
Incannex Healthcare Limited
ACN 096 635 246

NOTICE OF ANNUAL GENERAL MEETING

For the annual general meeting of the Company to be held online at www.investor.automic.com.au and at the offices of Thomson Geer at Rialto South Tower, Level 39, 525 Collins Street, Melbourne on Thursday, 20 January 2022 at 11:00am (Melbourne time).

The Board considers that the health, safety and welfare of the Company's staff, its Shareholders and other stakeholders to be paramount. Accordingly, the number of physical attendees at the Meeting will be limited to the maximum number of attendees permitted based on the relevant Government regulations and guidelines in force at the time of the Meeting. As it is possible that not all Shareholders will be permitted to attend the Meeting in person should they choose to do so, the Company is pleased to provide Shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform, where Shareholders will be able to watch, listen, and vote online. Details of how to access the virtual Meeting are contained in the Notice of Meeting.

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on (+61) (0)417 935 552.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the annual general meeting of shareholders of Incannex Healthcare Limited (**Company**) will be held virtually and at the offices of Thomson Geer, Rialto South Tower, Level 39, 525 Collins Street, Melbourne on 20 January 2022 at 11:00am (Melbourne time) (**Meeting**).

Terms and abbreviations used in the Notice and the Explanatory Memorandum will, unless the context requires otherwise, have the meaning given to them in Schedule 1.

BUSINESS OF THE MEETING

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form both form part of this Notice.

In light of the COVID-19 global pandemic, the Board has decided that special arrangements will apply for the Meeting.

The Meeting will have limited numbers in person and will also be held virtually and will be accessible to all Shareholders via a live webcast, further details of which are set out below.

Shareholder participation in the Meeting is important to the Company and while there will not be a physical location accessible to most Shareholders, Shareholders can participate online in real-time, including asking questions and voting during the Meeting. The Company strongly encourages all Shareholders who wish to vote to do so by:

- (a) participating in the virtual meeting and casting a vote online; or
- (b) appointing a proxy (and where desired, direct the proxy how to vote on the Resolution) by completion and returning the Proxy Form.

ATTENDING AND PARTICIPATING IN THE MEETING ONLINE

The Company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform, where Shareholders will be able to watch, listen, ask questions and vote online.

If you choose to participate online on the day of the Meeting you will be able to view a live webcast of the Meeting, ask the Directors questions online and submit your vote in real time.

Due to Governmental restrictions, only very limited numbers (if any) will be able to attend the Meeting in person. Therefore, virtual attendance is strongly encouraged.

To access the virtual meeting, you will need to:

- (c) Open your internet browser and go to www.investor.automic.com.au.
- (d) Login with your username and password or click “**register**” if you haven’t already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting.**
- (e) After logging in, a banner will be displayed at the top once the meeting is open for registration, click on “**View**” when this appears.
- (f) Click on “**Register**” and follow the steps.
- (g) Click on the URL to join the webcast where you can view and listen to the virtual meeting.

- (h) Once the Chair of the Meeting has declared the poll open for voting click on “**Refresh**” to be taken to the voting screen.
- (i) Select your voting direction and click “**confirm**” to submit your vote. **Note that you cannot amend your vote after it has been submitted.**

A reasonable opportunity will be given to Shareholders as a whole to ask questions of the Directors in connection with the Resolution.

VOTING ELIGIBILITY

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on 18 January 2022 at 7:00pm (Melbourne time).

QUESTIONS

Shareholders will have the opportunity to submit questions during the Meeting in respect to the formal items of business to be conducted at the Meeting.

VOTING AT THE MEETING

The passing of the Resolutions arising at this Meeting will be decided by a poll. Upon a poll, every person who is present in person or by proxy, corporate representative, or attorney, will have one vote for each Share held by that person.

Shareholders are strongly urged to vote by proxy prior to the Meeting. Shareholders can complete the Proxy Form to provide specific instructions on how their vote is to be exercised on each Resolution. The Chair of the Meeting **MUST** and **WILL** follow the Shareholder's instructions if the Chair is appointed as proxy. Instructions for voting by proxy are set out on the Proxy Form.

VOTING IN PERSON

Due to COVID-19 induced restrictions, attendance at the Meeting in person will be limited. Therefore, you are encouraged to vote and attend the Meeting online. To vote online during the Meeting via the virtual meeting, refer to the virtual meeting details above.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast two (2) or more votes may appoint two (2) proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two (2) proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on (+61) 417 935 552.

AGENDA

A. Annual Report

To consider the Annual Report of the Company and its controlled entities for the year ended 30 June 2021, which includes the Financial Report, the Directors' Report and the Auditor's Report.

B. Meeting Resolutions

Resolution 1 – Remuneration Report

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT pursuant to and in accordance with section 250R(2) of the Corporations Act and for all other purposes, approval is given by Shareholders for the adoption of the Remuneration Report on the terms and conditions in the Explanatory Memorandum."

The vote on this Resolution is advisory only and does not bind the Directors or the Company.

