to vote all available proxies in favour of the resolution.

Terms

Number of Securities	The number of Performance Rights issued to Xavier Simonet will be 140,579. This has been calculated by dividing Xavier Simonet's FY26 base salary of \$1,230,068 by the volume weighted average price (VWAP) over 5 trading days pre and post the release of the audited 2025 Financial Statements of \$8.75.																
Issue Price	The Performance Rights will be granted for nil consideration on the basis that their grant represents an incentive for future performance and will be subject to Vesting Conditions.																
Exercise Price	In accordance with the LTIP rules the Performance Rights have a nil exercise price.																
Term	Each Right has a Term of 15 years from the Grant Date and if not exercised within that Term, the Rights will lapse. The Grant Date is the date of the Grant Notice received following the making of an Application.																
Exercise Restriction Period	The minimum Exercise Restriction Period applies to these Rights, which is 180 days from the Grant Date, however, it can be expected that this period will have elapsed by the time vesting occurs.																
Exercise Period	Vested Rights may be exercised at any time between the latter of the Vesting Date (being the date specified in Vesting Notice issued with the approval of the Board) and the elapsing of any Exercise Restriction Period specified in the Invitation, and before the end of their Term. On exercise of vested Rights, the Board will determine the Exercised Rights Value and the extent to which that value is to be provided in the form of Shares. The result will be advised to participants in a Settlement Notice. To the extent that the Exercised Rights Value is to be delivered in Shares (which includes Restricted Shares), the Board will arrange for such Shares to be obtained and subsequently transferred to the participant or held by a trustee.																
Measurement Period	The three financial periods beginning 28 April 2025 and ending on 30 April 2028.																
Vesting Conditions	Tranche 1 Performance Rights are subject to an rTSR performance vesting condition. This vesting condition compares the Company's Total Shareholder Return (TSR) over the Measurement Period with the TSRs of a selected peer group of companies. TSR is calculated as a percentage growth in shareholder value based on share price growth and dividends, assuming that they are reinvested into Shares. It is calculated over a specific period which for purpose of this Invitation is the Measurement Period. The vesting scale for this performance vesting metric is as follows: <table border="1"> <thead> <tr> <th>Performance Level</th><th>Collins Foods Relative TSR Compared to the ASX 300 (XJO)</th><th>% of Grant Vesting</th></tr> </thead> <tbody> <tr> <td>Stretch</td><td>At or above the 75th Percentile</td><td>100%</td></tr> <tr> <td>Between Target and Stretch</td><td>Between the 50th Percentile and 75th Percentile</td><td>2% for each 1% >50% and <75%</td></tr> <tr> <td>Target</td><td>At the 50th Percentile</td><td>50%</td></tr> <tr> <td>Below Target</td><td>Below the 50th Percentile</td><td>0%</td></tr> </tbody> </table> Calculating relative TSR: for Collins Foods (and not peers), the opening share price is calculated as the VWAP for the 10 trading days either side of the start of the Measurement Period. The closing share price is calculated as the VWAP for the 10 trading days either side of the end of the Measurement Period. The TSR of peers (excluding Collins Foods) over the Measurement Period is then obtained and is used to determine the percentile ranking of Collins Foods' TSR. The peer group is the group of companies present in the ASX 300/XJO index at the start of the Measurement Period, and only those companies remaining at the end of the Measurement Period will be included in the calculation. The Board retains discretion to review the comparator group used for measuring TSR.		Performance Level	Collins Foods Relative TSR Compared to the ASX 300 (XJO)	% of Grant Vesting	Stretch	At or above the 75th Percentile	100%	Between Target and Stretch	Between the 50th Percentile and 75th Percentile	2% for each 1% >50% and <75%	Target	At the 50th Percentile	50%	Below Target	Below the 50th Percentile	0%
Performance Level	Collins Foods Relative TSR Compared to the ASX 300 (XJO)	% of Grant Vesting															
Stretch	At or above the 75th Percentile	100%															
Between Target and Stretch	Between the 50th Percentile and 75th Percentile	2% for each 1% >50% and <75%															
Target	At the 50th Percentile	50%															
Below Target	Below the 50th Percentile	0%															

