

Notice of Extraordinary General Meeting

Chimeric Therapeutics Limited ACN 638 835 828



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Notice is given that an Extraordinary General Meeting (**EGM** or **Meeting**) of Chimeric Therapeutics Limited ACN 638 835 828 (**Company**) will be held at:

Location	Level 3, 62 Lygon Street, Carlton, Victoria 3053 and virtually (online) at https://web.lumiagm.com/338799551
Date	Wednesday, 13 September 2023
Time	10:00am (Sydney time) Registration from 9:45am (Sydney time)

Online meeting details

The Meeting will also be webcast live via an online platform. To participate you will need a desktop or mobile/tablet device with internet access, by entering the following URL into their browser: https://web.lumiagm.com/338799551 (Lumi Meeting ID: 338-799-551)

You can log into the Meeting by entering:

- Your username, which is your Voting Access Code (VAC), which can be located on the first page of your proxy form or the Notice of Meeting email; and
- Your password, which is the postcode registered to your holding if you are an Australian shareholder. Overseas shareholders should use their country code or refer to the user guide for their password details.

All Shareholders have the opportunity to attend and participate in the Meeting online via internet connection (using a computer, laptop, tablet or smartphone).

For further details and instructions, please see the online meeting guide located on the Company website containing details on attending and voting at the Meeting.

If Shareholders are unable to attend the Meeting using the online platform they are encouraged to alternatively, return the proxy form to the Company in accordance with the instructions thereon.

Returning the proxy form will not preclude a Shareholder from attending and voting at the Meeting utilising the online platform should they elect to do so.

If you have any questions regarding attendance at, or submitting questions for, the Meeting, please contact the Company's share registry, Boardroom Pty Limited, by telephone on 1300 737 760 (from within Australia) or +61 2 9290 9600 (outside of Australia).

Shareholder Questions

Shareholders will be provided with the opportunity to submit questions online at the Meeting, however, it is desirable if the Company was able to receive them in advance.



Shareholders are therefore requested to send any questions they may have for the Company or its Directors to the Company Secretary via email info@thecfo.com.au with subject `CHM EGM 2023'.

Please note that not all questions may be able to be answered during the Meeting. In this case answers will be made available on the Company's website after the Meeting.

Special business

Resolution 1 - Ratification of prior issue of Initial Shares to Lind Global Fund II LP

To consider and, if in favour, to pass the following resolution as an ordinary resolution:

1 'That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 24,000,000 Initial Shares to Lind Global Fund II LP pursuant to the Subscription Agreement, on the terms set out in the Explanatory Memorandum.'

Note: Voting exclusions apply.

The Directors unanimously recommend that you vote in favour of this resolution.

Resolution 2 - Approval to issue Shares to Lind Global Fund II LP

To consider and, if in favour, to pass the following resolution as an ordinary resolution:

That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issuance and allotment of up to 79,333,333 Shares to Lind Global Fund II LP pursuant to the Subscription Agreement, on the terms set out in the Explanatory Memorandum.'

Note: Voting exclusions apply.

The Directors unanimously recommend that you vote in favour of this resolution.

Resolution 3- Approval to issue Lind Global Fund II LP Options

To consider and, if in favour, to pass the following resolution as an ordinary resolution:

'That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the granting of 41,891,892 Options to Lind Global Fund II LP pursuant to the Subscription Agreement, on the terms set out in the Explanatory Memorandum.'

Note: Voting exclusions apply.

The Directors unanimously recommend that you vote in favour of this resolution.

Resolution 4 – Ratification of prior issue of Shares to L1 Capital Global Opportunities Master Fund

To consider and, if in favour, to pass the following resolution as an ordinary resolution:

4 'That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,805,556 Shares to L1 Capital Global Opportunities Master Fund in consideration for the termination of the L1 Equity Agreement, as detailed in the Explanatory Memorandum.'

Note: Voting exclusions apply.

The Directors unanimously recommend that you vote in favour of this resolution.



Dated: 15 August 2023

By order of the Board

Phillip HainsCompany Secretary



Voting Exclusion Statement

Corporations Act

For the purposes of section 224 Corporations Act, the Company will not disregard a vote if:

- (a) it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the proposed resolution; and
- (b) it is not cast on behalf of a related party or associate of a related party of the Company to whom the resolution would permit a financial benefit to be given or an associate of such a related party.

Listing Rules

In accordance with the Listing Rule 14.11, the Company will disregard votes cast in favour of the resolution by or on behalf of:

Resolution 1 — Ratification of prior issue of Initial Shares under Subscription Agreement	Lind Global Fund II LP or any person who participated in the issue or is a counterparty to the agreement being approved or any associate of those persons.
Resolution 2 — Approval to issue Shares under the Subscription Agreement	Lind Global Fund II LP and any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or any associate of their associates.
Resolution 3 — Approval to issue Lind Options	Lind Global Fund II LP or any person expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason a of being a holder of ordinary securities in the Company) or any of their associates.
Resolution 4 – Ratification of prior issue of Shares to L1 Capital Global Opportunities Master Fund	L1 Capital Global Opportunities Master Fund or any person who participated in the issue or is a counterparty to the agreement being approved or any associate of those persons.

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

- (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- (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.

