

13 December 2024

Extraordinary General (Special) Meeting

Enlitic, Inc. (ASX: ENL) (“the Company”) attaches the Notice of Extraordinary General (Special) Meeting and Explanatory Memorandum to Stockholders for a meeting to be held on 14 January 2025. Sample voting forms and the virtual meeting guide are also attached.

– ENDS –

This announcement was authorised for release by the Company Secretary.

Enquiries:

Enlitic Investor Relations

Australia:

invest_au@enlitic.com

About Enlitic

Enlitic focuses the power of artificial intelligence into data management and interoperability applications, enabling effective administration, processing, and sharing of patient data throughout the healthcare enterprise. Enlitic standardises, protects, integrates, and analyses data to create the foundation of a real-world evidence platform that improves clinical workflows, increases efficiencies, and expands capacity. Read more at enlitic.com.

NOTICE OF EXTRAORDINARY GENERAL (SPECIAL) MEETING AND EXPLANATORY MEMORANDUM TO STOCKHOLDERS

Date of Meeting

14 January 2025

Time of Meeting

10:00am (AEDT)

Place of Meeting

The Meeting will be held virtually.

Virtual Online Platform using URL: <https://meetings.linkgroup.com/ENLGM25>

The Company will publish a virtual meeting guide on the ASX and the Company's website outlining how Stockholders and CDI Holders will be able to participate in the Meeting virtually.

A Proxy Form and CDI Voting Instruction Form is enclosed or has otherwise been provided to you (as applicable)

Please read this Notice and Explanatory Memorandum carefully and in its entirety. If Securityholders (being Stockholders and CDI Holders) are in doubt as to how to vote, you should seek advice from your professional advisers before voting.

All Securityholders are urged to vote their Common Stock and CDIs, whether by attending the Meeting electronically or submitting a Proxy Form (in the case of Stockholders) or submitting a CDI Voting Instruction Form (in the case of CDI Holders).

Foreign Ownership Restriction

Enlitic's CDIs are issued and are traded on ASX in reliance on the safe harbour provisions of Regulation S under the US Securities Act of 1933, as amended (Securities Act), and in accordance with the procedures established pursuant to the provisions of a no-action letter dated 7 January 2000 given to ASX by the staff at the US Securities and Exchange Commission. The CDIs have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. The holders of Enlitic's CDIs are unable to sell the CDIs into the US or to a US person unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. Hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act. The relief was given subject to certain procedures and conditions described in the no-action letter. One of the conditions is that Enlitic provides notification of the Regulation S status of its securities in communications such as this document.

Enlitic, Inc.
ARBN 672 254 027

NOTICE OF EXTRAORDINARY GENERAL (SPECIAL) MEETING

Notice is given that the Extraordinary General (Special) Meeting of Stockholders of Enlitic, Inc. (ARBN 672 254 027) will be held virtually on 14 January 2025 at 10:00am (AEDT) for the purpose of transacting the following business referred to in this Notice of Extraordinary General (Special) Meeting.

Stockholders will be able to participate in the virtual meeting, including being able to ask questions and vote. CDI Holders will also be able to participate in the virtual meeting, including being able to ask questions, however CDI Holders will not have the ability to vote at the virtual meeting. The Company will publish a virtual meeting guide on the ASX and the Company's website outlining how Stockholders and CDI Holders will be able to participate in the Meeting virtually.

ASX takes no responsibility for the contents of this Notice.

AGENDA

1 Resolution 1 – Grant of Options to Michael Sistenich (or his nominee) under the 2023 Equity Incentive Plan

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

“That, for the purposes of Listing Rule 10.14 and for all other purposes, the Directors are authorised to issue 23,000,000 Options under the Company’s 2023 Equity Incentive Plan for no cash consideration, with each Option having an exercise price equal to the closing price of CDIs on the date before the Options are granted plus a 15% premium and an expiry date of 10 years from grant, to Michael Sistenich or his nominee, on the terms and conditions set out in the Explanatory Memorandum (including Annexures A and B to the Explanatory Memorandum).”

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- (a) Michael Sistenich (and his nominee), and other persons referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who are eligible to participate in the employee incentive scheme in question; or
- (b) an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting 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
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) 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
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Stockholders may also choose to direct the Chair to vote against the Resolution or to abstain from voting.

2 Resolution 2 – Grant of Options to Lawrence Gozlan (or his nominee) under the 2023 Equity Incentive Plan

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

“That, for the purposes of Listing Rule 10.14 and for all other purposes, the Directors are authorised to issue 6,800,000 Options under the Company’s 2023 Equity Incentive Plan for no cash consideration, with each Option having an exercise price equal to the closing price of CDIs on the date before the Options are granted plus a 15% premium and an expiry date of 10 years from grant, to Lawrence Gozlan or his nominee, on the terms and conditions set out in the Explanatory Memorandum (including Annexures A and B to the Explanatory Memorandum).”

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- (a) Lawrence Gozlan (and his nominee), and other persons referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who are eligible to participate in the employee incentive scheme in question; or
- (b) an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting 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
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) 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
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Stockholders may also choose to direct the Chair to vote against the Resolution or to abstain from voting.

3 Resolution 3 – Grant of Options to Lisa Pettigrew (or her nominee) under the 2023 Equity Incentive Plan

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

“That, for the purposes of Listing Rule 10.14 and for all other purposes, the Directors are authorised to issue 2,800,000 Options under the Company’s 2023 Equity Incentive Plan for no cash consideration, with each Option having an exercise price equal to the closing price of CDIs on the date before the Options are granted plus a 15% premium and an expiry date of 10 years from grant, to Lisa Pettigrew or her nominee, on the terms and conditions set out in the Explanatory Memorandum (including Annexures A and B to the Explanatory Memorandum).”

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- (a) Lisa Pettigrew (and her nominee), and other persons referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who are eligible to participate in the employee incentive scheme in question; or
- (b) an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting 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
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

- (i) 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
- (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Stockholders may also choose to direct the Chair to vote against the Resolution or to abstain from voting.

4 Resolution 4 – Grant of Options to Sergio Duchini (or his nominee) under the 2023 Equity Incentive Plan

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

“That, for the purposes of Listing Rule 10.14 and for all other purposes, the Directors are authorised to issue 2,800,000 Options under the Company’s 2023 Equity Incentive Plan for no cash consideration, with each Option having an exercise price equal to the closing price of CDIs on the date before the Options are granted plus a 15% premium and an expiry date of 10 years from grant, to Sergio Duchini or his nominee, on the terms and conditions set out in the Explanatory Memorandum (including Annexures A and B to the Explanatory Memorandum).”

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of:

- (a) Sergio Duchini (and his nominee), and other persons referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who are eligible to participate in the employee incentive scheme in question; or
- (b) an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting 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
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- (i) 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
- (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Stockholders may also choose to direct the Chair to vote against the Resolution or to abstain from voting.

Details of the definitions and abbreviations used in this Notice are set out in the Glossary to the Explanatory Memorandum.

By order of the Board



Darren Scotti
Company Secretary

Dated: 13 December 2024

Who is entitled to vote at the Meeting?

If you were a Stockholder at the Record Date, you may vote your Common Stock at the Meeting. As of the Record Date, there were 583,167,693 shares of Common Stock outstanding (equivalent to 537,682,067 CDIs and 45,485,626 untransmuted shares of Common Stock), all of which are entitled to vote with respect to the items of business at the Meeting.

Each holder of Common Stock has one vote for each Common Stock held at the Record Date.

Each CDI Holder is entitled to direct CDN to vote one Common Stock for every CDI held by the CDI Holder.

What is the difference between a Stockholder of Record and a Street Name Holder?

If you own Common Stock registered directly in your name with the Company's registry, Equiniti, you are considered the Stockholder of Record with respect to those shares of Common Stock. As a Stockholder of Record, you have the right to grant your voting proxy directly to the Company or to vote virtually at the Meeting.

