



Annual General Meeting

May 2025

IMRICOR MEDICAL SYSTEMS, INC (ASX:IMR)

WWW.IMRICOR.COM

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Please submit questions at any time throughout the meeting

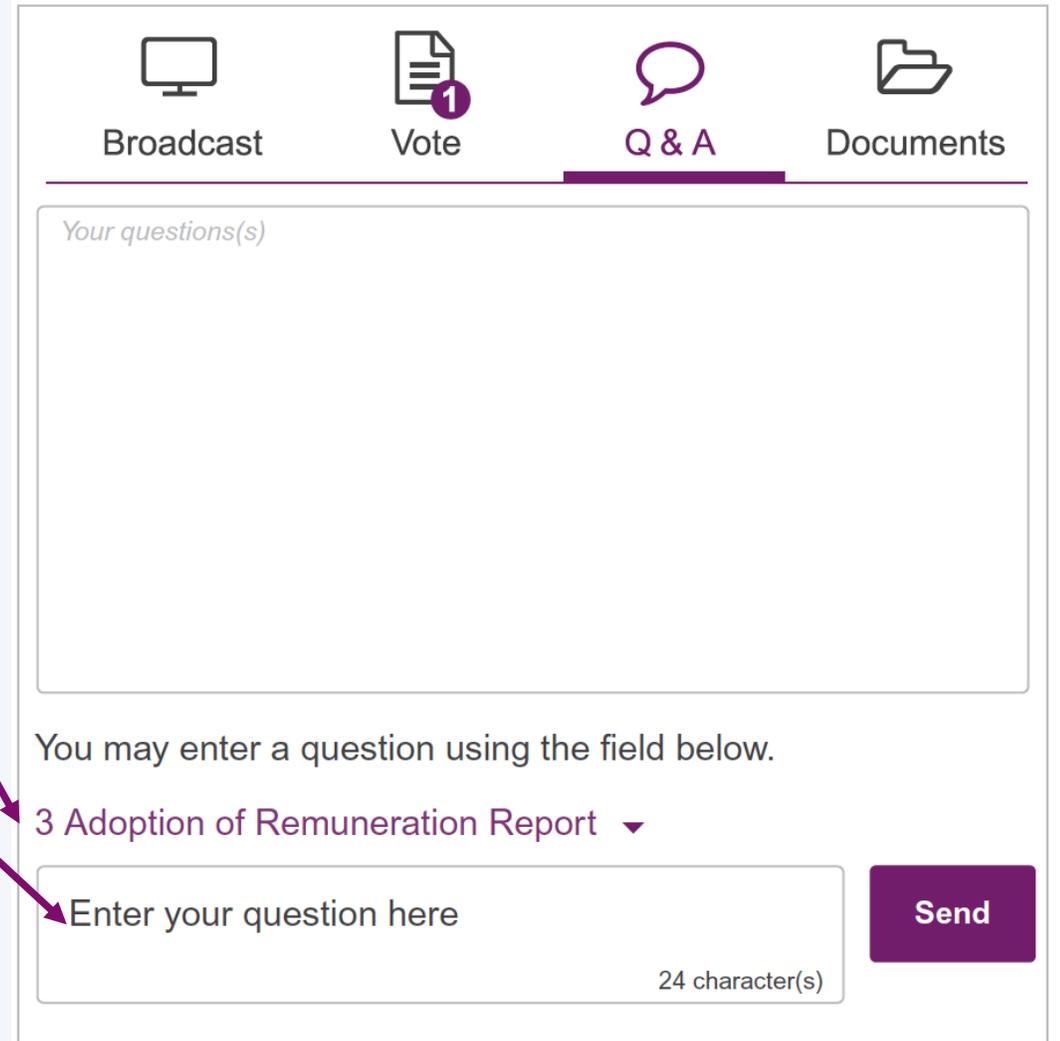
To ask a question select the 'Q&A' icon



Select the topic your question relates to.