Notes

- (a) Terms used in this Notice of Meeting which are defined in the Explanatory Memorandum have the meaning given to them in the Explanatory Memorandum.
- (b) Subject to the Corporations Act, including sections 250R and 250BD, a Shareholder who is entitled to attend and cast a vote at the meeting is entitled to appoint a proxy.
- (c) The proxy need not be a Shareholder of the Company. A Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- (d) If you wish to appoint a proxy and are entitled to do so, then complete and return the **attached** proxy form to the Company's share registry Boardroom Pty Limited, as detailed in the attached proxy form.
- (e) You can also lodge your proxy online at www.votingonline.com.au/chmegm22023 which is also located on the front of the accompanying proxy form. Alternatively, you can scan the QR code with your mobile device.
- (f) To be effective, the proxy must be received at the share registry of the Company no later than 10.00 am (Sydney time) on Monday, 11 September 2023 (48 hours before the commencement of the meeting).
- (g) A corporation may elect to appoint a representative in accordance with the Corporations Act in which case the Company will require written proof of the representative's appointment which must be lodged with or presented to the Company before the meeting.
- (h) The Company has determined under regulation 7.11.37 Corporations Regulations that for the purpose of voting at the meeting or adjourned meeting, securities are taken to be held by those persons recorded in the Company's register of Shareholders as at 7:00 pm (Sydney time) on Monday, 11 September 2023.
- (i) If you have any queries, including how to cast your votes, please contact the Company's registered office on +61 3 9824 5254 during business hours.

Explanatory Memorandum

Chimeric Therapeutics Limited ACN 638 835 828 (Company)

This Explanatory Memorandum accompanies the notice of Meeting of the Company to be held at Level 3, 62 Lygon Street, Carlton, Victoria 3053 and virtually (online) at https://web.lumiagm.com/338799551 on Wednesday, 13 September 2023 at 10.00 am (Sydney time).

The Explanatory Memorandum has been prepared to assist Shareholders in determining how to vote on the resolutions set out in the Notice of Meeting and is intended to be read in conjunction with the Notice of Meeting.

Background for Resolutions 1, 2 and 3

- As announced to the ASX on 23 June 2023, the Company a entered into a share subscription agreement with Lind Global Fund II LP on 23 June 2023 to receive initial funds of \$3.1 million with up to a further \$7 million in funding available by mutual agreement and subject to shareholder approval (**Subscription Agreement**). Lind Global Fund II, LP, an entity managed by New York-based The Lind Partners, (**Lind**) invests in small and mid-cap companies publicly traded in the US, Canada, Australia and the UK.
- The Subscription Agreement is a staged private placement with Lind and is part of the broader funding arrangements the Company has been undertaking since May 2023 (refer to ASX announcement dated 15 May 2023).
- In accordance with the Subscription Agreement, on or about 29 June 2023 (**Advance Payment Date**) the Company:
 - (a) received \$3.1 million from Lind (**Advance Payment**) which Lind can now use to subscribe for Shares to a deemed value of \$3.41 million (**Subscription Shares**) within 24 months from the Advance Payment Date, unless extended (**Term**); and
 - (b) issued to Lind 24,000,000 Shares (**Initial Shares**) which may subsequently be applied towards satisfying the Company's issue of Subscription Shares or repayment obligations under the Subscription Agreement. If at the expiration of the Term, or upon termination of the Subscription Agreement, there are still Initial Shares that have not been applied towards Subscription Shares or repayment, Lind is required to pay for any remaining Initial Shares at the price which is the lesser of:
 - (i) \$0.048 per share; and
 - (ii) 90% of the average of the three lowest daily VWAPs during the 20 trading days prior to the subscription,

(Subscription Price).

- Lind may elect when to provide Chimeric with subscription notices for the issue of up to 79,333,333 Subscription Shares to the aggregate value of \$3.41 million over the Term, subject to the following (**Subscription Amount**):
 - (a) Until 31 August 2023, any subscriptions by Lind will be at a fixed price of \$0.048.
 - (b) From 1 September 2023 until 30 June 2024, any subscriptions by Lind will be either at:
 - (i) \$0.048 per share, with the aggregate subscription amount unlimited; or
 - (ii) the Subscription Price, with the aggregate subscription amount in any one month at the Subscription Price limited to \$120,000.

- Lind may, at its sole discretion, increase the maximum monthly aggregate subscription amount to \$400,000, for two months only.
- (c) From 1 July 2024 until 29 June 2025, any subscriptions by Lind will be at the Subscription Price.
- (d) Any Advance Payment remaining at the expiry of the Term, will be subscribed for at the Subscription Price.
- (e) Where the Subscription Price for a subscription will be less than \$0.048 per share, the Company can elect, upon receipt of a subscription notice, to repay the value of the Subscription Shares to be issued in cash at 115% of the Subscription Amount (instead of issuing the Subscription Shares).
- Under the Subscription Agreement, the Company's obligation to issue the Initial Shares and Subscription Shares is limited to a maximum of 103,333,333 Shares (**Maximum**). If the Company wishes to issue more Shares than the Maximum, the Company must obtain Shareholder approval for the issue or Shareholder ratification of a past issue of Subscription Shares. Where Shareholders ratify a past issue of Subscription Shares, the applicable number of Subscription Shares will become available again for issue under the Maximum.
- The Subscription Agreement also requires the Company grant Lind 41,891,892 Options within three months of the Subscription Agreement execution date, subject to shareholder approval (**Lind Options**). The Lind Options will be issued for nil consideration with an exercise price of \$0.046 and will expire four years after issue. The Lind Option terms are set out in Schedule 1.
- 7 For further details of the key terms of the Subscription Agreement, please see Schedule 2.

Resolution 1 – Approval to ratify issue of Initial Shares to Lind Global Fund II LP

The purpose of resolution 1 is for Shareholders to approve, under Listing Rule 7.4, and for all other purposes, the issue and allotment of the 24,000,000 Initial Shares to Lind on the terms set out in the Explanatory Memorandum.