If your shares of Common Stock are held in a stock brokerage account or by a bank, trust or other nominee, then the broker, bank, trust or other nominee is considered to be the Stockholder of Record with respect to those shares of Common Stock, while you are considered the beneficial owner of those Common Stock. In that case, your shares of Common Stock are said to be held in "street name" and this Notice was forwarded to you by that organisation. Street Name Holders generally cannot vote their shares of Common Stock directly and must instead instruct the broker, bank, trust or other nominee how to vote their Common Stock using the method described below under the heading '*How do I vote my Common Stock?*'. Since a Street Name Holder is not the Stockholder of Record, you may not vote your Common Stock virtually at the Meeting unless you obtain a "legal proxy" from the broker, bank, trustee, or nominee that holds your Common Stock giving you the right to vote the Common Stock at the meeting.

CDN is the Stockholder of Record for all shares of Common Stock beneficially owned by CDI Holders. CDI Holders are entitled to receive notice of and to attend the Meeting virtually and may direct CDN to vote at the Meeting by using the method described below under the heading '*How do I vote my CDIs?*'.

Participating and voting virtually

Stockholders and CDI Holders attending the Meeting virtually will be able to ask questions. The Company has made provision for Stockholders who register their attendance before the start of the meeting to also

electronically cast their votes on the proposed resolutions at the Meeting.

Stockholders can vote by following the instructions set out in the virtual meeting guide to be published on the ASX and the Company's website prior to the Meeting.

Stockholders will be able to vote, and Stockholders and CDI Holders will be able to ask questions at the virtual meeting. You are strongly encouraged to submit questions to the Company prior to the Meeting (see instructions below).

Questions at the Meeting

Please note, only Securityholders may ask questions once they have been verified. It may not be possible to respond to all questions. Securityholders are encouraged to submit questions prior to the Meeting (please see below).

Submission of written questions to the Company in advance of the Meeting

Securityholders may submit a written question to the Company in advance of the Meeting by using the voting link (if you have received this Notice via email) or by completing and returning the Question Form (if you have received this Notice by mail).

The Company asks that all pre-Meeting questions be received by the Company no later than one week before the date of the Meeting, being 10:00am (AEDT) on 7 January 2025 (6:00pm (U.S. Eastern Standard Time) on 6 January 2025).

How do I vote my Common Stock?

If you are a Stockholder of Record, there are two ways you can vote at the Meeting:

- (1) by completing, signing and returning the Proxy Form in accordance with its instructions; or
- (2) virtually by following the instructions set out in the virtual meeting guide to be published on the ASX and the Company's website prior to the Meeting.

Valid proxies must be received by no later than 10:00am (AEDT) on 12 January 2025 (6:00pm (U.S. Eastern Standard Time) on 11 January 2025).

If you hold your Common Stock as a Street Name Holder, you must vote your Common Stock in the manner prescribed by your broker, bank, trust or other nominee, which is similar to the voting procedures for Stockholders of Record. You will receive a voting instruction form to use in directing the broker, bank, trust or other nominee how to vote your Common Stock.

Please note that if you transmuted your Common Stock to CDIs following the Record Date, given you held Common

Stock at the Record Date, you will be entitled to vote as a Stockholder at the Meeting.

Rights of CDI Holders

CDI Holders at the Record Date are entitled to receive this Notice and to attend the Meeting virtually or any adjournment or postponement of the Meeting but are not entitled to vote virtually at the Meeting. Ahead of the Meeting, CDI Holders may vote as set out below under the heading '*How do I vote my CDIs?*'. Each CDI represents one share of Common Stock and therefore, each CDI Holder will be entitled to direct one vote for every CDI they hold.

How do I vote my CDIs?

If you are a CDI Holder on the Record Date, there are two ways you can vote at the Meeting:

- (1) instruct CDN (as the Stockholder of Record) to vote the Common Stock underlying your CDIs pursuant to your instructions in the CDI Voting Instruction Form; or
- (2) inform the Company and CDN that you wish to nominate yourself or another person to be appointed as CDN's proxy with respect to the Common Stock underlying your CDIs for the purposes of attending and voting virtually at the Meeting by completing the CDI Voting Instruction Form.

Valid completed CDI Voting Instruction Forms must be received by no later than 10:00am (AEDT) on 11 January 2025 (6:00pm (U.S. Eastern Standard Time) on 10 January 2025).

Please note that if you transmute your CDIs to Common Stock following the Record Date, you will need to instruct CDN (as Stockholder at the Record Date) to vote your CDIs and given you did not hold Common Stock as at the Record Date, you will not be entitled to vote at the Meeting.

What does it mean if I receive more than one set of proxy materials?

If you receive more than one set of proxy materials, it means that you hold Common Stock and/or CDIs registered in more than one account. To ensure that all of your Common Stock and/or CDIs are voted, please submit proxies and/or voting instructions (as applicable) for all of your Common Stock and/or CDIs.

Enlitic, Inc.
ARBN (672 254 027)

EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Securityholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of Extraordinary General (Special) Meeting of the Company.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

1 Resolution 1 – Grant of Options to Michael Sistenich (or his nominee) under 2023 Equity Incentive Plan

The Company proposes to grant 23,000,000 Options (each with an exercise price equal to the closing price of CDIs on the date before the Options are granted with a 15% premium and an expiry date of 10 years from grant) under the Company's 2023 Equity Incentive Plan to Michael Sistenich, or his nominee.

The Company is at its early stages of development and has financial restrictions on it. The Directors (in the absence of Michael Sistenich) consider that the grant of Options represents a cost-effective way for the Company to remunerate and incentivise Michael Sistenich, as opposed to additional cash remuneration.

The number of Options to be granted to Michael Sistenich, or his nominee has been determined based upon a consideration of:

- (a) the remuneration of the Directors and the Company's executives;
- (b) the extensive experience and reputation of Michael Sistenich within the healthcare industry;
- (c) the current trading price of CDIs;
- (d) the Directors' wish to ensure that the remuneration offered is competitive with market standards or/and practice. The Directors (in the absence of Michael Sistenich) have considered the proposed number of Options to be granted and will ensure that Michael Sistenich's overall remuneration is in line with market practice;
- (e) attracting and retaining suitably qualified executives; and
- (f) incentives to attract and ensure continuity of service of Directors and executives who have appropriate knowledge and expertise, while maintaining the Company's cash reserves. The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Options upon the terms proposed.

Valuation of Options

The indicative valuation of US\$0.0127 per Option is a theoretical valuation of each Option using the Black – Scholes methodology

The Company has valued the Options proposed to be granted to Michael Sistenich, or his nominee using the Black – Scholes Model. The value of an option or right calculated by the Black – Scholes Model is a function of a number of variables. The valuation of the Options has been prepared using the following assumptions:

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- (a) the underlying value of each share of Common Stock in the Company is based on the ASX closing price of CDIs of A\$0.075 on 6 December 2024;
 - (b) the AUD:USD conversion rate of 1.5647 as at 6 December 2024 [Source: Bloomberg];
 - (c) risk free rate of return – 4.25% (estimated, based on the US 10-year Treasury Rate); and
 - (d) a volatility of 14.17% as determined using the 12-month volatility rate of the ASX Healthcare Sector. The Company has determined that this volatility rate, rather than a rate determined from the daily movements in CDI price since the Company's listing on the ASX, is a more reflective measure of volatility for the purposes of this valuation given the Company's CDIs have traded on ASX for less than 12 months.

Any change in the variables applied in the Black – Scholes calculation between the date of the valuation and the date the Options are granted would have an impact on their value.

Information Requirements – Listing Rules 10.14 and 10.15

Listing Rule 10.14 provides that the Company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- a director of the Company (Listing Rule 10.14.1);
- an Associate of a director of the Company (Listing Rule 10.14.2); or
- a person whose relationship with the Company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its Stockholders (Listing Rule 10.14.3),

unless it obtains the approval of its Stockholders.