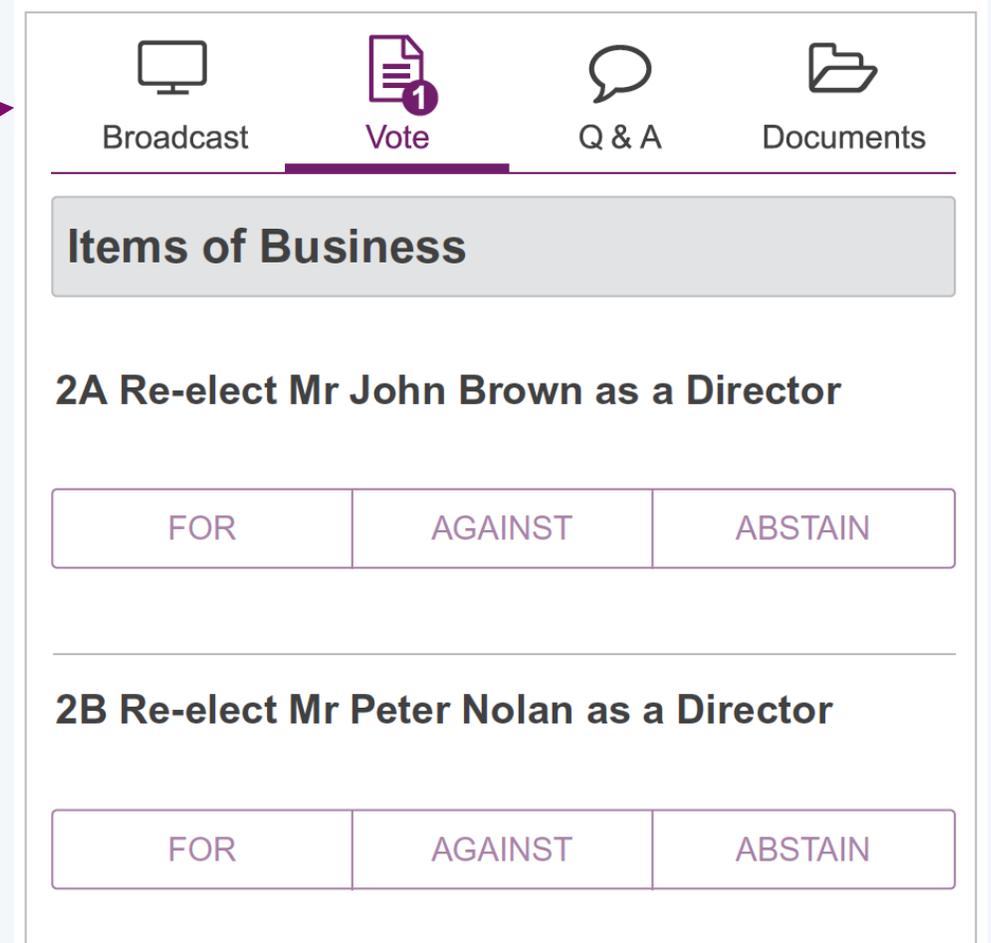
Type your question into the chat box at the bottom of the screen and press 'Send'

Your question will be sent immediately for review

A screenshot of a meeting interface showing the Q&A section. At the top, there are four icons: Broadcast, Vote (with a '1' notification), Q & A (highlighted with a purple bar), and Documents. Below the icons is a large text area labeled 'Your questions(s)'. Underneath that, there is a dropdown menu currently showing '3 Adoption of Remuneration Report'. Below the dropdown is a text input field with the placeholder 'Enter your question here' and a character count '24 character(s)'. To the right of the input field is a purple 'Send' button.

Voting online at the virtual meeting

When the Chair declares the poll open, select the 'Vote' icon and the voting options will appear on your screen

A screenshot of the virtual meeting interface. At the top, there are four navigation buttons: 'Broadcast' (with a monitor icon), 'Vote' (with a document icon and a '1' in a circle), 'Q & A' (with a speech bubble icon), and 'Documents' (with a folder icon). The 'Vote' button is highlighted with a purple underline. Below the navigation bar is a grey header for 'Items of Business'. The first item is '2A Re-elect Mr John Brown as a Director', followed by three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'. The second item is '2B Re-elect Mr Peter Nolan as a Director', also followed by three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'.

Broadcast	Vote	Q & A	Documents
Items of Business			
2A Re-elect Mr John Brown as a Director			
FOR	AGAINST	ABSTAIN	
2B Re-elect Mr Peter Nolan as a Director			
FOR	AGAINST	ABSTAIN	

To vote, select your voting direction. A tick will appear to confirm receipt of your vote

To change your vote, select 'Click here to change your vote' and press a different option to override.



