

28 February 2022

Dear Shareholder

Chimeric Therapeutics Limited – Entitlement Offer – Notice to Ineligible Retail Shareholders

On 21 February 2022, Chimeric Therapeutics Limited (**Chimeric**) announced an equity raising through a 1 for 3.15 accelerated, non-renounceable entitlement offer of fully paid ordinary shares in Chimeric (**New Shares**) (and 1 option for every New Share with an exercise price of \$0.255 and an expiry date of 31 March 2024) to raise approximately \$18.1 million (**Entitlement Offer**).

The Board intends to use the proceeds of the Entitlement Offer to fund payments under the Company's licence and sponsored research agreements as well as Phase I clinical trials. Funds will also be applied for ongoing working capital and the costs of the Entitlement Offer.

Terms of the Entitlement Offer

Under the retail component of the Entitlement Offer (**Retail Entitlement Offer**), Eligible Retail Shareholders (defined below) will be invited to subscribe for 1 New Share for every 3.15 existing Chimeric ordinary shares (and 1 option for every New Share with an exercise price of \$0.255 and an expiry date of 31 March 2024) held at 7.00pm (Sydney time) on Wednesday, 23 February 2022 (**Record Date**) at an offer price of \$0.17 per New Share (**Entitlement**).

The Entitlement Offer comprises:

- 1 an institutional component (**Institutional Entitlement Offer**); and
- 2 the Retail Entitlement Offer.

The Retail Entitlement Offer is being made by Chimeric in accordance with section 713 of the *Corporations Act 2001* (Cth) (**Corporations Act**). Chimeric lodged a prospectus for the Retail Entitlement Offer with the Australian Securities and Investments Commission on 21 February 2022.

Documents relating to the Retail Entitlement Offer, including the prospectus, were lodged with ASX on 21 February 2022 and are being mailed to Eligible Retail Shareholders (as defined below).

Shareholder approval is not required for Chimeric to make the offer under the Retail Entitlement Offer.

Eligibility of shareholders to participate in the Retail Entitlement Offer

Chimeric, together with Bell Potter Securities Limited (**Bell Potter**) (acting as lead manager in connection with the Entitlement Offer), has determined, under ASX Listing Rule 7.7.1(a) and section 9A(3) Corporations Act, that it would be unreasonable to make offers to shareholders with a registered address outside Australia and New Zealand (or any other jurisdiction that Chimeric and Bell Potter agree) in connection with the Retail Entitlement Offer.

Accordingly, in compliance with ASX Listing Rule 7.7.1(b) and section 9A(3)(b) Corporations Act, this letter is to inform you that Chimeric, together with Bell Potter, has determined that you are not an

Eligible Retail Shareholder (as defined below) and therefore are ineligible to apply for New Shares under the Retail Entitlement Offer.

You are not required to do anything in response to this letter.

The Retail Entitlement Offer is only available to Eligible Retail Shareholders. An Eligible Retail Shareholder means a holder of Chimeric shares at 7.00pm (Sydney time) on the Record Date who:

- has a registered address on the Chimeric share register in Australia or New Zealand, is an Institutional Investor in another Permitted Jurisdiction, or is a Shareholder that Chimeric has otherwise determined is eligible to participate;
- is not in the United States and is not a person (including nominee or custodian) acting for the account or benefit of a person in the United States;
- was not invited to participate in the Institutional Entitlement Offer and was not treated as an Ineligible Institutional Shareholder under the Institutional Entitlement Offer; and
- is eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer without any requirement for a prospectus to be lodged or registered.

As you do not satisfy the criteria for eligibility, Chimeric is unfortunately unable to extend the Retail Entitlement Offer to you.

New Shares equivalent to the number of New Shares you would have been entitled to if you were an Eligible Retail Shareholder will be allocated to Eligible Retail Shareholders who subscribe for New Shares in excess of their entitlement under the Retail Entitlement Offer.

As the Retail Entitlement Offer is non-renounceable, you will not receive any payment or value for these entitlements in respect of any New Shares that would have been offered to you if you were eligible.

Further information

If you have any queries, please call share registry, Boardroom Pty Ltd, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia), or visit Chimeric's website at www.chimerictherapeutics.com.

On behalf of the Directors, I thank you for your continued support of Chimeric.

Yours sincerely

Mr Phillip Hains & Mr Nathan Jong
Joint Company Secretaries
Chimeric Therapeutics Limited

Important information

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia or New Zealand. In particular, the New Shares have not been, and will not be, registered under the United States Securities Act of 1933 (the 'US Securities Act') or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements under the Entitlement Offer may only be taken up by, and the New Shares in the Entitlement Offer may only be offered or sold to, directly or indirectly, certain persons outside the United States in 'offshore transactions' (as defined in Rule 902(h) of Regulation S under the US Securities Act) in reliance on Regulation S under the US Securities Act.