The proposed grant of Options to Michael Sistenich or his nominee pursuant to the Resolution falls within Listing Rule 10.14.1 and therefore requires the approval of Stockholders under Listing Rule 10.14.

If this Resolution is passed, the Company will grant Options to Michael Sistenich or his nominee as noted above.

If this Resolution is not passed, the Company will not grant Options to Michael Sistenich or his nominee and the Company may need to consider alternative ways to remunerate Michael Sistenich, including by the payment of cash.

The following further information is provided to Securityholders for the purposes of Listing Rule 10.15:

- (a) the Options will be granted to Michael Sistenich (or his nominee);
- (b) Michael Sistenich is a Director of the Company and therefore falls within Listing Rule 10.14.1;
- (c) 23,000,000 Options will be granted to Michael Sistenich (or his nominee);
- (d) the issue the subject of this Resolution is intended to remunerate or incentivise Michael Sistenich, whose current total remuneration package is US\$334,500;
- (e) no Equity Securities have previously been issued to Michael Sistenich (or his nominee) under the Plan (for completeness, 5,280,136 Equity Securities have previously been issued to Michael Sistenich (or his nominee) under the 2014 Equity Incentive Plan);

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- (f) the material terms and conditions of the Options are set out in Annexure B to this Explanatory Memorandum;
 - (g) the issuing of Options will assist with aligning the interests of Michael Sistenich with the interests of Stockholders and the longer-term performance of the Company. The Company also believes that the grant of Options provides a cost-effective and efficient incentive (for example, as opposed to an increased cash remuneration). The Options do not provide the allottee with the full benefits of Common Stock ownership (such as dividend and voting rights) unless and until such Options vest and are exercised (and Common Stock issued) and will not be immediately dilutive to Stockholders (as compared to if Common Stock was issued instead of Options);
 - (h) as noted above, the Company has valued the Options using the Black – Scholes method. Based on the assumptions set out above, it is considered that the estimated average value of the Options to be granted to Michael Sistenich (or his nominee) is US\$0.0127 per Option;
 - (i) the Options will be granted on a date which will be no later than 3 years after the date of this Meeting, unless otherwise extended by way of ASX granting a waiver to the Listing Rules;
 - (j) the Options will be granted for no cash consideration;
 - (k) a summary of the material terms of the Plan under which the Options have been offered is set out in Annexure A to this Explanatory Memorandum;
 - (l) no loan will be made to Michael Sistenich (or his nominee) in relation to the issue or exercise of the Options;
 - (m) details of any Equity Securities issued under the Plan will be published in the annual report of the Company relating to a period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14 (as appropriate);
 - (n) any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Plan after this Resolution is approved and who were not named in the Notice will not participate until approval is obtained under that Listing Rule 10.14; and
 - (o) a voting exclusion statement applies to this Resolution as set out in the Notice.

Board recommendation

The Board (in the absence of Michael Sistenich) recommends that Securityholders vote in favour of Resolution 1. The Board (other than Michael Sistenich) is not aware of any other information that would reasonably be required by the Securityholders in respect of this Resolution.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

2 Resolution 2 – Grant of Options to Lawrence Gozlan (or his nominee) under 2023 Equity Incentive Plan

The Company proposes to grant 6,800,000 Options (each with an exercise price equal to the closing price of CDIs on the date before the Options are granted with a 15% premium and an expiry date of 10 years from grant) under the Company's 2023 Equity Incentive Plan to Lawrence Gozlan, or his nominee.

The Company is at its early stages of development and has financial restrictions on it. The Directors (in the absence of Lawrence Gozlan) consider that the grant of Options represents a cost-effective

way for the Company to remunerate and incentivise Lawrence Gozlan, as opposed to additional cash remuneration.

The number of Options to be granted to Lawrence Gozlan, or his nominee has been determined based upon a consideration of:

- (a) the remuneration of the Directors;
- (b) the extensive experience and reputation of Lawrence Gozlan within the healthcare industry;
- (c) the current trading price of CDIs;
- (d) the Directors' wish to ensure that the remuneration offered is competitive with market standards or/and practice. The Directors (in the absence of Lawrence Gozlan) have considered the proposed number of Options to be granted and will ensure that Lawrence Gozlan's overall remuneration is in line with market practice;
- (e) attracting and retaining suitably qualified non-executive directors; and
- (f) incentives to attract and ensure continuity of service of Directors who have appropriate knowledge and expertise, while maintaining the Company's cash reserves. The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Options upon the terms proposed.

Valuation of Options

The indicative valuation of US\$0.0127 per Option is a theoretical valuation of each Option using the Black – Scholes methodology

The Company has valued the Options proposed to be granted to Lawrence Gozlan, or his nominee using the Black – Scholes Model. The value of an option or right calculated by the Black – Scholes Model is a function of a number of variables. The valuation of the Options has been prepared using the following assumptions:

- (a) the underlying value of each share of Common Stock in the Company is based on the ASX closing price of CDIs of A\$0.075 on 6 December 2024;
- (b) the AUD:USD conversion rate of 1.5647 as at 6 December 2024 [Source: Bloomberg];
- (c) risk free rate of return – 4.25% (estimated, based on the US 10-year Treasury Rate); and
- (d) a volatility of 14.17% as determined using the 12-month volatility rate of the ASX Healthcare Sector. The Company has determined that this volatility rate, rather than a rate determined from the daily movements in CDI price since the Company's listing on the ASX, is a more reflective measure of volatility for the purposes of this valuation given the Company's CDIs have traded on ASX for less than 12 months.

Any change in the variables applied in the Black – Scholes calculation between the date of the valuation and the date the Options are granted would have an impact on their value.

Information Requirements – Listing Rules 10.14 and 10.15

Listing Rule 10.14 provides that the Company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- a director of the Company (Listing Rule 10.14.1);
- an Associate of a director of the Company (Listing Rule 10.14.2); or

- a person whose relationship with the Company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its Stockholders (Listing Rule 10.14.3),

unless it obtains the approval of its Stockholders.

The proposed grant of Options to Lawrence Gozlan or his nominee pursuant to the Resolution falls within Listing Rule 10.14.1 and therefore requires the approval of Stockholders under Listing Rule 10.14.

If this Resolution is passed, the Company will grant Options to Lawrence Gozlan or his nominee as noted above.

If this Resolution is not passed, the Company will not grant Options to Lawrence Gozlan or his nominee and the Company may need to consider alternative ways to remunerate Lawrence Gozlan, including by the payment of cash.

The following further information is provided to Securityholders for the purposes of Listing Rule 10.15:

- (a) the Options will be granted to Lawrence Gozlan (or his nominee);
- (b) Lawrence Gozlan is a Director of the Company and therefore falls within Listing Rule 10.14.1;
- (c) 6,800,000 Options will be granted to Lawrence Gozlan (or his nominee);
- (d) the issue the subject of this Resolution is intended to remunerate or incentivise Lawrence Gozlan, whose current total remuneration package is US\$100,000;
- (e) no Equity Securities have previously been issued to Lawrence Gozlan (or his nominee) under the Plan (for completeness, 2,855,988 Equity Securities have previously been issued to Lawrence Gozlan (or his nominee) under the 2014 Equity Incentive Plan);
- (f) the material terms and conditions of the Options are set out in Annexure B to this Explanatory Memorandum;
- (g) the issuing of Options will assist with aligning the interests of Lawrence Gozlan with the interests of Stockholders and the longer-term performance of the Company. The Company also believes that the grant of Options provides a cost-effective and efficient incentive (for example, as opposed to an increased cash remuneration). The Options do not provide the allottee with the full benefits of Common Stock ownership (such as dividend and voting rights) unless and until such Options vest and are exercised (and Common Stock issued) and will not be immediately dilutive to Stockholders (as compared to if Common Stock was issued instead of Options);
- (h) as noted above, the Company has valued the Options using the Black – Scholes method. Based on the assumptions set out above, it is considered that the estimated average value of the Options to be granted to Lawrence Gozlan (or his nominee) is US\$0.0127 per Option;
- (i) the Options will be granted on a date which will be no later than 3 years after the date of this Meeting, unless otherwise extended by way of ASX granting a waiver to the Listing Rules;
- (j) the Options will be granted for no cash consideration;
- (k) a summary of the material terms of the Plan under which the Options have been offered is set out in Annexure A to this Explanatory Memorandum;
- (l) no loan will be made to Lawrence Gozlan (or his nominee) in relation to the issue or exercise of the Options;

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- (m) details of any Equity Securities issued under the Plan will be published in the annual report of the Company relating to a period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14 (as appropriate);
 - (n) any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Plan after this Resolution is approved and who were not named in the Notice will not participate until approval is obtained under that Listing Rule 10.14; and
 - (o) a voting exclusion statement applies to this Resolution as set out in the Notice.