Resolution 2 – Re-election of Mr Sud Agarwal as Director

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT pursuant to and in accordance with Article 6.14 of the Constitution and for all other purposes, Mr Sud Agarwal, Director, retires and being eligible, be re-elected as a Director on the terms and conditions in the Explanatory Memorandum."

Resolution 3 – Approval to issue Shares and Options to Joel Latham, CEO and Managing Director, as part of his FY22 remuneration package

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders approve the issue by the Company of 2,800,000 fully paid ordinary shares and 2,800,000 unlisted options to acquire new fully paid ordinary shares to Mr Joel Latham, CEO and Managing Director of the Company, on such terms as more particularly described in the explanatory statement which accompanies and forms part of this Notice of Meeting."

Resolution 4 – Approval to issue Shares and Options to Troy Valentine, Chairman, as part of his FY22 remuneration package

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders approve the issue by the Company of 1,400,000 fully paid ordinary shares and 1,400,000 unlisted options to acquire new fully paid ordinary shares to Mr Troy Valentine, Chairman of the Company, on such terms as more particularly described in the explanatory statement which accompanies and forms part of this Notice of Meeting."

Resolution 5 – Approval to issue Shares and Options to Joel Latham, CEO and Managing Director, as part of his FY23 remuneration package

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders approve the issue by the Company of 2,800,000 fully paid ordinary shares and 2,800,000 unlisted options to acquire new fully paid ordinary shares to Mr Joel Latham, CEO and Managing Director of the Company, on such terms as more particularly described in the explanatory statement which accompanies and forms part of this Notice of Meeting."

Resolution 6 – Approval to issue Shares and Options to Troy Valentine, Chairman, as part of his FY23 remuneration package

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

"THAT for the purposes of ASX Listing Rule 10.11 and for all other purposes, the Shareholders approve the issue by the Company of 1,400,000 fully paid ordinary shares and 1,400,000 unlisted options to acquire new fully paid ordinary shares to Mr Troy Valentine, Chairman of the Company, on such terms as more particularly described in the explanatory statement which accompanies and forms part of this Notice of Meeting."

Dated 17 December 2021

By order of the Board

Madhukar Bhalla
Company Secretary

EXPLANATORY MEMORANDUM

Section 1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held on 20 January 2022 at 11:00am (Melbourne time).

This Explanatory Memorandum forms part of the Notice which should be read in its entirety. This Explanatory Memorandum contains the terms and conditions on which the Resolution will be voted.

The Meeting referred to in the Notice is being held so that the Shareholders can consider the Resolution.

This Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2	Voting Exclusions
Section 3	Action to be taken by Shareholders
Section 4	Annual Report
Section 5	Resolution 1 – Remuneration Report
Section 6	Resolution 2 – Re-election of Mr Sud Agarwal as Director
Section 7	Resolution 3 – Approval to issue Shares and Options to Joel Latham as part of his FY22 remuneration package And Resolution 5 – Approval to issue Shares and Options to Joel Latham as part of his FY23 remuneration package
Section 8	Resolution 4 – Approval to issue Shares and Options to Troy Valentine as part of his FY22 remuneration package And Resolution 6 – Approval to issue Shares and Options to Troy Valentine as part of his FY23 remuneration package
Schedule 1	Definitions
Schedule 2	Rights attaching to the Options to be issued to Joel Latham
Schedule 3	Rights attaching to the Options to be issued to Troy Valentine

A Proxy Form is located at the end of this Explanatory Memorandum.

Section 2. VOTING EXCLUSIONS

1.2 Resolution 1

The Company will disregard any votes cast in favour of Resolution 1:

- (a) by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such member, regardless of the capacity in which the vote is cast; or
- (b) by a person appointed as a proxy, where that person is either a member of the Key Management Personnel at the date of the Meeting or a Closely Related Party of such member.

However, a vote may be cast by such a person if:

- (a) the vote is cast by that person as a proxy in accordance with a direction by the Shareholder as to how that person is to vote on the Resolution; and
 - (b) the Shareholder who directed that person how to vote is entitled to vote on the Resolution (eg. the Shareholder is not a member of Key Management Personnel or a Closely Related Party of such member),
- or
- (c) the voter is the chair of the Meeting and the appointment of the Chairman as proxy (by a Shareholder who is entitled to vote on the Resolution) does not specify the way the proxy is to vote on the Resolution; and
 - (d) the appointment expressly authorises the Chairman to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of a member of Key Management Personnel.

The Chairman intends to vote undirected proxies (where he has been appropriately authorised) in favour of this Resolution.

1.3 Resolution 2

There are no voting exclusions for Resolution 2

1.4 Resolutions 3 & 5

The Company will disregard any votes cast in favour of Resolution 3 or Resolution 5 by or on behalf of Joel Latham (or his nominee) and any other person 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 that Company) or an associate of that person or those persons. However, this does not apply to a vote cast in favour of these Resolutions by:

- (a) a person as a proxy or attorney for a person who is entitled to vote on these Resolutions, in accordance with the directions given to the proxy or attorney to vote on these Resolutions in that way; or
- (b) the Chairman as proxy or attorney for a person who is entitled to vote on these Resolutions, in accordance with a direction given to the Chairman to vote on these Resolutions as the Chairman 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 these Resolutions; and

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

The Chairman intends to vote undirected proxies (where he has been appropriately authorised) in favour of these Resolutions.