Vesting Conditions (continued)	Tranche 2 Performance Rights are subject to an EPSG Vesting Condition. This vesting condition measures the change in the Company's statutory NPAT per share over the Measurement Period, which is assessed against the following scale:		
	Performance Level	Implied EPS CAGR	% of Grant Vesting
	Stretch/Maximum	≥16.5%	100%
	Between Target and Stretch	>11% & < 16.5%	Pro-rata
	Target	11%	50%
	Between Threshold and Target	> 5.5% & < 11%	Pro-rata
	Threshold	= 5.5%	25%
	Below Threshold	< 5.5%	0%
EPS Growth is calculated as the Compound Annual Growth Rate (CAGR) implied by comparing the EPS result for the final year of the Measurement Period ('outcome year') to the EPS for the financial year immediately prior to the start of the Measurement Period ('base year'). Statutory NPAT (unadjusted) is used in these calculations. If a change in shares on issue occurs in either the base year or the outcome year, then the time-weighted-average number of shares on issue for the year will be used.			
The Board retains discretion to modify the vesting outcomes, if it deems it appropriate to do so, in accordance with the plan rules.			
Issue Date	The Performance Rights under the LTIP will be granted to Xavier Simonet as soon as practicable after the AGM.		
Loan Terms	There are no applicable loan terms.		
Dividend Equivalents	Once Rights vest, Participants will be entitled to Dividend Equivalent payments at the same time as when cash dividends are paid in respect of Shares. Entitlement to Dividend Equivalents will cease when the Participant ceases to be an employee of the Group. Dividend Equivalents will be calculated as the sum of cash dividends and franking credits per Share multiplied by the number of vested Rights with a nil Exercise Price held by the Participant at the time a cash dividend is paid by the Company.		
Cessation of Employment	Under the individual personalised offer documents, if an executive's employment with the Company (or a related body corporate of the Company) is terminated prior to the vesting of any securities issued under the LTIP, the number of Performance Rights that may vest on cessation of employment for retrenchment or redundancy is calculated on a pro-rata basis using the following formula: $\frac{\text{The period, in days, from the date of grant to the date of termination, inclusive}}{\text{The period, in days, from the date of grant to the intended date of vesting, inclusive}} = \text{No. of Performance Rights issued, or to be issued}$ The number of Performance Rights that may vest on cessation of employment for termination without cause, death or permanent disability is determined by the Board in its sole discretion. All Performance Rights will lapse on cessation of employment for resignation or termination with cause unless otherwise determined by the Board.		

ITEM 6: RATIFICATION OF PREVIOUS ISSUE OF SHARES UNDER THE OWNERSHIP SHARE PLAN

As announced on 30 May 2023, the Company launched a new employee share plan (Ownership Share Plan) for certain eligible employees including Restaurant Managers and Restaurant Support Centre employees based in Australia and Europe. A summary of the key terms of the Ownership Share Plan, as most recently approved by the Board in April 2024, is included in Schedule 2 to these Explanatory Notes.

Across 26 and 27 June 2025, the Company issued 60,590 shares under the Ownership Share Plan to eligible employees.

Listing Rule 7.1 generally restricts the Company from issuing equity securities representing more than 15% of its issued capital in any 12-month period without prior shareholder approval, unless an exception under Listing Rule 7.2 applies.

Listing Rule 7.4 allows shareholders to ratify a prior issue of, or agreement to issue, securities made without approval under Listing Rule 7.1, provided the issue did not breach Listing Rule 7.1 at the time. Ratification under Listing Rule 7.4 has the effect of treating the issue as if it had received shareholder approval, thereby refreshing the Company's placement capacity under Listing Rule 7.1.