Board recommendation

The Board (in the absence of Lawrence Gozlan) recommends that Securityholders vote in favour of Resolution 2. The Board (other than Lawrence Gozlan) is not aware of any other information that would reasonably be required by the Securityholders in respect of this Resolution.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

3 Resolution 3 – Grant of Options to Lisa Pettigrew (or her nominee) under 2023 Equity Incentive Plan

The Company proposes to grant 2,800,000 Options (each with an exercise price equal to the closing price of CDIs on the date before the Options are granted with a 15% premium and an expiry date of 10 years from grant) under the Company's 2023 Equity Incentive Plan to Lisa Pettigrew, or her nominee.

The Company is at its early stages of development and has financial restrictions on it. The Directors (in the absence of Lisa Pettigrew) consider that the grant of Options represents a cost-effective way for the Company to remunerate and incentivise Lisa Pettigrew, as opposed to additional cash remuneration.

The number of Options to be granted to Lisa Pettigrew, or her nominee has been determined based upon a consideration of:

- (a) the remuneration of the Directors;
- (b) the extensive experience and reputation of Lisa Pettigrew within the healthcare industry;
- (c) the current trading price of CDIs;
- (d) the Directors' wish to ensure that the remuneration offered is competitive with market standards or/and practice. The Directors (in the absence of Lisa Pettigrew) have considered the proposed number of Options to be granted and will ensure that Lisa Pettigrew's overall remuneration is in line with market practice;
- (e) attracting and retaining suitably qualified non-executive directors; and
- (f) incentives to attract and ensure continuity of service of Directors who have appropriate knowledge and expertise, while maintaining the Company's cash reserves. The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Options upon the terms proposed.

Valuation of Options

The indicative valuation of US\$0.0127 per Option is a theoretical valuation of each Option using the Black – Scholes methodology

The Company has valued the Options proposed to be granted to Lisa Pettigrew, or her nominee using the Black – Scholes Model. The value of an option or right calculated by the Black – Scholes Model is a function of a number of variables. The valuation of the Options has been prepared using the following assumptions:

- (a) the underlying value of each share of Common Stock in the Company is based on the ASX closing price of CDIs of A\$0.075 on 6 December 2024;
- (b) the AUD:USD conversion rate of 1.5647 as at 6 December 2024 [Source: Bloomberg];
- (c) risk free rate of return – 4.25% (estimated, based on the US 10-year Treasury Rate); and
- (d) a volatility of 14.17% as determined using the 12-month volatility rate of the ASX Healthcare Sector. The Company has determined that this volatility rate, rather than a rate determined from the daily movements in CDI price since the Company's listing on the ASX, is a more reflective measure of volatility for the purposes of this valuation given the Company's CDIs have traded on ASX for less than 12 months.

Any change in the variables applied in the Black – Scholes calculation between the date of the valuation and the date the Options are granted would have an impact on their value.

Information Requirements – Listing Rules 10.14 and 10.15

Listing Rule 10.14 provides that the Company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- a director of the Company (Listing Rule 10.14.1);
- an Associate of a director of the Company (Listing Rule 10.14.2); or
- a person whose relationship with the Company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its Stockholders (Listing Rule 10.14.3),

unless it obtains the approval of its Stockholders.

The proposed grant of Options to Lisa Pettigrew or her nominee pursuant to the Resolution falls within Listing Rule 10.14.1 and therefore requires the approval of Stockholders under Listing Rule 10.14.

If this Resolution is passed, the Company will grant Options to Lisa Pettigrew or her nominee as noted above.

If this Resolution is not passed, the Company will not grant Options to Lisa Pettigrew or her nominee and the Company may need to consider alternative ways to remunerate Lisa Pettigrew, including by the payment of cash.

The following further information is provided to Securityholders for the purposes of Listing Rule 10.15:

- (a) the Options will be granted to Lisa Pettigrew (or her nominee);
- (b) Lisa Pettigrew is a Director of the Company and therefore falls within Listing Rule 10.14.1;
- (c) 2,800,000 Options will be granted to Lisa Pettigrew (or her nominee);

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- (d) the issue the subject of this Resolution is intended to remunerate or incentivise Lisa Pettigrew, whose current total remuneration package is US\$60,000;
 - (e) 100,000 Equity Securities have previously been issued to Lisa Pettigrew (or her nominee) under the Plan;
 - (f) the material terms and conditions of the Options are set out in Annexure B to this Explanatory Memorandum;
 - (g) the issuing of Options will assist with aligning the interests of Lisa Pettigrew with the interests of Stockholders and the longer-term performance of the Company. The Company also believes that the grant of Options provides a cost-effective and efficient incentive (for example, as opposed to an increased cash remuneration). The Options do not provide the allottee with the full benefits of Common Stock ownership (such as dividend and voting rights) unless and until such Options vest and are exercised (and Common Stock issued) and will not be immediately dilutive to Stockholders (as compared to if Common Stock was issued instead of Options);
 - (h) as noted above, the Company has valued the Options using the Black – Scholes method. Based on the assumptions set out above, it is considered that the estimated average value of the Options to be granted to Lisa Pettigrew (or her nominee) is US\$0.0127 per Option;
 - (i) the Options will be granted on a date which will be no later than 3 years after the date of this Meeting, unless otherwise extended by way of ASX granting a waiver to the Listing Rules;
 - (j) the Options will be granted for no cash consideration;
 - (k) a summary of the material terms of the Plan under which the Options have been offered is set out in Annexure A to this Explanatory Memorandum;
 - (l) no loan will be made to Lisa Pettigrew (or her nominee) in relation to the issue or exercise of the Options;
 - (m) details of any Equity Securities issued under the Plan will be published in the annual report of the Company relating to a period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14 (as appropriate);
 - (n) any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Plan after this Resolution is approved and who were not named in the Notice will not participate until approval is obtained under that Listing Rule 10.14; and
 - (o) a voting exclusion statement applies to this Resolution as set out in the Notice.

Board recommendation

The Board (in the absence of Lisa Pettigrew) recommends that Securityholders vote in favour of Resolution 3. The Board (other than Lisa Pettigrew) is not aware of any other information that would reasonably be required by the Securityholders in respect of this Resolution.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

4 Resolution 4 – Grant of Options to Sergio Duchini (or his nominee) under 2023 Equity Incentive Plan

The Company proposes to grant 2,800,000 Options (each with an exercise price equal to the closing price of CDIs on the date before the Options are granted with a 15% premium and an expiry date of

10 years from grant) under the Company's 2023 Equity Incentive Plan to Sergio Duchini, or his nominee.

The Company is at its early stages of development and has financial restrictions on it. The Directors (in the absence of Sergio Duchini) consider that the grant of Options represents a cost-effective way for the Company to remunerate and incentivise Sergio Duchini, as opposed to additional cash remuneration.