Imricor's Board of Directors and CFO



Steve Wedan
Executive Chair,
President, & CEO



Mark Tibbles
Deputy Chair,
Non-Executive Director



Anita Messal
Non-Executive Director



Peter McGregor
Non-Executive Director



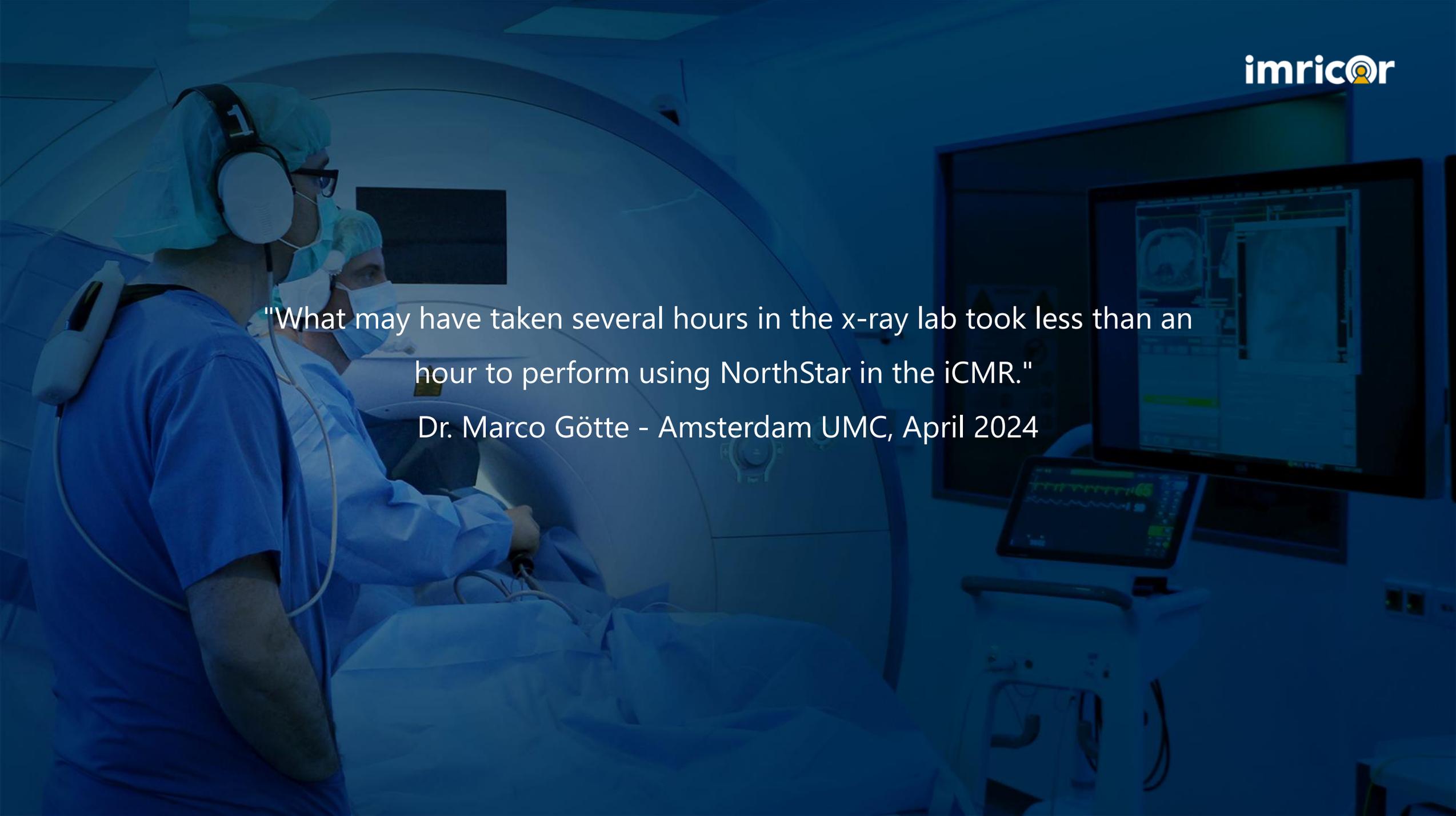
Jeffrey Leighton
Non-Executive Director



Jonathon Gut
CFO



Chair's Address

A photograph of two surgeons in a minimally invasive cardiac surgery (iCMR) suite. They are wearing blue scrubs, masks, and hairnets. One surgeon is wearing large headphones. They are positioned around a patient lying on a table, which is partially inside a large, circular, white gantry. To the right, there are several monitors displaying medical data and a patient's anatomical scan. The overall lighting is dim and blue-tinted.

