

6 October 2023

ANNUAL GENERAL MEETING NOTICE AND PROXY FORM

Dear Shareholder

The Annual General Meeting (**Meeting**) of shareholders of Botanix Pharmaceuticals Limited (ABN 70 009 109 755) (**Company**) will be held on Wednesday, 8 November 2023 at 9.00am (AWST) at the offices of BDO, Level 9, Mia Yellagonga Tower 2, 5 Spring Street, Perth, Western Australia.

In accordance with section 110D(1) of the *Corporations Act 2001* (Cth), the Company will not be sending hard copies of the Notice of Meeting (**Notice**) to shareholders unless a shareholder has made a valid election to receive such documents in hard copy. The Notice can be viewed and downloaded from the Company's website https://botanixpharma.com/category/asx-releases/ or from ASX's website at https://www.asx.com.au/ (ASX code – BOT).

The Company strongly encourages shareholders to lodge a directed Proxy Form prior to the Meeting. You can submit your proxy appointment online at https://investor.automic.com.au/#/loginsah or by scanning the QR code on the enclosed personalised Proxy Form or by returning your completed personalised Proxy Form by:

Post to: Automic, GPO Box 5193, Sydney NSW 2001

• Email to: meetings@automicgroup.com.au

In person: Automic, Level 5, 126 Phillip Street, Sydney NSW 2000

• Fax to: +61 2 8583 3040

Shareholders are also encouraged to provide an email address in order to receive electronic communication from the Company in the future.

Your proxy form must be received by 9.00am (AWST) on Monday, 6 November 2023 being not less than 48 hours before the commencement of the Meeting. Any proxy forms received after that time will not be valid for the Meeting.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

If you have any difficulties obtaining a copy of the Notice, please contact the Company's share registry, Automic, on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

Yours sincerely

Vince Ippolito Chair



Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Botanix Pharmaceuticals Limited | ABN 70 009 109 755



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 proxu at

https://investor.automic.com.au/#/loginsah 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.



BY MAIL:

Automic GPO Box 5193

Sydney NSW 2001

IN PERSON:

Automic

Level 5, 126 Phillip Street Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic: WEBSITE:

https://automicgroup.com.au/

PHONE:

1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)

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STEP 1 - How to vote			
APPOINT A PROXY:			
I/We being a Shareholder entitled to attend and vote at t (AWST) on Wednesday, 08 November 2023 at the offic			
Appoint the Chair of the Meeting (Chair) OR if you are not the name of the person or body corporate you are appoint Chair's nominee, to vote in accordance with the following sees fit and at any adjournment thereof.	inting as your proxy or failing the per	son so named or, if no person is n	amed, the Chair, or the
The Chair intends to vote undirected proxies in favour o Unless indicated otherwise by ticking the "for"," agains voting intention. AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXI	st" or "abstain" box you will be auth	orising the Chair to vote in accor	dance with the Chair's
Where I/we have appointed the Chair as my/our proxy (exercise my/our proxy on Resolutions 1, 5 and 6 (except v 6 are connected directly or indirectly with the remuneration	where I/we have indicated a different	voting intention below) even thou	gh Resolutions 1, 5 and
STEP 2 - Your voting direction			
Resolutions		Fo	r Against Abstain
Non-Binding Resolution to Adopt Remuneration	n Report		
2 Re-election of Mr Vincent Ippolito as a Director			
3 Re-election of Mr Matthew Callahan as a Direct	tor		
4 Approval of Additional 10% Placement Capacit	У		
5 Approval of Potential Termination Benefits to D	or Howard McKibbon (or his nominee(s))	
6 Approval of Employee Awards Plan			
Please note: If you mark the abstain box for a particular Ra a poll and your votes will not be counted in computing the		ky not to vote on that Resolution o	n a show of hands or o
STEP 3 — Signatures and contact de	etails		
Individual or Securityholder 1	Securityholder 2	Securityholo	ler 3
Sole Director and Sole Company Secretary Contact Name:	Director	Director / Compan	y Secretary
Email Address:			

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

Date (DD/MM/YY)

Contact Daytime Telephone