The resolution under Item 6 seeks shareholder ratification under Listing Rule 7.4 of the Shares issued under the Ownership Share Plan on the terms outlined below and in Schedule 2.

The Shares were issued across 26 and 27 June 2025 under the Company's 15% placement capacity pursuant to Listing Rule 7.1. Ratification is now sought from shareholders pursuant to Listing Rule 7.4 to restore that capacity and provide the Company with greater flexibility to issue further Shares without shareholder approval.

If the resolution is passed, the Shares issued under the Ownership Share Plan will be excluded from the calculation of the Company's 15% placement limit under Listing Rule 7.1, effectively restoring the Company's capacity to issue equity securities without shareholder approval over the 12-month period following 27 June 2025.

If Item 6 is not passed, the Shares issued under the Ownership Share Plan will continue to be counted towards calculation of the Company's 15% placement limit under Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without shareholder approval over the 12-month period following 27 June 2025.

Pursuant to and in accordance with Listing Rule 7.5, the following information in relation to Item 6 is provided to shareholders:

- **Recipients:** The Shares were issued to eligible employees (as described in Schedule 2) based in Australia and Europe, including Restaurant General Managers, Area Coaches, and Restaurant Support Centre Level 1 – 3 employees.
- **Number and type of securities:** 60,590 fully paid ordinary shares were issued across 26 and 27 June 2025.
- **Issue price:** The Shares were granted for nil consideration on the basis their grant represents an incentive for future performance.
- **Purpose of issue:** To provide employee incentives and ensure the Company's remuneration practices remain competitive within the Quick Service Restaurant market.
- **Material terms:** A summary of the Ownership Share Plan is set out in Schedule 2.
- **Voting exclusion:** A voting exclusion statement is included in the Notice of Meeting.

Board recommendation

The Board recommends that shareholders vote in favour of Item 6 Ratification of previous issue of Shares under the Ownership Share Plan. The Chair of the meeting intends to vote all available proxies in favour of the resolution.

VOTING NOTES

VOTING ENTITLEMENT

The Company has determined that, for the purpose of voting at the AGM, all Shares will be taken to be held by those persons recorded in the Company's register of members as at 9.30am (Brisbane time) on Sunday, 31 August 2025.

Participating in the meeting online

The Directors encourage shareholders to participate in the meeting via the Computershare online meeting platform. Whilst shareholders will be able to vote on the resolutions online during the meeting in real time, shareholders are encouraged to lodge a proxy ahead of the meeting, even if they are participating online. If you are unable to attend, please lodge your vote online at www.investorvote.com.au.

Shareholders participating in the meeting using the Computershare online platform will be able to vote between the commencement of the meeting and the closure of voting as announced by the Chair during the meeting.

By participating in the meeting online you will be able to:

- hear the meeting and view meeting slides;
- submit questions at the appropriate time whilst the meeting is in progress; and
- vote during the meeting.

Instructions on how to log on to ask questions during the meeting are outlined below and available on the Company's website at www.collinsfoods.com/agm2025. Please note, only shareholders may ask questions online and only once they have been verified. It may not be possible to respond to all questions raised during the meeting. Shareholders are therefore encouraged to lodge questions prior to the AGM, as outlined on page 1.

If you choose to participate in the meeting online, registration will open at 8.30am (Brisbane time) on Tuesday, 2 September 2025.

To participate in the meeting online, you can log in to the meeting in the following ways:

- from your computer, by entering the URL in your browser: <https://meetnow.global/M2HN74Y>; or
- from your mobile device, by entering the URL in your browser: <https://meetnow.global/M2HN74Y>.

Once you have selected one of the options above, shareholders will need the following information to participate in the AGM in real time:

- your username, which is your SRN/HIN; and
- your password, which is the postcode registered to your holding if you are an Australian shareholder. Overseas shareholders should refer to the Online Meeting Guide (link below) for their password details.

Further information regarding participating in the AGM online, including browser requirements, is detailed in the AGM Online Meeting Guide available on the Company's website: www.collinsfoods.com/agm2025.