Listing Rule 7.1

- Broadly speaking, and subject to a number of exceptions, Listing Rules 7.1 and 7.1A limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to a combined 25% of the fully paid ordinary securities it had on issue at the start of that period. Shareholders approved an additional 10% placement capacity under Listing Rule 7.1A at the Annual General Meeting held on 15 November 2022.
- The issue of the 24,000,000 Initial Shares does not fall under any of the relevant exemptions and as it has not yet been approved by Shareholders, it utilises a portion of the 15% capacity limit under Listing Rule 7.1, thereby reducing the Company's capacity to issue further equity securities without shareholder approval for the 12-month period following the issue date.
- Listing Rule 7.4 provides that where a company subsequently approves an issue of securities, the issue will be treated as having been made with approval for the purpose of Listing Rules 7.1 and 7.1A, thereby replenishing the Company's 15% capacity, enabling it to issue further securities up to that limit.
- The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such issuance under Listing Rule 7.1. Resolution 1 therefore proposes the ratification of the allotment and issuance of the Initial Shares for the purpose of satisfying the requirements of ASX Listing Rule 7.1.

Technical information required by Listing Rule 14.1A

If Resolution 1 is passed, Shareholders will have ratified the issue of the Initial Shares, and the issue of the Initial Shares will no longer utilise a portion of the Company's 25% placement

- capacity under Listing Rules 7.1 and 7.1A, meaning that the Company will have an increased ability to issue Equity Securities over the next 12 months without seeking Shareholder approval.
- If Shareholders do not approve Resolution 1, the Company's ability to raise additional equity funds over the next 12 months without Shareholder approval will be restricted.

Technical information required by Listing Rule 7.5

- Pursuant to and in accordance with the requirements of Listing Rule 7.5, the following information is provided in relation to Resolution 1:
 - (a) the Initial Shares, being 24,000,000 fully paid ordinary shares, have been issued to Lind in accordance with the terms of the Subscription Agreement;
 - (b) the Initial Shares were issued on or about 29 June 2023;
 - (c) the material terms of the Subscription Agreement have been summarised in paragraphs 1 to 7 above and further in Schedule 2; and
 - (d) the Initial Shares were issued for nil upfront consideration for the purpose of partial consideration pursuant to the Subscription Agreement and, therefore, do not raise funds for the Company.

Directors' recommendation

16 The Directors unanimously recommend that you vote in favour of this resolution.

Resolution 2 - Approval to issue Shares to Lind Global Fund II LP

- 17 The purpose of Resolution 2 is for Shareholders to approve, under Listing Rule 7.1 and for all other purposes, the issue and allotment of Subscription Shares to Lind.
- As described above, subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.
- The issue of the Subscription Shares does not fall within any of these exceptions. Resolution 2 therefore proposes the approval of the allotment and issue of the Subscription Shares for the purpose of satisfying the requirements of ASX Listing Rule 7.1.

Technical information required by Listing Rule 14.1A

- If Resolution 2 is passed, Shareholders will have approved the issue and allotment of the Subscription Shares to Lind, and the issue of the Subscription Shares will no longer utilise a portion of the Company's 15% placement capacity under Listing Rule 7.1, meaning that the Company will have an increased ability to issue Equity Securities over the next 12 months without seeking Shareholder approval.
- 21 If Resolution 2 is not passed, the issuance of the Subscription Shares:
 - (a) may still occur in full but will be included in calculating the Company's 25% limit in Listing Rules 7.1 and 7.1A, effectively decreasing the number of Equity Securities it can issue without shareholder approval over the 12-month period following the issue date; or
 - (b) may be reduced to fall within the Company's capacity limits with the remainder of the Purchase Price to be satisfied by cash which would require use of the Company's funds that may have otherwise been designated for other uses.

Technical information required by Listing Rule 7.3

Pursuant to and in accordance with the requirements of Listing Rule 7.3, the following information is provided in relation to Resolution 2:

- (a) the Subscription Shares, being up to 79,333,333 fully paid ordinary shares, will be issued to Lind in accordance with the terms of the Subscription Agreement;
- (b) Listing Rule 7.3.4 provides that Equity Securities approved by Shareholders must be issued no later than three months after the date of the Meeting. If a subscription notice is not received by the Company before 13 December 2023, Shareholder approval for the Subscription Shares will lapse and may be sought again at any later general meeting called by the Company;
- (c) the Subscription Shares will only be issued to Lind where the Company receives a subscription notice from Lind in accordance with the Subscription Agreement and will be issued for the following:
 - (i) Until 31 August 2023, any subscriptions by Lind will be at a fixed price of \$0.048.
 - (ii) From 1 September 2023, any subscriptions by Lind will be either at:
 - (A) \$0.048 per share, with the aggregate subscription amount unlimited; or
 - (B) the Subscription Price, with the aggregate subscription amount in any one month at the Subscription Price limited to \$120,000;
- (d) the material terms of the Subscription Agreement have been summarised in paragraphs 1 to 7 above and further in Schedule 2; and
- (e) the Subscription Shares will be issued for nil upfront consideration for the purpose of partial consideration pursuant to the Subscription Agreement and, therefore, do not raise funds for the Company.

Directors' recommendation

The Directors unanimously recommend that you vote in favour of this resolution.

