

11 October 2023

Dear Shareholder

2023 Annual General Meeting – Notice of Meeting and Proxy Form

Resonance Health Ltd is convening its 2023 Annual General Meeting (**AGM**) of Shareholders to be held on **Thursday, 16 November 2023 at 10:00 am (WST)** at 141 Burswood Road, Burswood, Western Australia.

The Company will not be dispatching physical copies of the Notice of Meeting to shareholders who have not previously opted in to receiving electronic copies. A copy of the Notice of AGM (**Notice**) is available at the following link:

<https://www.resonancehealth.com/investor/asx/>

You may vote by attending the AGM in person, or by proxy, or by appointing an authorised representative.

Voting in Person

To vote in person, attend the AGM on the date and at the place as set out above. Shareholders are asked to arrive at the venue 15 minutes prior to the time designated for the AGM, so that the Company may check each Shareholder's holding against the Company's share register and note attendance.

Voting by Proxy

Appointment of Proxy: Shareholders who are entitled to attend and vote at the AGM, may appoint a proxy to act generally at the AGM and to vote on their behalf. The proxy does not need to be a Shareholder. A Shareholder who is entitled to cast two or more votes may appoint two proxies and should specify the proportion of votes each proxy is entitled to exercise. If a Shareholder appoints two proxies but does not specify the proportion or number of votes to be cast by those proxies, each proxy may exercise half of the Shareholder's votes.

Voting by proxy: A Shareholder can direct their proxy to vote for, against or abstain from voting on each Resolution by marking the appropriate box in the voting directions on the proxy section of the

Proxy Form. If a proxy holder votes, they must cast all votes as directed. Any directed proxies that are not voted will automatically default to the Chairman, who must vote the proxies as directed in the Proxy Form.

Proxy Forms must be received by 10:00 am (WST) on Tuesday, 14 November 2023.

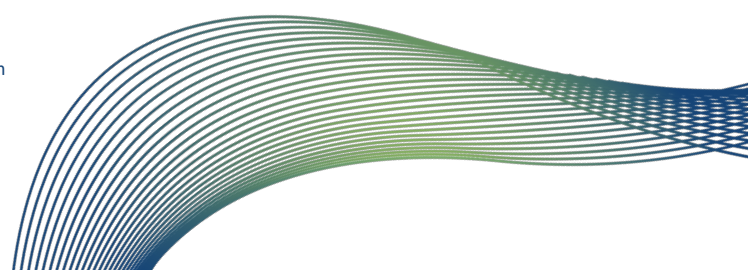
Details on how to lodge your Proxy Form can be found in the enclosed Proxy Form. If you have any questions about your Proxy Form, please contact the Company Secretary by telephone at +61 8 9286 5300 or by email at: mitchellw@resonancehealth.com

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.

Yours faithfully

A handwritten signature in black ink, appearing to read "Mitchell Wells", with a stylized flourish at the end.

Mitchell Wells
Non-executive Director & Company Secretary
Resonance Health Ltd





**Resonance Health Ltd
ACN 006 762 492**

Notice of Annual General Meeting

The Annual General Meeting of the Company will be held at the offices of the Company, at 141 Burswood Road, Burswood, Western Australia 6100 on Thursday, 16 November 2023 at 10:00 am (WST).

The Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from a suitably qualified professional adviser prior to voting.

Should you wish to discuss any matter, please do not hesitate to contact the Company Secretary by telephone on +61 (0)8 9286 5300.

Shareholders are encouraged to vote by lodging the proxy form attached to the Notice

**Resonance Health Ltd
ACN 006 762 492
(Company)**

Notice of Annual General Meeting

Notice is given that the annual general meeting of Resonance Health Ltd will be held at the offices of the Company, at 141 Burswood Road, Burswood, Western Australia on **Thursday, 16 November 2023 at 10:00 am (WST) (Meeting)**.

You are eligible to attend and vote at the Meeting if you are registered as a Shareholder as at 7:00pm (Sydney time) on Tuesday, 14 November 2023.

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

Terms and abbreviations used in the Notice are defined in Schedule 1.