1.5 Resolution 4 & 6

The Company will disregard any votes cast in favour of Resolution 4 or Resolution 6 by or on behalf of Troy Valentine (or his nominee) and any other person 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 that Company) or an associate of that person or those persons. However, this does not apply to a vote cast in favour of these Resolutions by:

- (d) a person as a proxy or attorney for a person who is entitled to vote on these Resolutions, in accordance with the directions given to the proxy or attorney to vote on these Resolutions in that way; or
- (e) the Chairman as proxy or attorney for a person who is entitled to vote on these Resolutions, in accordance with a direction given to the Chairman to vote on these Resolutions as the Chairman decides; or
- (f) 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 these Resolutions; and
 - (ii) the holder votes on these Resolutions in accordance with directions given by the beneficiary to the holder to vote in that way.

The Chairman intends to vote undirected proxies (where he has been appropriately authorised) in favour of these Resolutions.

Section 3. ACTIONS TO BE TAKEN BY SHAREHOLDERS

Shareholders should read the Notice including this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions detailed in the Proxy Form. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

To vote by proxy, please complete and sign the enclosed Proxy Form and return it by:

- (a) post to:

Incannex Healthcare Limited
C/- Automic Group
GPO Box 5193 Sydney NSW 2001; or
- (b) in person at:

Automic
Level 5 126, Phillip Street
Sydney NSW 2000

(c) facsimile to Automic Group on facsimile number (+61 2) 8583 3040;

(d) email to meetings@automic.com.au

so that it is received not later than 18th January 2022 at 11.00am (Melbourne time). Proxy Forms received later than this time will be invalid.

Please note that:

- (a) a proxy need not be a Shareholder;
- (b) a Shareholder may appoint a body corporate or an individual as its proxy;
- (c) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body corporate may exercise as the Shareholder's proxy; and
- (d) Shareholders 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, but where the proportion or number is not specified, each proxy may exercise half of the votes.

If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that body corporate's representative. The authority may be sent to the Company or its share registry in advance of the Meeting or handed in at the Meeting when registering as a corporate representative.

Section 4. ANNUAL REPORT

In accordance with section 317(1) of the Corporations Act, the Annual Report must be laid before the annual general meeting. There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

- (a) discuss the Annual Report which is available online at <http://www.incannex.com.au>;
- (b) ask questions about, or comment on, the management of the Company; and
- (c) ask the Company's auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Chairman about the management of the Company, or to the Company's auditor about:

- (a) the preparation and the content of the Auditor's Report;
- (b) the conduct of the audit;
- (c) accounting policies of the Company in relation to the preparation of the financial statements; and
- (d) the independence of the Company's auditor in relation to the conduct of the audit,

may be submitted no later than 5 business days before the Meeting to the Company Secretary at the Company's registered office.

Section 5. REMUNERATION REPORT

This section provides further information relating to **Resolution 1** of the Notice.

In accordance with section 250R(2) of the Corporations Act, the Company must put the Remuneration Report to the vote of Shareholders. The Directors' Report contains the Remuneration Report at pages 44 to 51. The Remuneration Report sets out the remuneration policy for the Company and the remuneration arrangements in place for the executive Directors, specified executives and non-executive Directors.

In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors of the Company. If Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report.

If at least 25% of the votes cast on the resolution to adopt the Remuneration Report are against adoption of the report, then:

- (a) If comments are made on the report at the AGM, the Company's Remuneration Report for FY22 will be required to include an explanation of the Board's proposed action in response or, if no action is proposed, the Board's reasons for this.
- (b) If at the Company's 2023 AGM at least 25% of the votes cast on the resolution for adoption of the Remuneration Report are against its adoption, the Company will be required to put to shareholders a resolution proposing that a general meeting (**Spill Meeting**) be called to consider the election of Directors of the Company (**Spill Resolution**). For any Spill Resolution to be passed, more than 50% of the votes cast on the resolution must be in favour of it. If a Spill Resolution is passed, all the Directors (other than any Managing Director) will cease to hold office immediately before the end of the Spill Meeting unless re-elected at that meeting.

Shareholders will have the opportunity to remove the whole Board except the Managing Director if the Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings.

The Company's Remuneration Report did not receive a Strike at the 2020 annual general meeting. Please note if the Remuneration Report receives a Strike at this Meeting and if a second Strike is received at the 2022 annual general meeting, this may result in the re-election of the Board.

The Chairman will allow reasonable opportunity for Shareholders to ask questions about or comment on the Remuneration Report.

Resolution 1 is an ordinary resolution.

The Chairman intends to exercise all available proxies in favour of Resolution 1.

If the Chairman is appointed as your proxy and you have not specified the way the Chairman is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chairman with an express authorisation for the Chairman to vote the proxy in accordance with the Chairman's intention, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Section 6. RE-ELECTION OF MR SUD AGARWAL AS DIRECTOR

This section provides further information relating to **Resolution 2** of the Notice.