"What may have taken several hours in the x-ray lab took less than an hour to perform using NorthStar in the iCMR."

Dr. Marco Götte - Amsterdam UMC, April 2024



Accomplishments in 2024 and up to today

- Expanded commercially into the Middle East
- Completed transition to EU's more stringent Medical Device Regulations
- Activated sites and building pipeline of new sites
- Commenced VISABL-AFL (supporting US FDA)
- Progressed US FDA approval processes across entire platform
- Commenced VISABL-VT (supporting expanded indications in EU)
- Strengthened balance sheet



Imricor Leadership Team

Management



Steve Wedan
President and Chief
Executive Officer,
and Board Chair



Jonathon Gut
Vice President of
Finance and Chief
Financial Officer



Gregg Stenzel
Chief Operating
Officer



Jennifer Weisz
Vice President
Regulatory & Quality



Nick Twohy
Vice President
Marketing &
Business Development



Dan Sunnarborg
Imricor B.V.
Managing Director



Vic Fabano
Vice President
Operations



Nick Corkill
Vice President
Corporate Strategy



Kate Lindborg
Vice President
Clinical Affairs



Greg Englehardt
Vice President
Global Sales

Board of Directors



Steve Wedan
President and Chief
Executive Officer, and
Board Chair



Mark Tibbles
Deputy Chair and Lead
Independent Director



Peter McGregor
Non-executive Director



Anita Messal
Non-executive Director



Jeffrey Leighton
Non-executive Director



Business of the Meeting

Questions

Item 1 – Election of Class III Director – Mr Peter McGregor

To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That Mr Peter McGregor being a Director whose appointment as a Director expires at the conclusion of the Annual Meeting of the Company and, being eligible, offers himself for election, be elected as a Class III Director of the Company.”



Item 1 – Election of Class III Director – Mr Peter McGregor



Proxy and direct votes received in respect of this resolution:

For	Withheld	Non-Votes	Uncast
103,699,623	1,370,217	-	-
98.70%	1.30%		



Item 2 – Election of Class III Director – Dr Jeffrey Leighton

To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That Dr Jeffrey Leighton being a Director whose appointment as a Director expires at the conclusion of the Annual Meeting of the Company and, being eligible, offers himself for election, be elected as a Class III Director of the Company.”



Item 2 – Election of Class III Director – Dr Jeffrey Leighton

Proxy and direct votes received in respect of this resolution:

For	Withheld	Non-Votes	Uncast
105,069,840	-	-	-
100%	-		



Item 3 – Approval of the 2019 Equity Incentive Plan and increase in reserved Shares

To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That, for the purposes of section 19.2 of the Plan (defined below), Exception 13 of ASX Listing Rule 7.2 and for all other purposes, the stockholders approve (i) the issue of equity securities under the Company’s 2019 Equity Incentive Plan (Plan) within three years from the date of passing this resolution as an exception to ASX Listing Rule 7.1; (ii) an increase in the aggregate number of shares of Class A common stock (Shares) that may be issued pursuant to awards under the Plan such that a total of 40,650,000 Shares will be reserved for issuance under the Plan, and (iii) consequential amendments to the Plan to reflect this increase.”