Resolution 3 – Approval to issue Lind Options

- The purpose of Resolution 3 is for Shareholders to approve, under ASX Listing Rule 7.1 and for all other purposes, the issue of the 41,891,892 Lind Options with an exercise price of \$0.046 per Option and an expiry date that is four years after the date of issue to Lind in accordance with the Subscription Agreement.
- As described above, subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its Shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.
- The issue of the Lind Options does not fall under any of the relevant exemptions. Resolution 3 therefore proposes the approval of the granting of the Lind Options for the purpose of satisfying the requirements of ASX Listing Rule 7.1.
- 27 If Resolution 3 is approved and the Lind Options are issued, Listing Rule 7.2 (exception 9) applies to the issue of Shares on the conversion of the Lind Options and such issuance shall not count towards the Company's placement capacity.

Technical information required by Listing Rule 14.1A

- If Resolution 3 is passed, the Lind Options will be issued with Shareholder approval pursuant to Listing Rule 7.1 and the Lind Options will not utilise a portion of the Company's 15% placement capacity, meaning the Company will have an increased ability to issue Equity Securities over the next 12 months without seeking Shareholder approval.
- 29 If Shareholders do not approve Resolution 3, the issuance will still occur but will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of

equity securities it can issue without shareholder approval over the 12 month period following the issue date.

Technical information required by Listing Rule 7.3

- Pursuant to and in accordance with the requirements of Listing Rule 7.3, the following information is provided in relation to Resolution 3:
 - (a) the securities are to be allotted to Lind;
 - (b) the maximum number of securities to be issued is 41,891,892 Options;
 - (c) the Options are excepted to be issued within five business days of the Meeting but in any event, not more than three months after Shareholder approval;
 - (d) the issue price for the options is nil;
 - (e) the Lind Option terms are further set out in Schedule 1;
 - (f) The Lind Options are being issued for nil upfront consideration and, therefore, do not raise funds for the Company. Any funds raised from the exercise of the Options will be used:
 - (i) to fund the progression of the Company's clinical trial pipeline and therapy portfolio; and
 - (ii) for working capital.

Directors' Recommendation

31 The Directors unanimously recommend that you vote in favour of this resolution.

Background – Resolution 4

- As announced to ASX on 9 June 2023, the Company and L1 Capital Global Opportunities Master Fund (**L1**) are parties to an equity placement agreement dated on or around 9 June 2022 (**Placement Agreement**). On or around 23 June 2023, as part of the Company's broader funding arrangements, the Placement Agreement was terminated in accordance with its terms.
- As part of the termination arrangements with L1, the Company issued 1,805,556 Shares to L1 in full satisfaction of the outstanding amount owing by the Company under the Placement Agreement (**L1 Shares**).

Resolution 4 – Ratification of prior issue of Shares to L1 Capital Global Opportunities Master Fund

- The purpose of Resolution 4 is for Shareholders to approve, under Listing Rule 7.4, and for all other purposes, the issue and allotment of the L1 Shares to L1.
- As described above, subject to a number of exceptions, ASX Listing Rules 7.1 and 7.1A limits the amount of Equity Securities that a listed company can issue without the approval of its Shareholders over any 12-month period to a combined 25% of the fully paid ordinary securities it had on issue at the start of that period (as approved by Shareholders at the 2022 Annual General Meeting). Listing Rule 7.4 provides that where a company subsequently approves an issue of securities, the issue will be treated as having been made with approval for the purpose of Listing Rule 7.1, and so does not reduce the Company's capacity to issue further equity securities without shareholder approval under those rules.
- The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain shareholder approval for such Listing Rule 7.1.

 Resolution 4 therefore proposes the ratification of the allotment and issuance of the L1 Shares for the purpose of satisfying the requirements of ASX Listing Rule 7.1.

Technical information required by Listing Rule 14.1A

- If Resolution 4 is passed, Shareholders will have ratified the issue of the L1 Shares, and the L1 Shares will no longer utilise a portion of the Company's 25% placement capacity under Listing Rules 7.1 and 7.1A, meaning that the Company will have an increased ability to issue Equity Securities over the next 12 months without seeking Shareholder approval.
- If Shareholders do not pass Resolution 4, the Company's ability to raise additional equity funds over the next 12 months without Shareholder approval will be restricted.

Technical information required by Listing Rule 7.5

- Pursuant to and in accordance with the requirements of Listing Rule 7.5, the following information is provided in relation to Resolution 4:
 - (a) the L1 Shares, being 1,805,556 fully paid ordinary shares, have been issued to L1;
 - (b) the L1 Shares were issued on or about 23 June 2023; and
 - (c) the L1 Shares were issued for nil upfront consideration in full satisfaction of the outstanding amount owing by the Company under the Placement Agreement and, therefore, do not raise funds for the Company.

Directors' recommendation

The Directors unanimously recommend that you vote in favour of this resolution.