Article 6.14 of the Constitution requires one third (rounded down to the nearest whole number) of all Directors (excluding the Managing Director) to retire at each annual general meeting.

Article 6.17 of the Constitution states that a Director who retires under Article 6.14 is eligible for re-election.

Resolution 2 therefore provides that Mr Sud Agarwal retires by rotation and seeks re-election as a Director.

Mr Sud Agarwal's credentials are outlined in the Director's Report of the Company's Annual Report which is available online at <http://www.incannex.com.au>

Resolution 2 is an ordinary resolution.

The Chairman intends to exercise all available proxies in favour of Resolution 2.

The Board (excluding Sud Agarwal who abstains from making a recommendation) supports the re-election of Sud Agarwal and recommends that Shareholders vote in favour of Resolution 2.

There are no voting exclusions for Resolution 2.

Section 7. Approval to issue Shares and Options to Joel Latham, CEO and Managing Director, as part of his FY22 remuneration package

And

Approval to issue Shares and Options to Joel Latham, CEO and Managing Director, as part of his FY23 remuneration package

7.1 Background

This section provides further information relating to **Resolution 3 and Resolution 5** of the Notice.

At a Board of Directors meeting in late June 21 it was decided to vary the remuneration package for Mr Joel Latham for the future periods of **FY 22 and FY23**. The understanding provided for the issue of 2,800,000 IHL shares and 2,800,000 Options, for each year, with one-third to vest annually on 30 June to with certain conditions as tabled below:

FY 22 Grant of shares	Vesting Number	Vesting date		
2,800,000	933,333	30 June 22		
	933,333	30 June 23		
	933,334	30 June 24		
Grant of Options			Exercise Price	Expiry Date
2,800,000	933,333	30 June 22	\$ 0.26	01 July 25
	933,333	30 June 23	\$ 0.31	01 July 26
	933,334	30 June 24	\$ 0.35	01 July 27
FY 23 Grant of shares	Vesting Number	Vesting date		

2,800,000	933,333	30 June 23		
	933,333	30 June 24		
	933,334	30 June 25		
Grant of Options			Exercise Price	Expiry Date
2,800,000	933,333	30 June 23	\$ 0.26	01 July 25
	933,333	30 June 24	\$ 0.31	01 July 26
	933,334	30 June 25	\$ 0.35	01 July 27

Mr. Joel Latham currently holds or controls 18,148,414 Shares and 3,000,000 Options.

7.2 Effect of Approval

Under ASX Listing Rule 10.11, a listed company must obtain the approval of its shareholders before it can issue securities to a related party. The proposed issue of Shares and Options to Joel Latham requires Shareholder approval under ASX Listing Rule 10.11. Pursuant to ASX Listing Rule 7.2 (Exception 14), issues of securities that receive Shareholder approval under ASX Listing Rule 10.11 do not take up any part of the Company's placement capacity.

If Resolutions 3 and 5 are approved by the Shareholders, the issue of Shares and Options to Joel Latham must be completed within 1 month after the date of this Meeting (as may be adjourned or postponed).

If resolutions 3 and 5 are passed, the Company will be able to proceed with the Issue the securities within one month from approval. The securities will be issued as per details below. The Company's placement capacity will not be affected.

5,600,000 Shares will be issued to Joel Latham within 1 month of the date of the Meeting.

However, these Shares will be subject to voluntary escrow and under a holding lock at the time of their issue, with one-third of these Shares being released from voluntary escrow and their holding lock on each of the following dates, provided Joel Latham remains employed by the Company on the relevant date:

- (a) 933,333 Shares on 30 June 2022;
- (b) 933,333 Shares on 30 June 2023;
- (c) 933,334 Shares on 30 June 2024;
- (d) 933,333 Shares on 30 June 2023;
- (e) 933,333 Shares on 30 June 2024, and
- (f) 933,334 Shares on 30 June 2025.

If Joel Latham ceases to be employed by the Company on or before the date on which the relevant Shares are due to be released from voluntary escrow and their holding lock, then those Shares will be immediately forfeited by Joel Latham.

5,600,000 Options will be issued to Joel Latham within 1 month of the date of the Meeting. The exercise price of each of these Options will be as per table below.

These Options will not be listed and will not be transferrable before the relevant vesting date. These Options will vest on their relevant vesting date, provided that as at that date, Joel Latham remains employed by the Company. The relevant vesting date for these Options is as follows:

- (a) for 933,333 Options, the vesting date is 30 June 2022;
- (b) for 933,333 Options, the vesting date is 30 June 2023;
- (c) for 933,334 Options, the vesting date is 30 June 2024;
- (d) for 933,333 Options, the vesting date is 30 June 2023;
- (e) for 933,333 Options, the vesting date is 30 June 2024, and
- (f) for 933,334 Options, the vesting date is 30 June 2025.

The expiry date for the exercise of these Options is the date that is 3 years after the date on which they vest. The Options may be exercised at any time after vesting and prior to expiry, even if Joel Latham is not employed by the Company at the time of exercise.

If resolutions 3 and 5 are not passed, the Company will not be able to proceed with the Issue and none of the shares and options will be issued. This will affect the remuneration package agreed to by the Board and fresh negotiations will need to be undertaken with Mr Joel Latham.