Voting by Proxy

If you are entitled to attend and vote at the meeting, you can appoint a proxy to attend and vote on your behalf. A proxy need not be a shareholder of the Company and may be an individual or a body corporate. A personalised proxy form is enclosed with this Notice of Meeting.

If you are entitled to cast two or more votes, you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If you do not specify a proportion or number, each proxy may exercise half of the votes. If you appoint a proxy, the Company encourages you to direct your proxy how to vote on each item by marking the appropriate boxes on the proxy form.

Shareholders are encouraged to notify an appointed proxy of their appointment to enable them to participate in the meeting online and to exercise your voting instructions. Appointed proxies will need to contact the Company's share registry, Computershare Investor Services, to obtain a username and password to vote online. Further details are available in the online meeting guide available at www.collinsfoods.com/agm2025.

If you do not specify a proxy in your completed proxy form or if the person you appoint does not participate in the AGM, the Chair of the meeting will be taken to be your proxy by default.

In accordance with the Corporations Act, any directed proxies that are not voted as directed on a poll at the meeting will automatically default to the Chair of the meeting, who is required to vote proxies as directed.

LODGEMENT OF PROXY FORMS

Completed proxy forms can be lodged:

- **Online:** At Computershare Investor Services' website: www.investorvote.com.au. Please note that you will be taken to have signed your proxy form if you lodge your votes via the registry's website.
- **By Mail:** Collins Foods Limited, c/- Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne VIC 3001
- **By Facsimile:** 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia).

Online lodgement of proxy forms

Shareholders who elected to receive their notice of meeting and proxy form electronically or have provided the Company with their email address will have received an email with a link to the Computershare website.

You will need a specific six digit Control Number to vote online. This number is located on the front of your letter.

In order to take effect, your completed proxy form (and any necessary supporting documentation) must be received by Computershare Investor Services no later than 9.30am (Brisbane time) on Sunday, 31 August 2025, being 48 hours before the commencement of the meeting.

If the proxy form is signed by an attorney, the original power of attorney under which the proxy form was signed (or a certified copy) must also be received by Computershare Investor Services by 9.30am (Brisbane time) on Sunday, 31 August 2025.

You can arrange to receive shareholder information electronically by contacting Computershare on 1300 458 215 (within Australia) or +61 3 9415 4245 (outside Australia) or at www.computershare.com.au (Investor Centre).

Undirected and directed proxies — Items 4, 5 and 6

The Corporations Act places certain restrictions on the ability of Key Management Personnel (including the Chair of the Meeting) and their Closely Related Parties to vote as proxy for another shareholder on Item 4 (Remuneration Report), Item 5 (Approve grant of Performance Rights to Xavier Simonet) and Item 6 (Ratification of previous issue of Shares under the Ownership Share Plan).

To ensure that your votes are counted when appointing a proxy who is a member of Key Management Personnel or a Closely Related Party of such a member, you are encouraged to direct your proxy as to how to vote on Items 4, 5 and 6 by indicating your preference by completing any of the 'For', 'Against' or 'Abstain' boxes on the proxy form.

The Chair intends to vote all undirected proxies in favour of Items 4, 5 and 6

If you appoint the Chair of the Meeting as your proxy but you do not direct the Chair how to vote in respect of Items 4, 5 and 6 you will be authorising and directing the Chair to vote in favour of Items 4, 5 and 6, and the Chair will vote in this way, even though Items 4, 5 and 6 are connected with the remuneration of Key Management Personnel.

ALL RESOLUTIONS WILL BE BY POLL

The Chair intends to call a poll on each of the resolutions set out in this Notice of Meeting.

FORMAL LOCATION

The formal location of the meeting will be at the office of Allens, Level 26, 480 Queen Street, Brisbane QLD 4000. However, as outlined above, shareholders are invited and encouraged to participate in the meeting via the online platform or by lodging a proxy ahead of the meeting.

TECHNICAL DIFFICULTIES

Technical difficulties may arise during the course of the AGM.