Schedule 1

Terms of Lind Options

Grant of Options	The Lind Options are to be issued to Lind on or before 21 September 2023, being the date that is 90 days after the Execution Date (Grant Date).
Nature of options	Each Option will grant the holder of that Option the right but not the obligation to be issued by the Company one Share at the Options Exercise Price.
	Each Option will be exercisable by the Option holder complying with its obligations under these Option Terms, at any time after the time of its grant and prior to the Options Expiration Date, after which time it will lapse.
Exercise of Options	(a) an Option holder may exercise any of its Options at any time prior to their expiration, by delivery of:
	 a copy, whether electronic or otherwise, of a duly executed Option exercise form substantially in the form attached to the Agreement as Annexure D (the Exercise Form), to the Company during normal business hours on any Business Day at the Company's principal executive offices (or such other office or agency of the Company as it may designate by notice to the Option holder);
	(ii) a copy, whether electronic or otherwise, of any exercise form required by the share registrar; and
	(iii) payment of an amount equal to the Options Exercise Price multiplied by the number of Shares in respect of which the Options are being exercised at the time by wire transfer to the account specified by the Company from time to time or by bank draft delivered to the Company during normal business hours on any Business Day at the Company's principal executive offices (or such other office or agency of the Company as it may designate by notice to the Option holder).
	(b) As soon as reasonably practicable, but in any event no later than three Business Days after receipt of a duly completed Exercise Form and the payment referred to in (a)(iii) above, the Company must cause its securities registrar to:
	(i) issue and deliver the Shares in respect of which the Options are so exercised by the Option holder; and
	(ii) provide to the Option holder holding statements evidencing that such Shares have been recorded on the Share register.
	(c) The Company must also issue a Securities Cleansing Statement in respect of those Shares where it is lawfully able to issue such a statement immediately after the issue of those Shares, or alternatively where a Securities Cleansing Statement is not available, issue a Prospectus to enable those Shares to be freely tradeable within 3 Trading Days after the issue of those Shares.
Lind Options	41,891,892 number of options to purchase Shares.

Terms of Shares issued	Any Shares issued as a result of exercising a Lind Option are to be
	exercised substantially in the form attached to Annexure D of the Subscription Agreement.
Quotation of Shares issued	Application for official quotation of Shares allotted and issued as a result of the exercise of the Options will be made as soon as possible after the date of issuance of the Shares.
Expiration of Options	Each option will expire on the date which is 48 calendar months after the Grant Date.
Issue price of Options	No issue price is payable for the Lind Options.
Exercise price of Options	A\$0.046 upon exercise to acquire each Share.
Option register	Lind's Options will be registered in their name (or in the name of their nominee holder) in an options register maintained by the share registry. The share registry will issue holding statements that evidence the number of Options held by Lind or their nominees.
Bonus Issue	If prior to an exercise of an Option, but after the issue of the Option, the Company makes an issue of Shares by way of capitalisation of profits or out of its reserves (other than pursuant to a dividend reinvestment plan), pursuant to an offer of such Shares to at least all the holders of Shares resident in Australia, then on exercise of the Option, the number of Shares over which an Option is exercisable will be increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the date on which entitlements to the issue were calculated.
Rights Issues	If prior to an exercise of an Lind Option, but after the issue of the Lind Option, any offer or invitation is made by the Company to at least all the holders of Shares resident in Australia for the subscription for cash with respect to Shares, options or other securities of the Company on a pro rata basis relative to those holders' shareholding at the time of the offer, the Options Exercise Price will be reduced as specified in the Listing Rules in relation to pro-rata issues (except bonus issues).
Reconstruction of capital	If there is a reconstruction (including consolidation, sub-division, reduction or return) of the issued capital of the Company: (a) the number of the Shares to which each Option holder is entitled on exercise of the outstanding Options will be reduced or increased in the same proportion as, and the nature of the Shares will be modified to the same extent that, the issued capital of the Company is consolidated, subdivided or reconstructed (subject to the same provisions with respect to rounding of entitlements as sanctioned by the meeting of shareholders approving the consolidation, subdivision or reconstruction); (b) an appropriate adjustment will be made to the Options Exercise Price of the outstanding Options, with the intent that the total amount payable on exercise of the Options will not alter.

Cumulative Adjustment	Full effect will be given to the provisions of the Bonus Issues, Rights Issues and Reconstruction of Capital included in these Option Terms, as and when occasions of their application arise and in such manner that the effects of the successive applications of them are cumulative, the intention being that the adjustments they progressively effect will be such as to reflect, in relation to the Shares issuable on exercise of the Options outstanding, the adjustments which on the occasions in question are progressively effected in relation to Shares already on issue.
Notice of Adjustments	Whenever the number of Shares over which an Option is exercisable, or the Options Exercise Price, is adjusted pursuant to this Agreement, the Company must give notice of the adjustment to all the Option holders, within one Business Day.
Rights prior to exercise	The Options do not confer a right to participate in new issues of Shares unless the Options have been exercised on or before the record date for determining entitlements to the issue.
Redemption	The Options will not be redeemable by the Company.
Assignability and Transferability	 (a) The Options will be freely assignable and transferable, subject to the provisions of Chapter 6D of the Corporations Act and the applicable Law. The Options will however not be listed on the ASX or any other securities exchange. (b) Shares issued upon the exercise of Options will be freely tradeable upon the earlier of the issue of a Securities Cleansing Statement by the Company, or alternatively where a Securities Cleansing Statement is not available, the issue of a Prospectus
	by the Company in respect to those Shares
Interpretation of Option Terms	(c) The Option Terms are to be interpreted in accordance with the rule of interpretation set out in the Subscription Agreement.
	(d) Capitalised terms used but not defined in these Option Terms have the meaning given to them in the Subscription Agreement.
	(e) Nothing in these Option Terms acts as a release or waiver of any of the Company's obligations under the Subscription Agreement, and where the Company is required to issue any Shares under these Option Terms, it must do so in accordance with the Subscription Agreement.