7.3 Required Information

In compliance with ASX Listing Rule 10.13, the Company provides the following information:

Name of the Related Party	Joel Latham, CEO and Managing Director of the Company.
Number of securities to be issued	5,600,000 Shares and 5,600,000 Options.
Date by which the securities will be issued	Not more than 1 month after the date of the Meeting (as may be adjourned or postponed).
Terms of securities	<p>5,600,000 Shares will be issued to Joel Latham within 1 month of the date of the Meeting.</p> <p>However, these Shares will be subject to voluntary escrow and under a holding lock at the time of their issue, with one-third of these Shares being released from voluntary escrow and their holding lock on each of the following dates, provided Joel Latham remains employed by the Company on the relevant date:</p>

- (g) 933,333 Shares on 30 June 2022;
- (h) 933,333 Shares on 30 June 2023;
- (i) 933,334 Shares on 30 June 2024;

- (j) 933,333 Shares on 30 June 2023;
- (k) 933,333 Shares on 30 June 2024, and
- (l) 933,334 Shares on 30 June 2025.

If Joel Latham ceases to be employed by the Company on or before the date on which the relevant Shares are due to be released from voluntary escrow and their holding lock, then those Shares will be immediately forfeited by Joel Latham.

5,600,000 Options will be issued to Joel Latham within 1 month of the date of the Meeting. The exercise price of each of these Options will be as per table below.

These Options will not be listed and will not be transferrable before the relevant vesting date. These Options will vest on their relevant vesting date, provided that as at that date, Joel Latham remains employed by the Company. The relevant vesting date for these Options is as follows:

- (g) for 933,333 Options, the vesting date is 30 June 2022;
- (h) for 933,333 Options, the vesting date is 30 June 2023;
- (i) for 933,334 Options, the vesting date is 30 June 2024;
- (j) for 933,333 Options, the vesting date is 30 June 2023;
- (k) for 933,333 Options, the vesting date is 30 June 2024, and
- (l) for 933,334 Options, the vesting date is 30 June 2025.

The expiry date for the exercise of these Options is the date that is 3 years after the date on which they vest. The Options may be exercised at any time after vesting and prior to expiry, even if Joel Latham is not employed by the Company at the time of exercise.

Issue price of the securities

The Shares and Options are to be issued at a nil issue price and are issued to Joel Latham under the terms of his employment contract with the Company.

The exercise price for each Option is as per table below:

	Vesting Date	Exercise Price
933,333 Options	30 June 2022	\$ 0.26
933,333 Options	30 June 2023	\$ 0.31
933,334 Options	30 June 2024	\$ 0.35
933,333 Options	30 June 2023	\$ 0.26
933,333 Options	30 June 2024	\$ 0.31
933,334 Options	30 June 2025	\$ 0.35

Each Option is able to be exercised once it has vested, even if at the time of exercise Joel Latham is no longer employed by the Company.

Use of funds raised

The Shares and Options to be issued to Joel Lathan will be done so under the terms of his employment contract with the Company. The Shares to be issued to Joel Lathan under this arrangement will form part of the remuneration payable to him and so no funds will be raised from the issue of Shares.

However, if the Options vest and are able to be exercised, they may only be exercised upon payment of the relevant exercise price per Option. Any proceeds from the exercise of Options will be used to further pursue the Company's stated business objectives.

Details of Joel Latham's current total remuneration package.

The following are the key terms of Joel Latham's current total remuneration package:

- Base salary of \$460,000 per annum, plus superannuation.
- Additional director's fees of \$30,000 per annum.
- Vehicle allowance of up to \$19,500 per annum.
- STI of up to 50% of base salary, subject to profitability and other hurdles as determined by the Company's board of directors from time to time. STI rewards may, at the election of the employee, be paid in cash or in Shares at a price determined as 75% of the 15-day VWAP of Shares traded on ASX immediately prior to the date of issue (subject to Shareholder approval).
- LTI comprising an annual grant of Shares and Options. For FY22 and FY23, the amount to be granted is 5,600,000 Shares and 5,600,000 Options (subject to Shareholder approval of Resolution 3 and 5).

7.4 Voting Exclusions

Some voters may not be allowed to vote on Resolution 3 and 5. Please refer to the Voting Exclusion in Section 2.

7.5 Director Recommendation

The Directors, with the exception of Mr Joel Latham, recommend that Shareholders vote in favour of Resolution 3 and 5.

**Section 8. Approval to issue Shares and Options to Troy Valentine, Chairman, as part of his FY22 remuneration package
And
Approval to issue Shares and Options to Troy Valentine, Chairman, as part of his FY23 remuneration package**

8.1 Background

This section provides further information relating to **Resolution 4 and Resolution 6** of the Notice.