The Chair has discretion as to whether and how the meeting should proceed if a technical difficulty arises. In exercising this discretion, the Chair will have regard to the number of shareholders impacted and the extent to which participation in the business of the meeting is affected.

Where the Chair considers it appropriate, the Chair may continue to hold the meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, shareholders are encouraged to lodge a proxy by 9.30 am (Brisbane time) on Sunday, 31 August 2025 even if they plan to attend online.

GLOSSARY OF TERMS

Annual Report	The Annual Report of the Company for the financial period ended 27 April 2025.
Associates	The meaning given in the Listing Rules.
ASX	ASX Limited ACN 008 624 691 or the securities exchange operated by it, as the context requires.
Auditor's Report	The section of the Annual Report entitled 'Auditors' Report'.
Board	The board of Directors of the Company.
Chair	The person appointed to chair the Meeting.
Closely Related Party	of a member of Key Management Personnel means (as defined in the Corporations Act): • a spouse or child of the member; • a child of the member's spouse; • a dependent of the member or of the member's spouse; • 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 dealings with the Company; • a company that the member controls; or • a person described as such by the Corporations Regulations 2001 (Cth).
Company	Collins Foods Limited ACN 151 420 781.
Constitution	The constitution of the Company.
Corporations Act	Corporations Act 2001 (Cth).
Directors	The directors of the Company from time to time (each a Director).
Directors' Report	The section of the Annual Report entitled 'Directors' Report'.
Key Management Personnel	A person having authority and responsibility for planning, directing and controlling the activities of the Company and its subsidiaries, directly or indirectly, including any Director (whether executive or otherwise) of the Company or any of its subsidiaries.
Listing Rules	The official listing rules of ASX.
LTIP	Collins Foods Limited Executive and Employee Incentive Plan, the terms of which are summarised in Schedule 1 to these Explanatory Notes.
Performance Right	A right to acquire or to be transferred a Share in accordance with the terms of which they are granted by the Board, at its discretion, and the rules of the LTIP.
Remuneration Report	The section of the Directors' Report entitled 'Remuneration Report', dealing with remuneration of Directors and Key Management Personnel.
Shares	Fully paid ordinary shares in the capital of the Company (each a Share).
Trading Window	The meaning given in the Group Securities Trading Policy of the Company.
Vesting Condition	The performance hurdles or other conditions (including as to time and satisfaction of a minimum 12 month term of employment) as determined by the Board, that must be satisfied before Performance Rights can vest.