Schedule 2

Terms of Subscription Agreement

Overview	The Subscription Agreement provides up to A\$10.1 million in total funding as follows: • An initial investment of A\$3.1 million; and
	 Up to an additional A\$7 million (for a total of A\$10.1 million) investments (funded in minimal increments of A\$1 million and subject to mutual agreement and shareholder approval).
Advance Payment	Lind will pay \$3.1 million to Chimeric which may be used to subscribe for Subscription Shares to a deemed value of \$3.41 million within 24 months from the Advance Payment Date.
Commitment Fees	Chimeric shall pay Lind a \$93,000 commitment fee on the Advance Payment Date, representing $\sim\!3\%$ of the Advance Payment.
Execution Date	The Agreement was executed on 22 June 2023 and is effective upon satisfaction of any condition precedent.
Advance Payment Date	Lind is to provide payment of the Advance Payment by no later than 5 business days after the Execution Date.
Initial Shares	24,000,000 fully paid ordinary shares in the Company will be issued to Lind at the Subscription Price, at the time of funding (and which may subsequently be applied towards satisfying the Company's issue of Subscription Shares or repayment obligations under the Agreement). If at the expiration of the Term (as defined below), or upon termination of the Agreement, there are still Initial Shares that have not been applied towards subscription or repayment, Lind will pay for those shares based on the Subscription Price (defined below).
Term	24 months after the Advance Payment Date.
Options	41,891,892 options with an exercise price of \$0.046 each and an expiration date of 48 months after issue. The Options will be issued within three months of the Execution Date and subject to shareholder approval.
Subscription Price	 The lesser of: \$0.048 per share; and 90% of the average of the three lowest daily VWAPs during the 20 trading days prior to the subscription, which at the date of this announcement was \$0.033 per share.

Subscriptions	 Lind may elect when to provide the Company with subscription notices for the issue of shares (Subscription Shares) to the aggregate value of \$3.41 million over the Term, subject to the following (Subscription Amount): Until 31 August 2023, any subscriptions by Lind will be at a fixed price of \$0.048. From 1 September 2023 until 30 June 2024, any subscriptions by Lind will be either at: \$0.048 per share, with the aggregate subscription amount unlimited; or the Subscription Price, with the aggregate subscription amount in any one month at the Subscription Price limited to \$120,000. Lind may, at its sole discretion, increase the maximum monthly aggregate subscription amount to \$400,000, for two months only. From 1 July 2024 until 29 June 2025, any subscriptions by Lind will be at the Subscription Price. Any Advance Payment remaining at the expiry of the Term, will be subscribed for at the Subscription Price. Where the Subscription Price on a subscription will be less than \$0.048 per share, the Company can elect, upon receipt of a subscription notice, to repay the value of the shares to be issued in cash at 115% of the Subscription Amount (instead of issuing the subscription shares).
Repayment	The Company can also elect, at any time after 31 July 2023, to repay in full the then remaining balance of the Advance Payment value of \$3.41 million, although it must first provide Lind the ability to subscribe, in accordance with the Subscription Agreement for one-third of that amount.
Other terms	As is customary with these types of arrangements, the Subscription Agreement contains typical investor protections such as negative covenants and representations and warranties.

Glossary

Chimeric Therapeutics Limited ACN 638 835 828

Advance Payment	means the $\$3.1$ million received by the Company from Lind on the Advance Payment Date.
Advance Payment Date	means on or about 29 June 2023.
ASX	means ASX Limited ACN 008 624 691 or the securities exchange operated by it (as the case requires).
Board	means the board of directors of the Company.
Company	means Chimeric Therapeutics Limited ACN 638 835 828.
Company Secretary	means Phillip Hains, the company secretary of the Company.
Corporations Act	means the Corporations Act 2001 (Cth).
Corporations Regulations	means the Corporations Regulations 2001 (Cth).
Directors	means the directors of the Company.
EGM or Meeting	means the Company's extraordinary general meeting the subject of this Notice of Meeting.
Equity Securities	has the meaning set out in the Listing Rules.
Explanatory Memorandum	means the explanatory memorandum attached to the Notice of Meeting.
Grant Date	means the date that is 90 days after the date of the Subscription Agreement (on or before 21 September 2023).
Initial Shares	means the 24,000,000 Shares issued to Lind on our about 29 June 2023 under the terms of the Subscription Agreement.
Lind	means Lind Global Fund II LP, an entity managed by New York-based The Lind Partners.
Lind Options	means the 41,891,892 options to acquire 41,891,892 Shares in the Company on the terms and conditions of the Subscription Agreement.
Listing Rules	means the listing rules of ASX.
L1	means L1 Capital Global Opportunities Master Fund.
L1 Shares	means the 1,805,556 Shares issued to L1 on or around 23 June 2023 in full satisfaction of the outstanding amount owing by the Company under the Placement Agreement.
Maximum	has the meaning given to it in the Explanatory Memorandum.
Notice of Meeting	means the notice of meeting and includes the Explanatory Memorandum.
Option	means an option to acquire a Share.

Placement Agreement	means the equity placement agreement between L1 and the Company dated on or around 9 June 2023.
Resolution	means a resolution of this Meeting of the Company.
Shares	means the fully paid ordinary shares in the Company.
Shareholder	means a person who is the registered holder of Shares.
Subscription Agreement	means the Subscription Agreement between Lind and the Company dated on or about 22 June 2023 for the issue of shares in the Company.
Subscription Amount	has the meaning given to it in the Explanatory Memorandum.
Subscription Price	means the lesser of: (a) \$0.048 per share; and (b) 90% of the average of the three lowest daily VWAPs during the 20 trading days prior to the relevant subscription.
Subscription Shares	has the meaning given to it in the Explanatory Memorandum.
Term	means 24 months from the Advance Payment Date, unless extended.
VWAP	means the volume-weighted-average-price of Shares on a trading day.



All Correspondence to:

By Mail Boardroom Pty Limited

GPO Box 3993

Sydney NSW 2001 Australia

By Fax: +61 2 9290 9655

Online: www.boardroomlimited.com.au

By Phone: (within Australia) 1300 737 760

(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded before 10:00am (Sydney Time) on Monday 11 September 2023.

