AUSTRALIAN SHAREHOLDERS' ASSOCIATION

Amotiv 2026 AGM Report

ASX code	**AOV**
Meeting date	**Tuesday, 27 October 2026**
Type of meeting	Hybrid
Monitor	Henry Stephens
Pre-AGM meeting	With Chair James Fazzino and Director Jennifer Douglas

Meeting Statistics

Number of holdings represented by ASA	69
Number of shares represented by ASA	336,249
Value of shares represented by ASA	$1.7m
Total number attending meeting	40 attendees
Market capitalisation	$675 million
ASA open proxies voted	ASA voted in favour of all the resolutions

Monitor Shareholding: The individual(s) (or their associates) involved in the preparation of this AGM report have no shareholding in this company.

The Board regards the 2026 operating result as solid, particularly given the combination of weaker consumer demand, greater global economic and geopolitical uncertainty, and significant change across the automotive industry. Revenue increased only 2.7% to just over $1 billion and adjusted earnings before interest, tax and amortisation increased 1.6% to $195.1 million. The annual dividend increased 6.2% and return on capital employed improved 30 basis points to 13.4% (which is slightly below the target of 15%).

Unfortunately, the outlook for FY2027 has deteriorated, particularly in the 4WD business, and the flooding in Thailand has affected vehicle production at OEM plants and reduced the supply of vehicles into the Company's markets. Like for like Group revenue for the first quarter 2027 was 5% below the prior corresponding period. Management expects challenging trading conditions to persist for the balance of FY2027.

The conflict in the Middle East has persisted in keeping oil prices high, interest rates have gone up, consumer sentiment has weakened and cost of living pressures have increased.

The Board believes the stock price considerably undervalues the Company. The Board is very focused on developing new products, improving productivity and building new customer relationships to change this situation. Management is focused on the Amotiv 2030 strategic plan and Amotiv Unified which resulted in $15 million of cost savings in 2026 and a further $10 million in net annualised benefits targeted in FY2027.

You can read about the Company's strategy in the Chair's address and the CEO's speech below:

https://asx.api.cmfyapp.com/asx-research/1.0/file/2924-03153409-3A705004&v=undefined

and the Trading Update and Revised FY2027 Outlook statement is here:

https://asx.api.cmfyapp.com/asx-research/1.0/file/2924-03153406-3A705001&v=undefined

There was nothing controversial about the agenda items at the 2026 AGM and the meeting was over within an hour. The ASA voted in favour of all motions, namely the re-election of Jennifer Douglas, the Remuneration Report, Appointment of a new Auditor and the Renewal of proportional takeover provisions. All of the motions were carried with the number of votes in favour ranging between 95.7% to 99.8%. Deloitte Touche Tohmatsu has been appointed as the new auditor replacing KPMG who has been auditing the company for the last 20 years.

The ASA asked numerous questions but the two most important were as follows:

1. ASA supports audit tendering at least every 10 years and a maximum audit firm tenure of 20 years. We support the motion, but we ask what rules has the board put in place so that this does not happen again.

Answer: The Chair agreed with the ASA's view that 20 years is too long for an audit company to hold that position and he promised that the Board would review this issue. No rules have been put in place to stop this situation occurring again.

2. The Australian Shareholders Association is very keen on Directors having skin in the game. This promotes a clear alignment between directors' and shareholders interests. Why doesn't the board require directors to have at least one year's director's fees in shares in the company?

Answer: The Chair understood many Australian companies require their Directors to hold one year's worth of fees in shares and he said that he would take it on board and review this situation. One of the Directors, David Coolidge has very few shares in the company and he said that he is waiting for the Board to approve a scheme where directors' fees can be paid in shares. When this happens, he will increase his ownership in the Company.

It should be noted that at the pre-AGM meeting the Chair agreed that he will review the skills matrix and identify individual directors' specific skills in line with ASA policy. In addition, the Chair agreed to review the need for a table in the annual report which would show over five years how much the CEO and CFO received from their STI and LTI plans. The ASA will follow up on these issues at the 2027 pre-AGM meeting.

AOV shares closed 10.5% lower on the day.

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