The number of Options to be granted to Sergio Duchini, or his nominee has been determined based upon a consideration of:

- (a) the remuneration of the Directors;
- (b) the extensive experience and reputation of Sergio Duchini within the healthcare industry;
- (c) the current trading price of CDIs;
- (d) the Directors' wish to ensure that the remuneration offered is competitive with market standards or/and practice. The Directors (in the absence of Sergio Duchini) have considered the proposed number of Options to be granted and will ensure that Sergio Duchini's overall remuneration is in line with market practice;
- (e) attracting and retaining suitably qualified non-executive directors; and
- (f) incentives to attract and ensure continuity of service of Directors who have appropriate knowledge and expertise, while maintaining the Company's cash reserves. The Company does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Options upon the terms proposed.

Valuation of Options

The indicative valuation of US\$0.0127 per Option is a theoretical valuation of each Option using the Black – Scholes methodology

The Company has valued the Options proposed to be granted to Sergio Duchini, or his nominee using the Black – Scholes Model. The value of an option or right calculated by the Black – Scholes Model is a function of a number of variables. The valuation of the Options has been prepared using the following assumptions:

- (a) the underlying value of each share of Common Stock in the Company is based on the ASX closing price of CDIs of A\$0.075 on 6 December 2024;
- (b) the AUD:USD conversion rate of 1.5647 as at 6 December 2024 [Source: Bloomberg];
- (c) risk free rate of return – 4.25% (estimated, based on the US 10-year Treasury Rate); and
- (d) a volatility of 14.17% as determined using the 12-month volatility rate of the ASX Healthcare Sector. The Company has determined that this volatility rate, rather than a rate determined from the daily movements in CDI price since the Company's listing on the ASX, is a more reflective measure of volatility for the purposes of this valuation given the Company's CDIs have traded on ASX for less than 12 months.

Any change in the variables applied in the Black – Scholes calculation between the date of the valuation and the date the Options are granted would have an impact on their value.

Information Requirements – Listing Rules 10.14 and 10.15

Listing Rule 10.14 provides that the Company must not permit any of the following persons to acquire Equity Securities under an employee incentive scheme:

- a director of the Company (Listing Rule 10.14.1);
- an Associate of a director of the Company (Listing Rule 10.14.2); or
- a person whose relationship with the Company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its Stockholders (Listing Rule 10.14.3),

unless it obtains the approval of its Stockholders.

The proposed grant of Options to Sergio Duchini or his nominee pursuant to the Resolution falls within Listing Rule 10.14.1 and therefore requires the approval of Stockholders under Listing Rule 10.14.

If this Resolution is passed, the Company will grant Options to Sergio Duchini or his nominee as noted above.

If this Resolution is not passed, the Company will not grant Options to Sergio Duchini or his nominee and the Company may need to consider alternative ways to remunerate Sergio Duchini, including by the payment of cash.

The following further information is provided to Securityholders for the purposes of Listing Rule 10.15:

- (a) the Options will be granted to Sergio Duchini (or his nominee);
- (b) Sergio Duchini is a Director of the Company and therefore falls within Listing Rule 10.14.1;
- (c) 2,800,000 Options will be granted to Sergio Duchini (or his nominee);
- (d) the issue the subject of this Resolution is intended to remunerate or incentivise Sergio Duchini, whose current total remuneration package is US\$60,000;
- (e) no Equity Securities have previously been issued to Sergio Duchini (or his nominee) under the Plan (for completeness, 100,000 Equity Securities have previously have been issued to Sergio Duchini (or his nominee) under the 2014 Equity Incentive Plan);
- (f) the material terms and conditions of the Options are set out in Annexure B to this Explanatory Memorandum;
- (g) the issuing of Options will assist with aligning the interests of Sergio Duchini with the interests of Stockholders and the longer-term performance of the Company. The Company also believes that the grant of Options provides a cost-effective and efficient incentive (for example, as opposed to an increased cash remuneration). The Options do not provide the allottee with the full benefits of Common Stock ownership (such as dividend and voting rights) unless and until such Options vest and are exercised (and Common Stock issued) and will not be immediately dilutive to Stockholders (as compared to if Common Stock was issued instead of Options);
- (h) as noted above, the Company has valued the Options using the Black – Scholes method. Based on the assumptions set out above, it is considered that the estimated average value of the Options to be granted to Sergio Duchini (or his nominee) is US\$0.0127 per Option;
- (i) the Options will be granted on a date which will be no later than 3 years after the date of this Meeting, unless otherwise extended by way of ASX granting a waiver to the Listing Rules;
- (j) the Options will be granted for no cash consideration;

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- (k) a summary of the material terms of the Plan under which the Options have been offered is set out in Annexure A to this Explanatory Memorandum;
 - (l) no loan will be made to Sergio Duchini (or his nominee) in relation to the issue or exercise of the Options;
 - (m) details of any Equity Securities issued under the Plan will be published in the annual report of the Company relating to a period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14 (as appropriate);
 - (n) any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Plan after this Resolution is approved and who were not named in the Notice will not participate until approval is obtained under that Listing Rule 10.14; and
 - (o) a voting exclusion statement applies to this Resolution as set out in the Notice.

Board recommendation

The Board (in the absence of Sergio Duchini) recommends that Securityholders vote in favour of Resolution 4. The Board (other than Sergio Duchini) is not aware of any other information that would reasonably be required by the Securityholders in respect of this Resolution.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

Annexure A – Summary of terms of the Plan

The Plan was adopted on 9 November 2023 and provides for the grant of incentive stock options to employees of the Company and certain affiliates, and for the grant of non-statutory stock options, restricted stock awards, restricted stock unit awards, stock appreciation rights, and other awards (together, the **Awards**) to the employees and consultants of the Company and certain affiliates and Directors.

The maximum aggregate number of shares of Common Stock that have been reserved for issuance under the Plan and proposed to be issued under the Plan is 11,300,000¹ plus up to an additional 13,100,000 shares of Common Stock currently subject to outstanding awards under the Company's previous equity incentive plan that may become available for issuance under the Plan if such awards terminate or expire (in whole or in part) without Common Stock being issued or are settled in cash; if the Common Stock, or Common Stock underlying such awards, are forfeited to or repurchased by the Company because of a failure to vest; or are withheld or reacquired to satisfy the exercise, strike or purchase price of such award or to satisfy a tax withholding obligation.

In addition, the Board or its Remuneration and Nomination Committee may act, prior to January 1 of a given year, starting from (and including) January 1, 2024 and ending on (and including) January 1, 2033, to provide that the number of shares of Common Stock reserved for issuance under the Plan will increase on January 1 of that year, in an amount equal to the lesser of (i) 10% of the total number of shares of capital stock outstanding on December 31 of the preceding calendar year, and (ii) such number of shares of capital stock as may be determined by the Board or the Remuneration and Nomination Committee; provided, that the total share reserve (in (i) and (ii)) shall not exceed the number of shares of Common Stock equal to 15% of the total number of shares of capital stock (including all outstanding convertible or exchangeable securities on a fully-diluted, as-converted-to-Common-Stock basis and including the remaining shares of Common Stock available for issuance under the share reserve) on December 31 of the preceding calendar year.¹

The Plan will be administered by the Board or its Remuneration and Nomination Committee, which has the power to determine:

- who will receive awards under the Plan;
- the type of awards granted under the Plan;
- the terms and conditions of awards, not inconsistent with the terms of the Plan, including, without limitation, the exercise or purchase price (if any) applicable to the award, the time or times when awards may vest and/or be exercised, and any restriction or limitation regarding any award or the Common Stock underlying any award;
- specifically in the case of options:
 - the exercise price of any options granted, which will generally not be less than the fair market value of the Company's Common Stock on the date the option is granted;
 - the terms on which the options will be exercisable;
 - the termination or cancellation provisions applicable to the options which are granted, provided that the expiry date shall, in most cases, not be more than 10 years from the date the option was granted; and

¹ In accordance with the terms of the Plan, as summarised in this Annexure A and disclosed in the Company's prospectus dated 22 November 2023, the Board has resolved to increase the maximum aggregate number of shares of Common Stock that have been reserved for issuance under the Plan from 24,400,000 to 1,300,000 to a maximum of 85,173,046 effective 1 January 2025.