BY SMARTPHONE

STEP 1: VISIT https://www.votingonline.com.au/chmegm22023

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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 half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form must be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. Please indicate the office held by signing in the appropriate place.

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting therefore by 10:00am (Sydney Time) on Monday, 11 September 2023. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

■ Online https://www.votingonline.com.au/chmegm22023

■ By Fax + 61 2 9290 9655

GPO Box 3993,

Sydney NSW 2001 Australia

In Person

Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

Chimeric Therapeutics Limited ABN 68 638 835 828

			Your Address This is your address as If this is incorrect, plea correction in the space broker should advise th Please note, you can using this form.	se mark the box wi to the left. Security neir broker of any ch	ith an "X" ar yholders spo hanges.	nd make the nsored by a
		PROXY FORM				
STEP 1	APPOINT A PROXY					
I/We being a m	ember/s of Chimeric Therapeutics Limited	(Company) and entitled to attend and vote hereby	appoint:			
	the Chair of the Meeting (mark box)					
	NOT appointing the Chair of the Meeting as your proxy below	your proxy, please write the name of the person o	r body corporate (excludi	ng the registered se	ecurityholde	r) you are
the Company t 2023 at 10:00a been given, as	o be held at Level 3, 62 Lygon Street, Carl	lividual or body corporate is named, the Chair of the ton, Victoria 3053 and virtually (online) at				



ONLINE SHAREHOLDERS' MEETING GUIDE 2023

Attending the AGM virtually

If you choose to participate online, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time.

To access the meeting:

Visit web.lumiagm.com/338799551 on your computer, tablet or smartphone. You will need the latest version of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

Meeting ID: 338-799-551

To login you must have your Voting Access Code (VAC) and Postcode or Country Code

The website will be open and available for log in from 09:00am (Sydney Time), 13th September 2023

Using the Lumi AGM platform:

ACCESS

The 1st page of the platform will ask in what capacity you are joining the meeting.

Shareholders or appointed proxies should select

"Shareholder or Proxyholder"

Guests should select "Guest"

Security-holder or Prony Gunnat CANCEL CONTRACE

CREDENTIALS

Shareholders/Proxys

Your username is your Voting Access Code and your password is your Postcode or Country Code, or, for non-Australian residents, your 3-letter country code.

Proxy holders should obtain their log in credentials from the registrar by calling 1300 737 760



Guests

Please enter your name and email address to be admitted into the meeting.

Please note, guests will not be able to ask questions or vote at the meeting.





NAVIGATION

Once successfully authenticated, the home page will appear. You can view meeting instructions, ask questions and open the virtual meeting.

A link to the virtual meeting will be provided on the home page. Click the link to open the meeting. The meeting will open in a separate browser tab on your device.

To Vote and ask Questions during the meeting, navigate back to the browser tab with the LUMI AGM platform open.

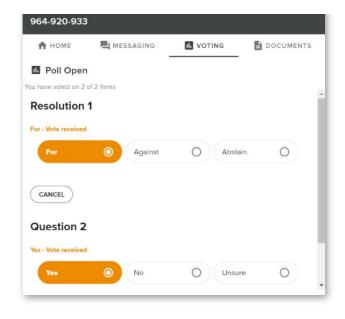


VOTING

The Chair will open voting on all resolutions at the start of the meeting. Once voting has opened, the voting tab will appear on the navigation bar.



Selecting this tab will open a list of all resolutions and their voting options.





To vote, simply select your voting direction from the options displayed on screen. Your selection will change colour and a confirmation message will appear.

To change your vote, simply select another option. If you wish to cancel your vote, please press cancel.

There is no need to press a submit or send button. Your vote is automatically counted.

Voting can be performed at any time during the meeting until the Chair closes the poll.



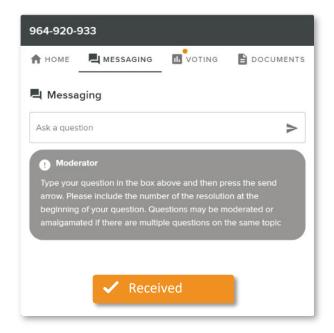
QUESTIONS

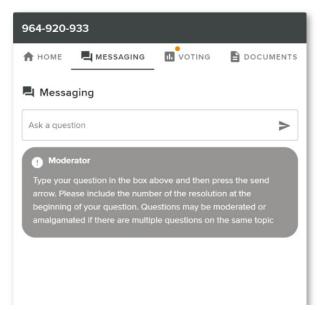
Any shareholder or appointed proxy is eligible to ask questions.

If you would like to ask a question. Select the messaging tab.



Messages can be submitted at any time from the start of the meeting, up until the Chair closes the Q&A session.





Select the "Ask a Question" box and type in your message.

Once you are happy with your message, select the send icon.



Questions sent via the Lumi platform may be moderated before being sent to the Chair. This is to avoid repetition and remove any inappropriate language.

Meeting ID: 338-799-551

To login you must have your Voting Access Code (VAC) and Postcode or Country Code

The website will be open and available for log in from 09:00am (Sydney Time), 13th September 2023

web.lumiagm.com



Country Codes

For overseas shareholders, select your country code from the list below and enter it into the password field.