SCHEDULE 1

SUMMARY OF COLLINS FOODS LIMITED EXECUTIVE AND EMPLOYEE INCENTIVE PLAN (LTIP) RULES

Summary of the key terms of the LTIP

Plan overview	The Board may, from time to time, in its absolute discretion, offer to grant Performance Rights as part of its long-term incentive strategy to an Employee under the LTIP.
Eligible Person	Means a full time or part-time employee (excluding non-executive directors), a casual employee of the Group or a contractor to the Group or a person who will prospectively fill one of the foregoing roles, including executive Directors but excluding non-executive Directors. For the avoidance of doubt, associates of Eligible Persons are not eligible to be granted Rights unless otherwise determined by the Board.
Participants	Eligible Persons whose Applications have been accepted and have been granted Rights will be referred to as Participants in the Plan. They will remain Participants until all Rights they have been granted have either lapsed or been exercised and both any risk of forfeiture and disposal restrictions applicable to the Shares acquired by exercising the Rights have ceased to apply. Rights may not be disposed of or transferred or otherwise dealt with (including for purposes of this Rule, encumbered or made subject to any interest in favour of any other person) and will lapse immediately on purported disposal, transfer or dealing unless the transfer is effected by operation of law on the death or legal incapacity of the Participant to the Participant's legal personal representative.
Plan limit	If an offer of Performance Rights is to be made for monetary consideration which is to be provided by the Participant either for the issue of the Performance Rights or on their exercise, the offer must comply with the Issue Cap. An offer of Performance Rights under the Plan complies with the Issue Cap if, at the time the offer is made, the Company reasonably believes: - the total number of Shares that are covered by the Performance Rights that may be issued under the offer; and - the total number of Shares that are covered by Performance Rights that have been issued, or may be issued, under offers that were both received in this jurisdiction and made in connection with an employee share scheme (as defined in section 1100L(1) of the Corporations Act) at any time during the 3 year period ending on the day the offer is made, does not exceed the issue cap percentage specified in the Company's constitution (if any), or otherwise 5%, of the number of those Shares actually issued by the Company (whether in connection with the Plan or otherwise) as at the start of the day the offer is made.
Vesting Conditions	The Board will determine whether any performance hurdles or other conditions (including as to time and satisfaction of a minimum 12 month term of employment) will be required to be met (Vesting Conditions) before the Performance Rights which have been granted under the Plan can vest. Performance Rights will typically vest following the completion of the Measurement Period based on an assessment of the Vesting Conditions, however Rights may vest before the end of the Measurement Period in some circumstances such as under certain Board discretions specified in the plan rules.
Issue price	Unless otherwise determined by the Board in its discretion, Performance Rights are to be granted for nil consideration to Employees under the Plan. Performance Rights may otherwise be granted for nominal cash consideration.
Exercise price	The exercise price for Performance Rights, or the method of calculation of the exercise price, is as determined by the Board at the time of grant and stated in the letter of offer. The exercise price for a Performance Right will be nil (including where no exercise price is stated in the letter of offer) unless the Board determines otherwise and states the price in the letter of offer.
Exercise period	The terms for exercise, including the exercise period, are stated in the offer letter and any Performance Rights may not be exercised outside of a Trading Window prescribed in the Collins Foods Securities Trading Policy.
Service Test and Cessation of Employment	Continued service during the of the Measurement Period is a requirement in order for all Rights to be eligible to vest, unless otherwise determined by the Board. In the event of cessation of employment (or a contract) for cause, as determined by the Board, any unvested Rights and Rights subject to an Exercise Restriction Period will be forfeited immediately and automatically (e.g. in the case of termination due to fraud or criminal activity). Generally, Performance Rights held at the date of a cessation of employment in respect of which the first year of the Measurement Period has not been completed will be forfeited in full. In the case of a cessation of employment after the first year of the Measurement period, Rights will be forfeited pro-rata in the percentage that the remainder of the Measurement Period bears upon the full Measurement Period, unless otherwise determined by the Board. Rights not forfeited upon termination will remain on-foot for testing at the usual time. Following a Participant ceasing employment with the Group, more than 90 days after the first date that all Rights that the Participant holds are fully vested and not subject to an Exercise Restriction Period, Rights held by the Participant may be automatically exercised on a date determined by the Board pursuant to the power of attorney granted by the Participant under the Rules.

Dividend Equivalents	Once Rights vest, Participants will be entitled to Dividend Equivalent payments at the same time as when cash dividends are paid in respect of Shares. Entitlement to Dividend Equivalents will cease when the Participant ceases to be an employee of the Group. Dividend Equivalents will be calculated as the sum of cash dividends and franking credits per Share multiplied by the number of vested Rights with a nil Exercise Price held by the Participant at the time a cash dividend is paid by the Company.
Disposal Restrictions Applicable to Rights	Rights may not be disposed of, transferred or otherwise dealt with at any time, except by force of law (see Rules). They may be exercised once they vest, and any Exercise Restriction Period has elapsed or been waived.
Administration	The LTIP is administered by the Board, which has an absolute discretion to determine appropriate procedures for its administration and resolve questions of fact or interpretation and formulate special terms and conditions (subject to the Listing Rules, including any waiver granted by ASX) in addition to those set out in the LTIP.
Change of Control	If, in the opinion of the Board, a Change of Control Event has occurred, or is likely to occur, the Board may declare a Performance Right to be free of any Vesting Conditions and, if so, the Company must issue or transfer Shares in accordance with the LTIP rules. In exercising its discretion in determining the vesting outcome, the Board will consider whether measurement of Vesting Conditions (on a pro-rata basis) up to the date of the Change of Control Event is appropriate in the circumstances. Change of Control Event means where: • a takeover bid is made and a person obtains voting power (as defined under the Corporations Act) of more than 50% and the takeover bid has become unconditional; • a court has sanctioned a compromise or arrangement (other than for the purpose of, or in connection with, a scheme for the reconstruction of the Company); or • any other transaction which the Board determines will result in a change in control of the Company.
Amendments	Subject to the Listing Rules, the Board may amend the LTIP at any time but may not do so in a way which reduces the rights of Employees' existing rights without their consent, unless the amendment is to comply with the law, to correct an error or similar.
Termination and suspension	The LTIP may be terminated or suspended at any time by resolution of the Board, but any such suspension or termination will not affect nor prejudice rights of any Participant holding Performance Rights at that time.