Agenda

1 Annual Report

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2023, which includes the Financial Report, the Directors' Report, and the Auditor's Report.

2 Resolutions

Resolution 1 – Remuneration Report

To consider and, if thought fit, to pass with or without amendment, as a **non-binding** ordinary resolution the following:

'That the Remuneration Report be adopted by Shareholders on the terms and conditions in the Explanatory Memorandum.'

Resolution 2 – Re-election of Director – Dr Martin Blake

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

'That Dr Martin Blake, who retires by rotation in accordance with clause 14.2 of the Constitution, Listing Rule 14.5 and for all other purposes and, being eligible and offering himself for re-election, is re-elected as a Director on the terms and conditions in the Explanatory Memorandum.'

Resolution 3 – Re-election of Director – Mr Mitchell Wells

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

'That Mr Mitchell Wells, who retires by rotation in accordance with clause 14.2 of the Constitution, Listing Rule 14.5 and for all other purposes and, being eligible and offering himself for re-election, is re-elected as a Director on the terms and conditions in the Explanatory Memorandum.'

Resolution 4 – Re-election of Director – Mr Aaron Brinkworth

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

'That Mr Aaron Brinkworth, who retires by rotation in accordance with clause 14.4 of the Constitution and for all other purposes and, being eligible and offering himself for re-election, is re-elected as a Director on the terms and conditions in the Explanatory Memorandum.'

Resolution 5 – Approval of 10% Placement Facility

To consider and, if thought fit, to pass with or without amendment, as a **special** resolution the following:

'That the Company have the additional capacity to issue Equity Securities provided for in Listing Rule 7.1A on the terms and conditions in the Explanatory Memorandum.'

Resolution 6 – Increase Non-Executive Director Remuneration Pool

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

'That the increase of the maximum total aggregate amount of fees payable to non-executive Directors to \$500,000 per annum is approved under and for the purposes of Clause 14.8 of the Constitution, Listing Rule 10.17 and for all other purposes, on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 7– Selective Share Buy-back

To consider and, if thought fit, to pass with or without amendment, as a **special** resolution the following:

'That, in accordance with section 257D of the Corporations Act and for all other purposes, approval is given for the Company to undertake a selective buy-back and cancellation of 20 million Shares from Acuity Capital on the terms and conditions set out in the Explanatory Statement.'

Voting exclusions

Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of:

- (a) Resolution 5, if at the time of the Meeting, the Company is proposing to make an issue of Equity Securities under the 10% Placement Facility, by or on behalf of any persons who are 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 Shareholder), or any associate of those persons; and
- (b) Resolution 6 by or on behalf of a Director, or any of their respective associates.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

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

Shares held by or for an employee incentive scheme must only be voted on a Resolution under the Listing Rules if and to the extent that they are held for the benefit of a nominated participant in the scheme; the nominated participant is not excluded from voting on the Resolution under the Listing Rules; and the nominated participant has directed how the Shares are to be voted.

Voting prohibitions

Resolution 1: In accordance with sections 250BD and 250R of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of a member of the Key Management Personnel details of whose remuneration are included in the Remuneration Report, or a Closely Related Party of such a member.

A vote may be cast by such person if the vote is not cast on behalf of a person who is excluded from voting on this Resolution, and:

- (a) the person is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy does not specify the way the proxy is to vote on this Resolution, but expressly authorises the Chair to

exercise the proxy even if this Resolution is connected with the remuneration of a member of the Key Management Personnel.

Resolution 6: In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) the proxy is either a member of the Key Management Personnel or a Closely Related Party of such member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

However, the above prohibition does not apply if:

- (c) the proxy is the Chair; and
- (d) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Resolution 7: The Company will disregard any votes cast in favour of Resolution 7 by:

- (a) a person who is expected to participate in the proposed selective Buy-Back and a person who will obtain a material benefit, except a benefit solely by reason of being a holder of ordinary securities if the Resolution is passed; and
- (b) any associates of those persons referred to in paragraph (a).