At a Board of Directors meeting in late June 21 it was decided to vary the remuneration package for Mr Troy Valentine for the future periods of **FY 22 and FY23**. The understanding provided for the issue of 1,400,000 IHL shares and 1,400,000 Options, for each year, with one-third to vest annually on 30 June to with certain conditions as tabled below:

FY 22 Grant of shares	Vesting Number	Vesting date		
1,400,000	466,666	30 June 22		
	466,666	30 June 23		
	466,668	30 June 24		
Grant of Options			Exercise Price	Expiry Date
1,400,000	466,666	30 June 22	\$ 0.26	01 July 25
	466,666	30 June 23	\$ 0.31	01 July 26
	466,668	30 June 24	\$ 0.35	01 July 27
FY 23 Grant of shares	Vesting Number	Vesting date		
1,400,000	466,666	30 June 23		
	466,666	30 June 24		
	466,668	30 June 25		
Grant of Options			Exercise Price	Expiry Date
1,400,000	466,666	30 June 23	\$ 0.26	01 July 25
	466,666	30 June 24	\$ 0.31	01 July 26
	466,668	30 June 25	\$ 0.35	01 July 27

Mr. Troy Valentine currently holds or controls 33,851,198 Shares.

8.2 Effect of Approval

Under ASX Listing Rule 10.11, a listed company must obtain the approval of its shareholders before it can issue securities to a related party. The proposed issue of Shares and Options to Troy Valentine requires Shareholder approval under ASX Listing

Rule 10.11. Pursuant to ASX Listing Rule 7.2 (Exception 14), issues of securities that receive Shareholder approval under ASX Listing Rule 10.11 do not take up any part of the Company's placement capacity.

If Resolutions 4 and 6 are approved by the Shareholders, the issue of Shares and Options to Troy Valentine must be completed within 1 month after the date of this Meeting (as may be adjourned or postponed).

If resolutions 4 and 6 are passed, the Company will be able to proceed with the Issue the securities within one month from approval. The securities will be issued as per details below. The securities will be issued as per details below. The Company's placement capacity will not be affected.

2,800,000 Shares will be issued to Troy Valentine within 1 month of the date of the Meeting.

However, these Shares will be subject to voluntary escrow and under a holding lock at the time of their issue, with one-third of these Shares being released from voluntary escrow and their holding lock on each of the following dates, provided Troy Valentine remains employed by the Company on the relevant date:

- (a) 466,666 Shares on 30 June 2022;
- (b) 466,666 Shares on 30 June 2023;
- (c) 466,668 Shares on 30 June 2024;
- (d) 466,666 Shares on 30 June 2023;
- (e) 466,666 Shares on 30 June 2024, and
- (f) 466,668 Shares on 30 June 2025.

If Troy Valentine ceases to be employed by the Company on or before the date on which the relevant Shares are due to be released from voluntary escrow and their holding lock, then those Shares will be immediately forfeited by Troy Valentine.

2,800,000 Options will be issued to Troy Valentine within 1 month of the date of the Meeting. The exercise price of each of these Options will be as per table below.

These Options will not be listed and will not be transferrable before the relevant vesting date. These Options will vest on their relevant vesting date, provided that as at that date, Troy Valentine remains employed by the Company. The relevant vesting date for these Options is as follows:

- (a) for 466,666 Options, the vesting date is 30 June 2022;
- (b) for 466,666 Options, the vesting date is 30 June 2023;
- (c) for 466,668 Options, the vesting date is 30 June 2024;
- (d) for 466,666 Options, the vesting date is 30 June 2023;
- (e) for 466,666 Options, the vesting date is 30 June 2024, and
- (f) for 466,668 Options, the vesting date is 30 June 2025.

The expiry date for the exercise of these Options is the date that is 3 years after the date on which they vest. The Options may be exercised at any time after vesting and prior to expiry, even if Troy Valentine is not employed by the Company at the time of exercise.

If resolutions 4 and 6 are not passed, the Company will not be able to proceed with the Issue and none of the shares and options will be issued. This will affect the remuneration package agreed to by the Board and fresh negotiations will need to be undertaken with Mr Troy Valentine.

8.3 Required Information

In compliance with ASX Listing Rule 10.13, the Company provides the following information:

Name of the Related Party	Troy Valentine, Chairman of the Company.
Number of securities to be issued	2,800,000 Shares and 2,800,000 Options.
Date by which the securities will be issued	Not more than 1 month after the date of the Meeting (as may be adjourned or postponed).
Terms of securities	<p>2,800,000 Shares will be issued to Troy Valentine within 1 month of the date of the Meeting.</p> <p>However, these Shares will be subject to voluntary escrow and under a holding lock at the time of their issue, with one-third of these Shares being released from voluntary escrow and their holding lock on each of the following dates, provided Troy Valentine remains employed by the Company on the relevant date:</p> <ul style="list-style-type: none"> (a) for 466,666 Options, the vesting date is 1 July 2022; (b) for 466,666 Options, the vesting date is 1 July 2023; (c) for 466,668 Options, the vesting date is 1 July 2024; (d) for 466,666 Options, the vesting date is 1 July 2023; (e) for 466,666 Options, the vesting date is 1 July 2024, and (f) for 466,668 Options, the vesting date is 1 July 2025. <p>The expiry date for the exercise of these Options is the date that is 3 years after the date on which they vest. The Options may be exercised at any time after vesting and prior to expiry, even if Troy Valentine is not employed by the Company at the time of exercise.</p>

Issue price of the securities

The Shares and Options are to be issued at a nil issue price and are issued to Troy Valentine under the terms of his employment contract with the Company. The exercise price for each Option is as per table below:

	Vesting Date	Exercise Price
466,666 Options,	1 July 2022	\$ 0.26
466,666 Options,	1 July 2023	\$ 0.31
466,668 Options,	1 July 2024	\$ 0.35

466,666 Options,	1 July 2023	\$ 0.26
466,666 Options,	1 July 2024	\$ 0.31
466,668 Options,	1 July 2025	\$ 0.35

Each Option is able to be exercised once it has vested, even if at the time of exercise Troy Valentine is no longer employed by the Company.