- whether such option is intended to be tax qualified under the laws of any jurisdiction; and
- to construe and interpret the terms of the Plan and any award agreement.

In the event of:

- a sale or other disposition of all or substantially all of the Company's assets;
- a sale or other disposition of more than 50% of the outstanding securities of the Company;
- a merger, consolidation or similar transaction following which the Company is not the surviving corporation; or
- a merger, consolidation or similar transaction following which the Company is the surviving corporation but the Common Stock outstanding immediately preceding the merger, consolidation or similar transaction are converted or exchanged by virtue of the merger, consolidation or similar transaction into other property, whether in the form of securities, cash or otherwise,

then the Board or the Remuneration and Nomination Committee may take one or more of the following actions with respect to outstanding awards (which such action(s) need not be the same with respect to each award), contingent upon the closing or completion of such transaction, and subject to any provision to the contrary in the instrument evidencing the award or any other written agreement with the holder of such award:

- providing for the assumption or substitution of the outstanding award;
- accelerating the vesting, in whole or in part, of any award (including arranging for the lapse, in whole or in part, of any reacquisition or repurchase rights held by the Company);
- assigning any reacquisition or repurchase rights held by the Company with respect to an Award to the surviving or acquiring entity or its parent; or
- cancelling the outstanding award on such terms and conditions as it deems appropriate, including providing for the cancellation of such outstanding Award for any or no consideration as the Board or Remuneration and Nomination Committee determines, which such payments may be delayed to the same extent that payment of consideration to the holders of the Common Stock in connection with the transaction is delayed as a result of escrows, earn outs, holdbacks or any other contingencies.

Subject to compliance with applicable law, the Board has the authority to amend or terminate the Plan provided no amendment or termination (other than an adjustment pursuant to a reorganisation, which will be conducted in accordance with the Listing Rules) shall be made that would materially and adversely affect the rights of any participant under any outstanding Award, without such participant's consent. Certain amendments will require the approval of the Stockholders.

The Plan will automatically terminate in 2033, unless terminated prior.

Annexure B – Summary of terms of the Options

The key terms of the Options are as set out below.

- (a) **entitlement:** Each Option entitles the holder to one share of Common Stock in the Company upon exercise.
- (b) **issue price:** Nil.
- (c) **exercise price:** The exercise price will be equal to the closing price of CDIs on the date before the Options are granted plus a 15% premium.
- (d) **vesting:**
- (i) in the case of Michael Sistenich: 25% of the Options will be immediately vested upon grant. The remaining options will vest in a series of 36 successive equal monthly instalments measured from the date Michael Sistenich is granted his Options;
 - (ii) in the case of Lawrence Gozlan: the Options will vest in a series of 36 successive equal monthly instalments measured from the date Lawrence Gozlan is granted his Options;
 - (iii) in the case of Lisa Pettigrew: the Options will vest in a series of 36 successive equal monthly instalments measured from the date Lisa Pettigrew is granted her Options; and
 - (iv) in the case of Sergio Duchini: the Options will vest in a series of 36 successive equal monthly instalments measured from the date Sergio Duchini is granted his Options.
- (e) **expiry date:** The date which is 10 years from the date of grant.
- (f) **exercise:** The holder of each Option may exercise the Option by giving notice to the Company by providing an exercise form and payment of the relevant exercise price to the Company's office prior to the relevant expiry date. Exercise will be deemed to have been effected immediately prior to the close of business on the day which the Company receives the exercise price.
- (g) **transferability:** The Options may not be transferred.
- (h) **ranking of underlying Common Stock:** The shares of Common Stock underlying the Options rank equally with all other Common Stock upon their issue.
- (i) **participation rights:** The Options do not provide holders with any rights to participate in pro-rata entitlement offers prior to their exercise.
- (j) **voting rights:** The Options do not provide holders with any voting rights prior to their exercise.
- (k) **rights to dividends:** The Options do not provide holders with any rights to receive dividends prior to their exercise.
- (l) **reorganization:** At all times while the Company is admitted to the official list of the ASX, upon a reorganization of capital, the rights of the holder under the terms of the Options must be changed to comply with the Listing Rules applying to a reorganization of capital at the time of such reorganization.

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- (m) **no change to exercise price of underlying number of Common Stock:** The Options do not confer any right to a change in the exercise price or to the underlying number of Common Stock.
 - (n) **rights to surplus assets upon winding up:** The Options do not provide holders with any rights to receive surplus assets of the Company upon winding up.
 - (o) **rights upon cessation of employment:** Generally, a holder will have 3 months to exercise any vested Options, with longer periods provided in the event of a holder's termination due to death or permanent disability. All unvested Options are forfeited, and the corresponding reserved shares returned to the option pool and may be reissued. Certain holders per the terms of their employment agreements and grants may be entitled to a longer period to exercise their options. Certain holders may have their Options vesting accelerated upon cessation of employment per the terms of their employment agreements and grants.
 - (p) **inconsistency with Plan:** To the extent of any inconsistency with the terms of the Plan, these terms prevail.

GLOSSARY

A\$ means Australian dollars.

AEDT means Australian Eastern Daylight Time.

Associate has the meaning given to that term in the Listing Rules.

ASX means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

Awards has the meaning given in Annexure A.

Board means the Directors of Enlitic.

Bylaws means the Company's bylaws, as amended from time to time.

CDIs means CHESS Depository Interests over Common Stock.

CDI Holder means a holder of CDIs.

CDI Voting Instruction Form means the CDI voting instruction form accompanying the Notice.

CDN means CHESS Depository Nominees Pty Ltd ACN 071 346 506.

Chair or **Chairman** means the individual designated by the Board pursuant to Bylaw 3.10(a).

Common Stock means common stock in the capital of the Company.

Company or **Enlitic** means Enlitic, Inc. ARBN 672 254 027.

Directors means the directors of the Company.

Equity Securities has the meaning given to that term in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum accompanying the Notice.

Listing Rules means the ASX Listing Rules.

Meeting means the Extraordinary General (Special) Meeting of the Company convened by the Notice.

Notice means the Notice of Extraordinary General (Special) Meeting.

Option means an option on the terms set out in Annexure B to this Explanatory Memorandum.

Plan means the Company's 2023 Equity Incentive Plan.

Proxy Form means the proxy form accompanying the Notice.

Record Date means 7:00pm (AEDT) on 6 December 2024 (3:00am (U.S. Eastern Standard Time) on 6 December 2024).

Resolution means a resolution contained in the Notice.

Securityholder means a Stockholder (including CDN) or CDI Holder.

Stockholder means a holder of Common Stock from time to time (including as a Stockholder of Record and a Street Name Holder).

Stockholder of Record means a person who directly holds Common Stock.

Street Name Holder means a person who holds Common Stock in an account at a brokerage firm, bank, broker-dealer, trust, custodian or similar organisation.

US\$ means United States dollars.

PROXY FORM

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LODGE YOUR INSTRUCTION

-  **ONLINE**
<https://investorcentre.linkgroup.com>
-  **MOBILE**
<https://investorcentre.linkgroup.com>
-  **BY MAIL**
Enlitic, Inc.
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
-  **BY FAX**
(02) 9287 0309 (within Australia)
+61 2 9287 0309 (from outside Australia)
-  **BY HAND**
Link Market Services Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150
-  **ALL ENQUIRIES TO**
Telephone: 1300 554 474 Overseas: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a holder of common stock in Enlitic, Inc. (**Company**) (**Stockholder**) of Enlitic, Inc. and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairperson of the Meeting (mark box) **OR** if you are **NOT** appointing the Chairperson 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 Chairperson 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 Extraordinary General (Special) Meeting of Stockholders of the Company to be held at **10:00am (Australian Eastern Daylight Time) on Tuesday, 14 January 2025 / 6:00pm (U.S. Eastern Standard Time) on Monday, 13 January 2025 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://meetings.linkgroup.com/ENLGM25> (refer to details in the Virtual Meeting Online Guide).