BY ORDER OF THE BOARD



Dr Martin Blake
Chairperson
Resonance Health Ltd
Dated: 5 October 2023

Resonance Health Ltd
ACN 006 762 492
(Company)

Explanatory Memorandum

1. Introduction

The Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at the offices of the Company, at 141-143 Burswood Road, Burswood, Western Australia on 16 November 2023 at 10:00 am (WST).

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

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

Section 2	Voting and attendance information
Section 3	Annual Report
Section 4	Resolution 1 – Remuneration Report
Section 5	Resolutions 2 and Resolution 3 – Re-election of Directors – Dr Martin Blake and Mr Mitchell Wells
Section 6	Resolution 4 – Re-election of Director – Mr Aaron Brinkworth
Section 7	Resolution 5 – Approval of 10% Placement Facility
Section 8	Resolution 6 – Increase Non-Executive Director Remuneration Pool
Section 9	Resolution 7 – Selective Share Buy-back
Schedule 1	Definitions

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

2. Voting and attendance information

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

2.1 Voting by proxy

Shareholders are encouraged to vote by completing a Proxy Form.

Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Lodgement instructions (which include the ability to lodge proxies electronically) are set out in the Proxy Form to the Notice of Meeting.

Proxy Forms can be lodged:

Online:	www.advancedshare.com.au/investor-login
By mail:	PO Box 1156, Nedlands, Western Australia, 6909
By fax:	+61 8 6370 4203
By email:	admin@advancedshare.com.au
By mobile:	Scan the QR Code on your Proxy Form and follow the prompts

2.2 Chair's voting intentions

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention.

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

3. Annual Report

In accordance with section 317 of the Corporations Act, Shareholders will be offered the opportunity to discuss the Annual Report, including the Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 30 June 2023.

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 www.resonancehealth.com;
- (b) ask questions about, or comment on, the management of the Company; and
- (c) ask the 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 Chair about the management of the Company, or to the Company's auditor about:

- (a) the preparation and content of the Auditor's Report;
- (b) the conduct of the audit;

- (c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the auditor in relation to the conduct of the audit,

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

4. Resolution 1 – Remuneration Report

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

If the Company's Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board, except the managing director (if any).

Where a resolution on the Remuneration Report receives a Strike at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the managing director, if any) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

The Company's Remuneration Report did not receive a Strike at the 2022 annual general meeting. If the Remuneration Report receives a Strike at this Meeting, Shareholders should be aware that if a second Strike is received at the 2024 annual general meeting, this may result in the re-election of the Board.

The Chair will allow a reasonable opportunity for Shareholders as a whole, to ask about or make comments on, the Remuneration Report.

Resolution 1 is an ordinary resolution.

Given the material personal interests of all Directors in this Resolution, the Board makes no recommendation to Shareholders regarding this Resolution.

5. Resolutions 2 and Resolution 3 – Re-election of Directors – Dr Martin Blake and Mr Mitchell Wells

5.1 General

Clause 14.2 of the Constitution and Listing Rule 14.5 both provide that a Director (excluding the Managing Director) must not hold office without re-election past the third annual general meeting following that Director's appointment or three years, whichever is longer. Clause 14.2 of the Constitution also requires that one-third of the Directors (or, if their number is not a

multiple of 3, then the number nearest one-third (rounded upwards, in case of doubt)) must retire at the Company's annual general meeting in every year.

Clause 14.2 of the Constitution provides that a Director who retires in accordance with Clause 14.2 is eligible for re-election. Non-Executive Directors, Dr Martin Blake and Mr Mitchell Wells, were last elected at the 2020 annual general meeting held on 19 November 2020. Accordingly, Dr Blake and Mr Wells each retire at this Meeting and being eligible, seek re-election pursuant to clause 14.2 of the Constitution.

To qualify as being independent, a Director must, in the opinion of the Board, be independent of management and free of any business or other relationships that could materially interfere with, or could reasonably be perceived to materially interfere with, the exercise of unfettered and independent judgement.

If re-elected, the Board considers Dr Blake to be an independent Director. Given the executive role performed by Mr Wells in his capacity as Managing Director of the Company between 1 July 2021 and 30 June 2023, which involved the payment of remuneration to Mr Wells by the Company and the participation by Mr Wells in the Company's Long Term Incentive Plan, the Board does not consider Mr Wells to be an independent director.

