3Q Holdings Limited ABN 42 089 058 293

Notice of Annual General Meeting

and

Explanatory Memorandum to Shareholders

Please read the Notice and Explanatory Memorandum carefully.

3Q Holdings Limited ABN 42 089 058 293 (Company)

Notice of annual general meeting

Notice is given that the 2021 annual general meeting of the Company will be held at Ground Floor, 35 Spring Street, Bondi Junction NSW 2022, on Tuesday, 25 January 2022 at 10:00 am AEDT (**Meeting**).

Ordinary business

2021 Financial Statements and Reports

To receive and consider the Financial Statements of the Company and its controlled entities and the Reports of the Directors and Auditor for the year ended 30 June 2021.

Further information

Explanatory Memorandum

Shareholders are referred to the Explanatory Memorandum accompanying and forming part of this Notice.

Entitlement to attend

It has been determined under regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that, for the purposes of the Meeting, all persons who are the registered holders of shares in the Company at 10:00 am on Sunday, 23 January 2022 will be entitled to attend the Meeting. There are no matters to be presented at the Meeting that require a vote.

Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend at the Meeting.

Accessing your 2021 Annual Report online

The 2021 Annual Report is available for Shareholders to access and download from https://threeq.com.au/wp-content/uploads/2021/11/3Q-Annual-Report-2021-Web-Version.pdf

If you would like to receive a hard copy of the 2021 Annual Report free of charge you can contact Alan Treisman, Company Secretary on 02 9369 8591.

Shareholders who have specifically requested a hard copy of the 2021 Annual Report will receive it together with this Notice or otherwise separately in the mail.

By Order of the Board

9th December 2021

Alan Treisman Company Secretary

Explanatory Memorandum

This Explanatory Memorandum has been prepared to assist Shareholders to understand the business to be put to Shareholders at the forthcoming Meeting.

Ordinary business

2021 Financial Statements and Reports

The Corporations Act 2001 (Cth) (Corporations Act) requires:

- the reports of the directors and auditor; and
- the annual financial report, including the financial statements of the Company for the year ended 30 June 2021,

to be laid before the Meeting. The Corporations Act does not require a vote of Shareholders on the reports or statements. However, Shareholders will be given ample opportunity to raise questions or comments on the management of the Company.

Also, a reasonable opportunity will be given to Shareholders as a whole at the Meeting to ask the Company's auditor 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.

GLOSSARY

AEDT means Australian Eastern Daylight Time as observed in Sydney, Australia.

Board means the current board of directors of the Company.

Company means 3Q Holdings Limited ABN 42 089 058 293.

Corporations Act means the Corporations Act 2001 (Cth).

Explanatory Memorandum means the explanatory memorandum accompanying the Notice.

Meeting means the meeting of the Company's Shareholders convened by the Notice.

Notice means this notice of annual general meeting.

Shareholder means a holder of a share in the Company.