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business.


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 .

Items of Business

	For	Against	Abstain*		For	Against	Abstain*
1 Grant of Options to Michael Sistenich (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3 Grant of Options to Lisa Pettigrew (or her nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Grant of Options to Lawrence Gozlan (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4 Grant of Options to Sergio Duchini (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 * If you mark the "Abstain" box for a particular item of business, you are directing your proxy not to vote on your behalf on such item of business and your votes will not be counted in computing the required voting threshold for such item of business.

SIGNATURE OF STOCKHOLDERS – THIS MUST BE COMPLETED

Stockholder 1 (Individual) Joint Stockholder 2 (Individual) Joint Stockholder 3 (Individual)

Sole Director and Sole Company Secretary Director/Company Secretary (Delete one) Director

This form should be signed by the Stockholder. If a joint holding, either Stockholder may sign. If signed by the Stockholder'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 that company's constitution and the *Corporations Act 2001* (Cth) (to the extent applicable).

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STEP 1

STEP 2

STEP 3



HOW TO COMPLETE THIS STOCKHOLDER PROXY FORM

CDI HOLDERS

Please note this Proxy Form is only for Stockholders of the Company. If you hold CHES Depositary Interests over common stock (CDIs), you must complete a CDI Voting Instruction Form provided with the Notice of Extraordinary General (Special) Meeting.

If you hold common stock and CDIs you must complete this Proxy Form (should you wish to appoint a proxy) with respect to your common stock and a separate CDI Voting Instruction Form with respect to your CDIs.

YOUR NAME AND ADDRESS

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

APPOINTMENT OF PROXY

If you wish to appoint the Chairperson of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairperson of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a Stockholder of the Company.

DEFAULT TO CHAIRPERSON OF THE MEETING

If you return this form without appointing a proxy in Step 1, your proxy will default to the Chairperson of the Meeting, who will vote your common stock in accordance with your directions or, if not directed, as described in Step 1.

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 common stock 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 common stock 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 it chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF ADDITIONAL PROXIES

You are entitled to appoint more than one proxy to attend the Meeting and vote on a poll. If you wish to appoint additional proxies, additional Proxy Forms may be obtained by telephoning Link or you may copy this form and return them both together.

To appoint additional proxies you must:

- on each of the first Proxy Form and each additional Proxy Form state the percentage of your voting rights or number of common stock 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 its pro rata share of your votes. Fractions of votes will be disregarded; and
- return all 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, either Stockholder may 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: with respect to an Australian company, 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* (Cth)) 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. With respect to a U.S. company or other entity, this form may be signed by one officer. Please give full name and title under the signature.

CORPORATE REPRESENTATIVES

If a representative of a corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of Meeting of Stockholders. A form of the certificate may be obtained from Link or online at www.linkmarketservices.com.au.

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 **10:00am (Australian Eastern Daylight Time) on Sunday, 12 January 2025 / 6:00pm (U.S. Eastern Standard Time) on Saturday, 11 January 2025**, 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 using the reply paid envelope or:



ONLINE

<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, Stockholders will need their "Holder Identifier" - EQ Account Number (EAN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your stockholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Enlitic, Inc.
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

(02) 9287 0309 (within Australia)
+61 2 9287 0309 (from outside Australia)



BY HAND

delivering it to Link Market Services Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

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

IMPORTANT INFORMATION

Link Group is now known as MUFG Pension & Market Services. Over the coming months, Link Market Services will progressively rebrand to its new name MUFG Corporate Markets, a division of MUFG Pension & Market Services.

CDI VOTING INSTRUCTION FORM

For personal use only

LODGE YOUR INSTRUCTION

-  **ONLINE**
<https://investorcentre.linkgroup.com>
-  **MOBILE**
<https://investorcentre.linkgroup.com>
-  **BY MAIL**
Enlitic, Inc.
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
-  **BY FAX**
(02) 9287 0309 (within Australia)
+61 2 9287 0309 (from outside Australia)
-  **BY HAND**
Link Market Services Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150
-  **ALL ENQUIRIES TO**
Telephone: 1300 554 474 Overseas: +61 1300 554 474



X99999999999

CDI VOTING INSTRUCTION FORM

STEP 1

DIRECTION TO CHESSE DEPOSITARY NOMINEES PTY LTD

I/We being a holder of CHESSE Depository Interests (CDIs) over common stock of Enlitic, Inc. (Company) hereby direct CHESSE Depository Nominees Pty Ltd (CDN) to vote the common stock underlying my/our CDI holding at the Extraordinary General (Special) Meeting of Stockholders of the Company to be held at **10:00am (Australian Eastern Daylight Time) on Tuesday, 14 January 2025 / 6:00pm (U.S. Eastern Standard Time) on Monday, 13 January 2025** (the Meeting) and at any adjournment or postponement of the Meeting, in accordance with the following directions.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://meetings.linkgroup.com/ENLGM25> (refer to details in the Virtual Meeting Online Guide). For the avoidance of doubt, you will not be able to vote at the Meeting.

By execution of this CDI Voting Instruction Form the undersigned hereby authorises CDN to appoint such proxies or their substitutes in their discretion to vote in accordance with the directions set out below.

STEP 2

PROXY APPOINTMENT– this ONLY needs to be completed if you wish to appoint a person, for the avoidance of doubt, other than CDN, to attend and vote the common stock underlying my/our holding at the Meeting and any adjournment or postponement of the Meeting.

Please mark either A or B

A APPOINT THE CHAIRPERSON
 CDN to appoint the Chairperson of the Meeting as its Nominated Proxy (mark box)

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business.

B APPOINT A PROXY
 CDN to appoint the following Nominated Proxy (mark box)

Please write the name of the person (other than the Chairperson of the Meeting) you would like to attend and vote at the Meeting on your behalf. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

OR failing attendance at the Meeting of the person or body corporate so named, the Chairperson of the Meeting

STEP 3

VOTING INSTRUCTIONS

Voting instructions will only be valid and accepted by CDN if they are signed and received no later than 72 hours before the Meeting.

If you have appointed a proxy under Step 2 above and do not give a direction for any item of business set out below, that proxy may vote as they see fit (to the extent permitted by the law).

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

Items of Business	For	Against	Abstain*	For	Against	Abstain*
1 Grant of Options to Michael Sistenich (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Grant of Options to Lawrence Gozlan (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Grant of Options to Lisa Pettigrew (or her nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Grant of Options to Sergio Duchini (or his nominee) under the 2023 Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 * If you mark the "Abstain" box for a particular item of business, you are directing CDN or its appointed proxy (as applicable) not to vote on your behalf on such item of business and your votes will not be counted in computing the required voting threshold for such item of business.

STEP 4

SIGNATURE OF CDI HOLDERS – THIS MUST BE COMPLETED

CDI Holder 1 (Individual) Joint CDI Holder 2 (Individual) Joint CDI Holder 3 (Individual)

Sole Director and Sole Company Secretary Director/Company Secretary (Delete one) Director

This form should be signed by the CDI Holder in accordance with the instructions overleaf.

For personal use only



HOW TO COMPLETE THIS CDI VOTING INSTRUCTION FORM

COMMON STOCKHOLDERS

Please note this CDI Voting Instruction Form is only for CDI Holders of the Company. If you hold common stock directly, you must complete a Proxy Form (should you wish to appoint a proxy) provided with the Notice of Extraordinary General (Special) Meeting.

If you hold common stock and CDIs you must complete this CDI Voting Instruction Form with respect to your CDIs and a separate Proxy Form (should you wish to appoint a proxy) with respect to your common stock.