5.2 Dr Martin Blake

Dr Martin Blake is a Radiologist and Nuclear Physician and brings significant technical and industry experience to the Company. He has been a Partner of Perth Radiological Clinic since 1997. Dr Blake received FAANMS as a post nominal in recognition of his Nuclear Medicine Specialist training undertaken in 1994 and 1995. Dr Blake has an MBA from Melbourne University, is a Fellow of the Australian Institute of Company Directors and holds directorships on several private company boards. Dr Blake is the Chair of the Board of Resonance Health.

5.3 Mr Mitchell Wells

Between 1 July 2021 and 30 June 2023, Mr Wells served as the Managing Director of the Company. He is an experienced executive and management consultant with commercial and legal experience in Australia, the USA, and the UK. He has served and worked as a director and senior executive of publicly listed and private companies, including ASX and Nasdaq-listed public companies, and he has Chaired two not-for-profit organisations. Mr Wells has previously served as the company secretary of two ASX-listed public companies and as the corporate secretary of a Nasdaq-listed public company, and he currently serves as the company secretary of the Company. He is also a director of several private companies. Mr Wells currently holds no other directorships in ASX listed companies.

5.4 Board recommendation

Resolutions 2 and 3 are each ordinary resolutions.

Having reviewed Dr Blake's performance, the Board considers that he continues to make a valuable contribution to the Board. Dr Blake brings to the Board extensive leadership, governance, and finance skills. Dr Blake's skills and experience are particularly valuable in his role as Chair of the Board, a member of the Audit & Risk Committee and a member of the Remuneration Committee. The Board (with Dr Blake abstaining) recommends that Shareholders vote in favour of the re-election of Dr Blake pursuant to Resolution 2.

Having reviewed Mr Wells' performance, the Board considers that he continues to make a valuable contribution to the Board. Mr Wells brings to the Board extensive corporate and

commercial knowledge about the Company's operations, customers and strategies, and corporate skills. The Board (with Mr Wells abstaining) recommends that Shareholders vote in favour of the re-election of Mr Wells pursuant to Resolution 3.

6. Resolution 4 – Re-election of Director – Mr Aaron Brinkworth

6.1 General

Clause 14.4 of the Constitution provides that the Directors may at any time appoint a person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Any Director so appointed holds office only until the next following annual general meeting and is then eligible for re-election but shall not be counted in determining the Directors who are to retire by rotation at that meeting.

Non-Executive Director, Mr Aaron Brinkworth, was appointed as an addition to the Board on 27 March 2023. Accordingly, Mr Brinkworth retires at this Meeting and being eligible, seeks re-election pursuant to clause 14.4 of the Constitution.

If elected, the Board considers Mr Brinkworth to be an independent Director.

6.2 Mr Aaron Brinkworth

Mr Brinkworth had a 22-year career with Gilead Sciences, Inc. (Nasdaq: GILD) (Gilead) during which time the company grew from a small biotech-pharma company to a multi-billion-dollar global company with annual sales of over USD \$27 billion. He held several commercial, licensing, and patient access roles at Gilead, including that of Executive Director – Global Patient Solutions, where he was responsible for commercial and access strategies for emerging markets. He led Gilead's commercial and access operations in the Asia Pacific (APAC) where he managed a geographically dispersed team and partners across 31 APAC countries. He completed Gilead's Senior Leadership Development Program, has a Bachelor's degree in Health Sciences from Edith Cowan University and also serves on a large sized NFP Board for The Royal Surf Lifesaving Society of Western Australia since 2020. He is a graduate of the AICD Company Directors course and maintains active membership of the AICD.

6.3 Board recommendation

Resolution 4 is an ordinary resolution.

The Board considers that Mr Brinkworth will make a valuable contribution to the Board. Mr Brinkworth brings to the Board extensive leadership, governance, and industry relevant skills. Mr Brinkworth's skills and experience are particularly valuable in his role as Chair of the Nomination & Remuneration Committee. The Board (with Mr Brinkworth abstaining) recommends that Shareholders vote in favour of the re-election of Mr Brinkworth pursuant to Resolution 4.