ABW	Aruba
AFG	Afghanistan
AGO	Angola
AIA	Anguilla
ALA	Aland Islands
ALB	Albania
AND	Andorra
ANT	Netherlands Antilles
ARE	United Arab Emirates
ARG	Argentina
ARM	Armenia
ASM	American Samoa
	Antarctica
ATF	French Southern
ATG	Antigua & Barbuda
AUS	Australia
AUT	Austria
AZE	Azerbaijan
BDI	Burundi
BEL	Belgium Benin
BFA	Burkina Faso
BGD	Bangladesh
BGR	Bulgaria
BHR	Bahrain
BHS	Bahamas
BIH	Bosnia & Herzegovina
	St Barthelemy
BLR	Belarus
BLZ	Belize
BMU	Bermuda
BOL	Bolivia
BRA	Brazil
BRB	Barbados
BRN	Brunei Darussalam
BTN	Bhutan
BUR	Burma
BVT	Bouvet Island
BWA	Botswana
CAF	Central African Republic
CAN	Canada
ССК	Cocos (Keeling) Islands
CHE	Switzerland
CHL	Chile
CHN	China
CIV	Cote D'ivoire
CMR	Cameroon
COD	Democratic Republic of Congo
СОК	Cook Islands
COL	Colombia
COM	Comoros
CPV	Cape Verde
CRI	Costa Rica
CUB	Cuba
CYM	Cayman Islands
	Cyprus
CYP	
	Christmas Island
CXR	Christmas Island Czech Republic
CXR CZE	
CXR CZE	Czech Republic
CXR CZE DEU	Czech Republic Germany
CXR CZE DEU C DJI DMA DNK	Czech Republic Germany Djibouti

	Almost
DZA	Algeria
ECU	Ecuador
EGY	Egypt
ERI	Western Sahara
ESH	
ESP	Spain
EST	Estonia
FIN	Ethiopia Finland
FJI FLK	Fiji
	Falkland Islands (Malvinas)
FRA	France
FRO	Faroe Islands
FSM GAB	Micronesia
	Gabon
GBR	United Kingdom
GEO	Georgia
GGY	Guernsey
GHA	Ghana
GIN	Gibraltar Guinea
GLP	Guadeloupe Gambia
GMB	
GNB	Guinea-Bissau
GNQ	Equatorial Guinea Greece
GRC	Grenada
GRL	Greenland
GTM	Guatemala
GUF	French Guiana
GUM	Guam
GUY	
	Guyana
HKG	Hong Kong
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	Liberia
LBR	Liberia Libyan Arab Jamahiriya
LCA	St Lucia
LIE	Liechtenstein
LKA	Sri Lanka
LSO	Lesotho
LTU	Lithuania
LUX	Luxembourg
LVA	Latvia
MAC	Macao
MAF	St Martin
MAR	Morocco
	Monaco
MDA	Republic Of Moldova
MDG	Madagascar
MDV	Maldives
MEX	Mexico
MHL	Marshall Islands
MKD	
MIVD	Macedonia Former Yugoslav Rep
MLI	Mali
MLT	Mauritania
MMR	Myanmar
MNE	Montenegro
MNG	Mongolia
MNP	Northern Mariana Islands
MOZ	Mozambique
MRT	Mauritania
MSR	Montserrat
MTQ	Martinique
MUS	Mauritius
MWI	Malawi
MYS	Malaysia
MYT	Mayotte
NAM	Namibia
NCL	New Caledonia
NER	Niger
NFK	Norfolk Island
NGA	Nigeria
NIC	Nicaragua
NIU	Niue
NLD	Netherlands
NOR	Norway Montenegro
NPL	Nepal
NRU	Nauru
NZL	New Zealand
OMN	Oman
PAK	Pakistan
PAN	Panama
PCN	Pitcairn Islands
PER	Peru
PHL	Philippines
PLW	Palau
PNG	Papua New Guinea
POL	Poland
PRI	Puerto Rico
PRK	Korea Dem Peoples Republic
PRT	of Portugal
PRY	
PSE	Paraguay Palestinian Territory
FJE	Palestinian Territory Occupied
PYF	French Polynesia
OAT	Octor

QAT

Qatar REU Reunion

ROU	Romania
RUS	Russian Federation
RWA	Rwanda
SAU	Saudi Arabia Kingdom Of
SDN	Sudan
SEN	Senegal
SGP	Singapore
SGS	Sth Georgia & Sth Sandwich
	Isl
SHN	St Helena
SJM	Svalbard & Jan Mayen
SLB	Solomon Islands
SCG	Serbia & Outlying
SLE	Sierra Leone
SLV	El Salvador
SMR	San Marino
SOM	Somalia
SPM	St Pierre And Miquelon
SRB	Serbia
STP	Sao Tome And Principe
SUR	Suriname
SVK	Slovakia
SVN	Slovenia
SWE	Sweden
SWZ	Swaziland
SYC	Seychelles
SYR	Syrian Arab Republic
TCA	Turks & Caicos Islands
TCD	Chad
TGO	Togo
THA	Thailand
TJK	Tajikistan
TKL	Tokelau
TKM	Turkmenistan
TLS	Timor-Leste
TMP	East Timor
TON	Tonga
TTO	Trinidad & Tobago
TUN	Tunisia
TUR	Turkey
TUV	Tuvalu
TWN	Taiwan Tanzania United Republic of
UGA	Uganda United Republic of
UKR	Ukraine
UMI	United States Minor
URY	Uruquay
USA	United States of America
UZB	Uzbekistan
VNM	Vietnam
VNM	Vanuatu
WLF	Wallis & Futuna
WSM	Samoa
YEM	Yemen Variation
YMD	Yemen Democratic
YUG	Yugoslavia Socialist Fed Rep
ZAF	South Africa
ZAR	Zaire
ZMB	Zambia
ZWE	Zimbabwe