YOUR NAME AND ADDRESS

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

DIRECTION TO CHESSE DEPOSITARY NOMINEES PTY LTD

Each CDI is evidence of an indirect ownership in the Company's shares of common stock. The underlying common stock are registered in the name of CHESSE Depository Nominees Pty Ltd (**CDN**) (as the registered stockholder). As holders of CDIs are not the legal owners of the underlying common stock, CDN is entitled to vote at the Meeting on the instruction of the registered holders of the CDIs. Therefore, every CDI registered in your name entitles you to one vote.

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, either holder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with Link. 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: with respect to an Australian company, 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* (Cth)) 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. With respect to a U.S. company or other entity, this form may be signed by one officer. Please give full name and title under the signature.

LODGEMENT OF A CDI VOTING INSTRUCTION FORM

This CDI Voting Instruction Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am (Australian Eastern Daylight Time) on Saturday, 11 January 2025 / 6:00pm (U.S. Eastern Standard Time) on Friday, 10 January 2025**, being not later than 72 hours before the commencement of the Meeting. Any CDI Voting Instruction Form received after that time will be invalid.

CDI Voting Instruction Forms may be lodged using the reply paid envelope or:



ONLINE

<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on the CDI Voting Instruction Form. Select 'Voting' and follow the prompts to lodge your instruction to vote. To use the online lodgement facility, CDI Holders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your voting instruction by scanning the QR code adjacent or enter the voting instruction link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your CDI holding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Enlitic, Inc.
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

(02) 9287 0309 (within Australia)
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BY HAND

delivering it to Link Market Services Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

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

IMPORTANT INFORMATION

Link Group is now known as MUFG Pension & Market Services. Over the coming months, Link Market Services will progressively rebrand to its new name MUFG Corporate Markets, a division of MUFG Pension & Market Services.

Virtual Meeting Online Guide

For personal use only

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Edge – 92.0 and up

To attend and vote you must have your securityholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this information before proceeding.

Virtual Meeting Online Guide

For personal use only

Step 1

Open your web browser and go to <https://meetings.linkgroup.com/ENLGM25>

Step 2

Log in to the portal using your full name, mobile number, email address, and participant type

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

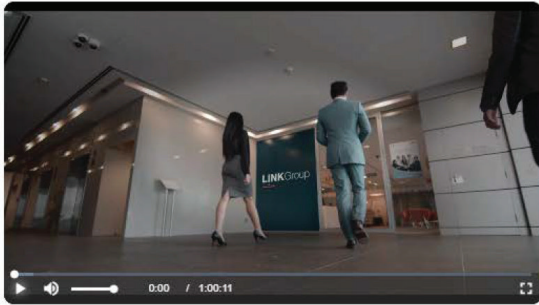
This will bring up a box which looks like this.

If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



Link Market Services Meeting

+
Get a Voting Card

?
Ask a Question

Downloads

- Speakers Bio's
- Sustainability Report
- Notice of meeting
- Online Guide
- Annual Report

JOHN SAMPLE | *****0014

Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the shareholder's voting instructions.

Full Vote | **Partial Vote**

Resolution 1 For Against Abstain

GENERAL BUSINESS

SUBMIT VOTE

Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards. Once voting has been closed all submitted voting cards cannot be changed.

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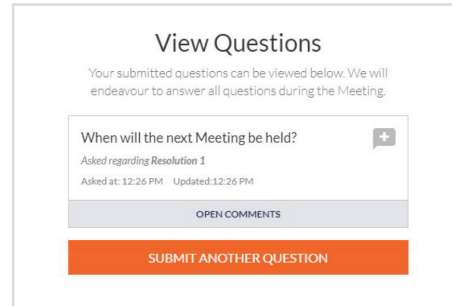
Virtual Meeting Online Guide *continued*

2. How to ask a question

Note: Only verified Securityholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your security holder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

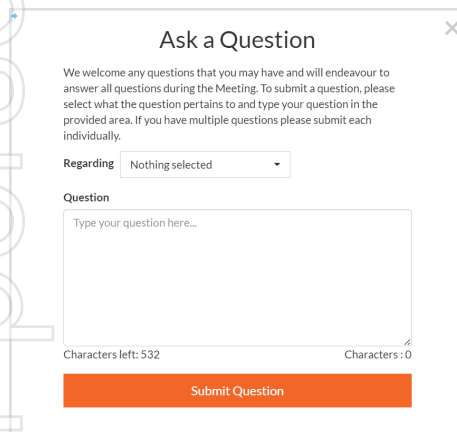
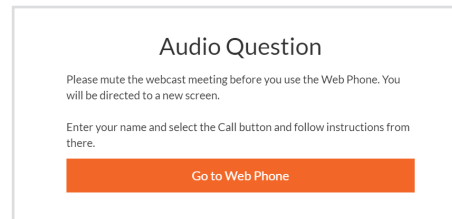
Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



2a. How to ask a written question

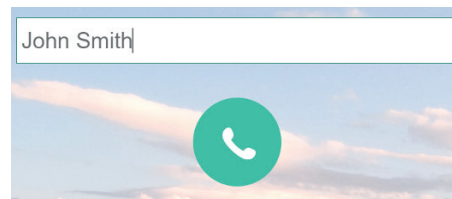
The 'Ask a Question' box will pop up and you have the option to type in a written question of ask an audio question over the phone line.

2b. How to ask an audio question



Step 1

Click on 'Go to Web Phone'



Step 2

Type in your name and hit the green call button. You will then be in the meeting and able to listen to proceedings.

In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

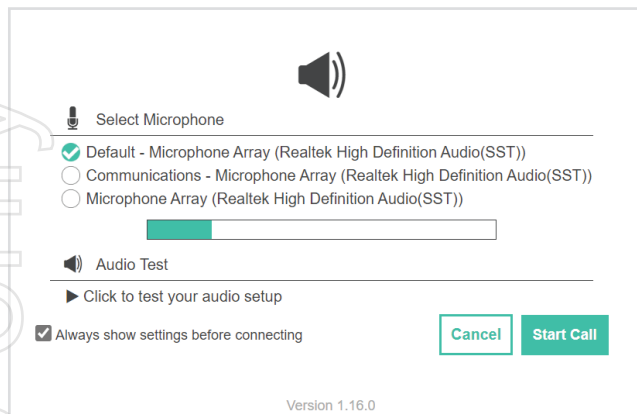
Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

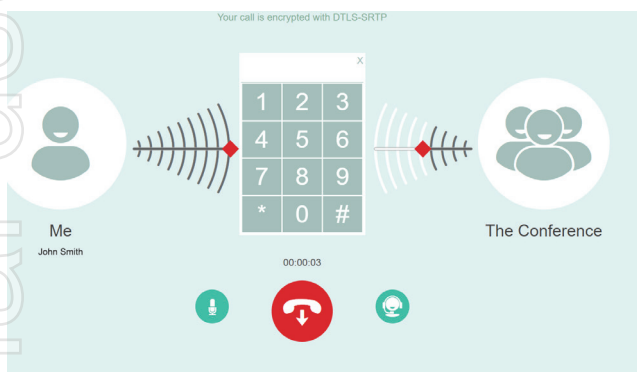
If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Step 3

A box will pop up with a microphone test. Select **'Start Call'**



Step 4



You are now in the meeting (on mute) and will be able to listen to proceedings.

When the Chair calls for questions or comments on each item of business, press *1 on the keypad on your screen for the item of business that your questions or comments relates to. If at any time you no longer wish to ask a question or make a comment, you can lower your hand by pressing *2 on the keypad.

Step 5

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

Step 6

Your line will be muted once your question or comment has been asked / responded to

Step 7

You can hang up and resume watching the meeting via the online platform. If you would like to ask a question on another item of business, you can repeat the process above.

Please ensure you have muted the webcast audio.

3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

Contact us

Australia

T +61 1800 990 363

E info@linkmarketservices.com.au