Use of funds raised

The Shares and Options to be issued to Troy Valentine will be done so under the terms of his employment contract with the Company. The Shares to be issued to Troy Valentine under this arrangement will form part of the remuneration payable to him and so no funds will be raised from the issue of Shares.

However, if the Options vest and are able to be exercised, they may only be exercised upon payment of the relevant exercise price per Option. Any proceeds from the exercise of Options will be used to further pursue the Company's stated business objectives.

Details of Troy Valentine's current total remuneration package.

The following are the key terms of Troy Valentine's current total remuneration package:

- director's fees of \$60,000 per annum.
- LTI comprising an annual grant of Shares and Options. For FY22 and FY23, the amount to be granted is 2,800,000 Shares and 2,800,000 Options (subject to Shareholder approval of Resolution 4 and 6).

8.4 Voting Exclusions

Some voters may not be allowed to vote on Resolution 4 and 6. Please refer to the Voting Exclusion in Section 2.

8.5 Director Recommendation

The Directors, with the exception of Mr Troy Valentine, recommend that Shareholders vote in favour of Resolution 4 and 6.

Schedule 1 - Definitions

In the Notice and this Explanatory Memorandum, words importing the singular include the plural and vice versa.

\$ means Australian Dollars.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect to the financial year ended 30 June 2021.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Auditor's Report means the auditor's report on the Financial Report.

Board means the board of Directors.

Chairman means the person appointed to chair the Meeting convened by the Notice.

Closely Related Party means:

- i. a spouse or child of the member; or
- ii. has the meaning given in section 9 of the Corporations Act.

Company means Incannex Healthcare Limited (ACN 096 635 246).

Constitution means the constitution of the Company as at the commencement of the Meeting.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Directors' Report means the annual directors' report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities.

Equity Security has the same meaning as in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum which forms part of the Notice.

Financial Report means the annual financial report prepared under chapter 2M of the Corporations Act of the Company and its controlled entities.

Key Management Personnel means persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

Listing Rules means the listing rules of ASX.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means the notice of meeting which comprises of the notice, agenda, Explanatory Memorandum and Proxy Form.

Proxy Form means the proxy form attached to the Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means a resolution contained in the Notice.

Schedule means a schedule to this Explanatory Memorandum.

Section means a section of this Explanatory Memorandum.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a shareholder of the Company.

VWAP means volume weighted average price.

**Schedule 2 –
Rights attaching to the Options to be issued to Joel Latham
(Resolution 3 and 5)**

The rights attaching to the Options to be issued to Joel Latham are set out in Section 7 and in this Schedule 2.

- 1.1 (a) Entitlement
Each Option entitles the holder to apply for one Share upon the exercise of the Option.

- 1.2 (b) Exercise Price and Expiry Date
Each of the Options have an exercise price that is stated in the table below (**Exercise Price**). The expiry date of each Option is 5.00pm (Melbourne time) on the date that is 3 years after the relevant Vesting Date (**Expiry Date**).

	vesting date -	Exercise Price
933,333 Options,	30 June 2022	\$ 0.26
933,333 Options	30 June 2023	\$ 0.31
933,334 Options	30 June 2024	\$ 0.35
933,333 Options	30 June 2023	\$ 0.26
933,333 Options	30 June 2024	\$ 0.31
933,334 Options	30 June 2025	\$ 0.35

5

- 1.3 (c) Vesting Date and Exercise Period
The Options are exercisable from the following dates (each, a **Vesting Date**), subject to satisfaction of the Vesting Condition:

- (a) for 933,333 Options, the vesting date is 30 June 2022;
- (b) for 933,333 Options, the vesting date is 30 June 2023;
- (c) for 933,334 Options, the vesting date is 30 June 2024;
- (d) for 933,333 Options, the vesting date is 30 June 2023;
- (e) for 933,333 Options, the vesting date is 30 June 2024, and
- (f) for 933,334 Options, the vesting date is 30 June 2025.

- 1.4 (d) Vesting Condition
The Vesting Condition requires Joel Latham to remain employed by the Company at the relevant Vesting Date.

- 1.5 (e) Notice of Exercise
The Options may be exercised by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.

- 1.6 (f) Shares issued on Exercise
Shares issued on exercise of the Options rank equally with the then issued Shares.