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 3 – Approval of the 2019 Equity Incentive Plan and increase in reserved Shares

Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
93,054,094	5,214,130	95,728	-	6,705,888
94.60%	5.30%	0.10%		



Item 4a – Grant of Options to Mr Steve Wedan, Chief Executive Officer of the Company



To consider and, if thought fit, to pass the following resolutions as separate ordinary resolutions:

- (a) *“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 455,893 options to purchase Shares (Options) as a long term incentive to the Chief Executive Officer of the Company, Mr Steve Wedan, under the Company’s 2019 Equity Incentive Plan (Plan), as described in, and on the terms and conditions set out in, the Explanatory Memorandum.”*

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 4a – Grant of Options to Mr Steve Wedan, Chief Executive Officer of the Company



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
93,081,694	5,281,658	600	-	6,705,888
94.63%	5.37%	-		



Item 4b – Grant of Options to Mr Steve Wedan, Chief Executive Officer of the Company



To consider and, if thought fit, to pass the following resolutions as separate ordinary resolutions:

(b) *“That, subject to Item 3 being approved, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 500,000 Options as a special one-off grant to the Chief Executive Officer of the Company, Mr Steve Wedan, under the Plan, as described in, and on the terms and conditions set out in, the Explanatory Memorandum.”*

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 4b – Grant of Options to Mr Steve Wedan, Chief Executive Officer of the Company



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
71,570,518	26,732,834	60,600	-	6,705,888
72.76%	27.18%	0.06%		



Item 5 – Grant of Restricted Stock Award to Mr Peter McGregor, Non-Executive Director of the Company

To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That, subject to Item 1 being approved, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant a Restricted Stock Award to Mr Peter McGregor, Non-Executive Director of the Company, under the Plan, as described in, and on the terms and conditions set out in, the Explanatory Memorandum.”

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 5 – Grant of Restricted Stock Award to Mr Peter McGregor, Non-Executive Director of the Company



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
93,142,835	5,220,517	433,455	-	6,273,033
94.28%	5.28%	0.44%		



Item 6 – Grant of Restricted Stock Award to Ms Anita Messal, Non-Executive Director of the Company



To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant a Restricted Stock Award to Ms Anita Messal, Non-Executive Director of the Company, under the Plan, as described in, and on the terms and conditions set out in, the Explanatory Memorandum.”

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details)



Item 6 – Grant of Restricted Stock Award to Ms Anita Messal, Non-Executive Director of the Company



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
93,142,835	5,220,517	600	-	6,705,888
94.69%	5.31%	-		



Item 7 – Grant of Restricted Stock Award to Mr Mark Tibbles, Non-Executive Director of the Company



To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant a Restricted Stock Award to Mr Mark Tibbles, Non-Executive Director of the Company, under the Plan, as described in, and on the terms and conditions set out in, the Explanatory Memorandum.”

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 7 – Grant of Restricted Stock Award to Mr Mark Tibbles, Non-Executive Director of the Company



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
93,088,694	5,274,658	600	-	6,705,888
94.64%	5.36%	-		



Item 8 – Ratification and approval of prior issue of CDIs under Placement



To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the stockholders ratify and approve the prior allotment and issue of 49,645,391 CHESS Depository Interests (CDIs) (equivalent to 49,645,391 shares of Class A Common Stock (Shares) at an issue price of A\$1.41 per CDI under a placement to professional and sophisticated investors (Placement), on the terms and conditions set out in, the Explanatory Memorandum.”

Note: A voting exclusion statement applies to this resolution (see the Explanatory Memorandum for details).



Item 8 – Ratification and approval of prior issue of CDIs under Placement

Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
82,317,014	78,772	11,212,411	-	11,461,643
87.94%	0.08%	11.98%		



Item 9 – Ratification of the appointment of BDO USA, P.C. as independent registered public accounting firm

To consider and, if thought fit, to pass the following resolution as a separate ordinary resolution:

“That the stockholders ratify and approve the appointment of BDO USA, P.C. as the Company’s independent registered public accounting firm for the year ending 31 December 2025.”



Item 9 – Ratification of the appointment of BDO USA, P.C. as independent registered public accounting firm



Proxy and direct votes received in respect of this resolution:

For	Against	Abstain	Non-Votes	Uncast
105,057,128	4,581	8,131	-	-
99.99%	-	0.01%		



Close of Meeting

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The logo for imricor, featuring the word "imricor" in a bold, lowercase, sans-serif font. The letter "i" is blue, "m" is dark blue, "r" is dark blue, "i" is dark blue, "c" is dark blue, "o" is dark blue, and "r" is dark blue. A yellow and white target icon is positioned to the right of the "o".

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