SCHEDULE 2

SUMMARY OF OWNERSHIP SHARE PLAN RULES

Plan overview	The Ownership Share Plan is an employee share plan whereby eligible employees will receive rights to obtain Shares (Rights) over a five-year period of up to a total value of AUD\$10,000. At the Board's discretion, one fifth of the value of the Rights granted to an eligible employee will vest by 30 June each year during the five-year period.
Eligible Employees	Restaurant General Managers (RGM), Area Coaches (AC), and Restaurant Support Centre (RSC) Level 1 – 3 employees who: • must not already be a participant of another Collins Foods Share Scheme (i.e. Long Term Incentive Scheme); • must be permanently appointed to an eligible role (RGM, AC or RSC Level 1 – 3 role); and • must have held the role prior to the end of the Financial Year immediately preceding the first year of the OSP offer, i.e. employees participating in the FY25 OSP must be employed by the Company on or before 28 April 2024. Any employees on fixed term contracts will not be eligible to participate in the Ownership Share Plan. Employee eligibility is reviewed each financial year end in accordance with the plan rules with consideration to an eligible role and employment capacity.
Vesting Conditions	At the Board's discretion, one fifth of the value of the eligible Rights will vest by 30 June each year during the five-year period after receiving the Rights. Eligibility for vesting is based on the following criteria: • must be an eligible employee and otherwise satisfy all requirements of these rules at the time of vesting. For the avoidance of doubt, if an employee transfers into a role that is not an eligible role under the Ownership Share Plan, all unvested Shares will be forfeited. • resignation will result in automatic forfeiture of any future unvested Shares unless the employee is deemed a "good leaver" by the Company. In which case the Company may exercise discretion to allow the then current year's unvested Shares to vest. Any Rights or entitlements for future years will be forfeited. • changes role and subsequent category of eligible roles, an adjustment to the number of Rights granted will be made with the new value calculated for future years. The adjustment is applicable to both promotions and step-downs; and • where an eligible employee commences a secondment, the eligibility for Rights and vesting is based on the substantive role. The vesting date will be determined by the Board at its discretion on a yearly basis but will be no later than 30 June each year.
Number of Rights awarded	The number of Rights awarded under future offers will be determined using the VWAP taken from the five trading days before and five trading days after the public release of the Company's annual audited financial reports.
Administration	The Ownership Share Plan is offered by the CEO on behalf of the Board and may be amended to reflect any significant change to operating or economic conditions. The Ownership Share Plan is managed externally by Computershare who is the Company's share plan administrator and manages the Company's share registry. Information is held securely, and each employee is provided a login and password to access the Rights and subsequent Shares, as eligible.
Restrictions	Employees under the Ownership Share Plan are bound by the Company's Group Securities Trading Policy. The restriction of share-trading is subject to Trading Windows being opened as determined by the Company. During the open Trading Window, a restricted employee must seek prior written clearance from the Company Secretary before undertaking trading.