- 1.7 (g) **Timing of the Issue of Shares on Exercise**
Within 15 business days of a Notice of Exercise being given in accordance with these terms and conditions and payment of the Exercise Price for each Option being exercised, the Company will:
- (a) issue the Shares pursuant to the exercise of the Options; and
 - (b) apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.
- 1.8 (h) **Participation in New Issues**
There are no participation rights or entitlements inherent in the Options and Option holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 4 business days after the issue is announced. This will give the holders of Options the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issues.
- 1.9 (i) **Adjustment for Bonus Issues of Shares**
If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):
- (a) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Optionholder would have received if the holder of an Option had exercised the Option before the record date for the bonus issue; and
 - (b) no change will be made to the Exercise Price.
- 1.10 (j) **Adjustment for Entitlement Issue**
If the Company makes an issue of Shares pro rata to existing Shareholders (other than a bonus issue, to which paragraph 1.8 of this Schedule 3 will apply there will be no adjustment of the Exercise Price of Options or the number of Shares over which the Options are exercisable.
- 1.11 (k) **Adjustment for Reorganisation**
If there is any reorganisation of the issued share capital of the Company, the rights of the Optionholders will be varied in accordance with the ASX Listing Rules.
- 1.12 (l) **Transferability**
The Options are not transferrable before they vest, but may be transferred following their vesting.
- 1.13 (m) **Dividend entitlement**
Options do not carry any dividend entitlement.
- 1.14 (n) **Not quoted**
Upon their issue, the Options will not be quoted on ASX or any other financial market.

**Schedule 3 –
Rights attaching to the Options to be issued to Troy Valentine
(Resolution 4 and 6)**

The rights attaching to the Options to be issued to Troy Valentine are set out in Section 8 and in this Schedule 3.

1.1 (a) Entitlement
Each Option entitles the holder to apply for one Share upon the exercise of the Option.

1.2 (b) Exercise Price and Expiry Date
Each of the Options have an exercise price that is stated in the table below (**Exercise Price**). The expiry date of each Option is 5.00pm (Melbourne time) on the date that is 3 years after the relevant Vesting Date (**Expiry Date**).

	vesting date -	Exercise Price
466,666 Options,	30 June 2022	\$ 0.26
466,666 Options	30 June 2023	\$ 0.31
466,668 Options	30 June 2024	\$ 0.35
466,666 Options	30 June 2023	\$ 0.26
466,666 Options	30 June 2024	\$ 0.31
466,668 Options	30 June 2025	\$ 0.35

1.3 (c) Vesting Date and Exercise Period
The Options are exercisable from the following dates (each, a **Vesting Date**), subject to satisfaction of the Vesting Condition:

- (g) for 466,666 Options, the vesting date is 30 June 2022;
- (h) for 466,666 Options, the vesting date is 30 June 2023;
- (i) for 466,668 Options, the vesting date is 30 June 2024;
- (j) for 466,666 Options, the vesting date is 30 June 2023;
- (k) for 466,666 Options, the vesting date is 30 June 2024, and
- (l) for 466,668 Options, the vesting date is 30 June 2025.

1.4 (d) Vesting Condition
The Vesting Condition requires Troy Valentine to remain employed by the Company at the relevant Vesting Date.

1.5 (e) Notice of Exercise
The Options may be exercised by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.

- 1.6 (f) Shares issued on Exercise
Shares issued on exercise of the Options rank equally with the then issued Shares.
- 1.7 (g) Timing of the Issue of Shares on Exercise
Within 15 business days of a Notice of Exercise being given in accordance with these terms and conditions and payment of the Exercise Price for each Option being exercised, the Company will:
- (c) issue the Shares pursuant to the exercise of the Options; and
 - (d) apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.
- 1.8 (h) Participation in New Issues
There are no participation rights or entitlements inherent in the Options and Option holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 4 business days after the issue is announced. This will give the holders of Options the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issues.
- 1.9 (i) Adjustment for Bonus Issues of Shares
If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):
- (c) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the Optionholder would have received if the holder of an Option had exercised the Option before the record date for the bonus issue; and
 - (d) no change will be made to the Exercise Price.
- 1.10 (j) Adjustment for Entitlement Issue
If the Company makes an issue of Shares pro rata to existing Shareholders (other than a bonus issue, to which paragraph 1.8 of this Schedule 3 will apply there will be no adjustment of the Exercise Price of Options or the number of Shares over which the Options are exercisable.
- 1.11 (k) Adjustment for Reorganisation
If there is any reorganisation of the issued share capital of the Company, the rights of the Optionholders will be varied in accordance with the ASX Listing Rules.
- 1.12 (l) Transferability
The Options are not transferrable before they vest, but may be transferred following their vesting.
- 1.13 (m) Dividend entitlement
Options do not carry any dividend entitlement.
- 1.14 (n) Not quoted
Upon their issue, the Options will not be quoted on ASX or any other financial market.

Holder Number:

Your proxy voting instruction must be received by **11.00am (AEDT) on Tuesday, 18 January 2022**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares 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 shares 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 he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automic.com.au>.

Lodging your Proxy Voting Form:

Online:

Use your computer or smartphone to appoint a proxy at

<https://investor.automic.com.au/#/login>

or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



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