7. Resolution 5 – Approval of 10% Placement Facility

7.1 General

Broadly speaking, and subject to certain exceptions, 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.

Under Listing Rule 7.1A, however, an eligible entity can seek approval from its members, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25% (**10% Placement Facility**).

Resolution 5 seeks Shareholder approval by way of a special resolution to provide the Company the ability to issue Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.2(e) below). The number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to Section 7.2(c) below).

If Resolution 5 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval.

If Resolution 5 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in Listing Rule 7.1.

7.2 Listing Rule 7.1A

(a) Is the Company an eligible entity?

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of \$300 million or less.

The Company is an eligible entity for these purposes as it is not included in the S&P/ASX 300 Index and has a market capitalisation of approximately \$28 million, based on the closing price of Shares (\$0.060) on 25 September 2023.

(b) What Equity Securities can be issued?

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the eligible entity.

As at the date of the Notice, the Company has on issue one quoted class of Equity Securities, being Shares.

(c) How many Equity Securities can be issued?

Listing Rule 7.1A.2 provides that under the approved 10% Placement Facility, the Company may issue or agree to issue such number of Equity Securities calculated in accordance with the following formula:

$$(A \times D) - E$$

Where:

A is the number of Shares on issue 12 months before the date of issue or agreement:

(A) plus the number of fully paid Shares issued in the 12 months:

- (1) under an exception in Listing Rule 7.2 (other than exception 9, 16 or 17);
- (2) on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - ☐ the convertible securities were issued or agreed to be issued before the 12-month period; or
 - ☐ the issue of, or agreement to issue, the convertible securities was approved, or taken under the Listing Rules to have been approved, under Listing Rule 7.1 or 7.4;
- (3) under an agreement to issue securities within Rule 7.2 exception 16 where:
 - ☐ the agreement was entered into before the 12-month period; or
 - ☐ the agreement or issue was approved, or taken under the Listing Rules to be approved, under Listing Rule 7.1 or 7.4; and
- (4) with Shareholder approval under Listing Rule 7.1 or 7.4. This does not include any issue of Shares under the Company's 15% annual placement capacity without Shareholder approval;

(B) plus the number of partly paid shares that became fully paid in the 12 months; and

(C) less the number of fully paid Shares cancelled in the 12 months.

Note that 'A' has the same meaning in Listing Rule 7.1 when calculating the Company's 15% annual placement capacity.

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with Shareholder approval under Listing Rule 7.1 or 7.4.

(d) **At what price can the Equity Securities be issued?**

Any Equity Securities issued under Listing Rule 7.1A must be issued for a cash consideration per security which is not less than 75% of the VWAP of Equity Securities in the same class calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the Company and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued,

(Minimum Issue Price).

(e) When can Equity Securities be issued?

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A will be valid from the date of Meeting and will expire on the earlier to occur of:

- (i) the date that is 12 months after the date of the Meeting;
- (ii) the time and date of the Company's next annual general meeting; or
- (iii) the time and date of Shareholder approval of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking),

(10% Placement Period).

(f) What is the effect of Resolution 5?

The effect of Resolution 5 will be to allow the Directors to issue the Equity Securities under Listing Rule 7.1A during the 10% Placement Period without further Shareholder approval or using the Company's 15% annual placement capacity under Listing Rule 7.1.

7.3 Specific information required by Listing Rule 7.3A

Under and for the purposes of Listing Rule 7.3A, the following information is provided in relation to the 10% Placement Facility:

(a) Final date for issue

The Company will only issue the Equity Securities under the 10% Placement Facility during the 10% Placement Period (refer to Section 7.2(e) above).

Shareholder approval of the 10% Placement Facility will cease to be valid if Shareholders approve a transaction under Listing Rule 11.1.2 or 11.2.

(b) Minimum issue price

Where the Company issues Equity Securities under the 10% Placement Facility, it will only do so for cash consideration and the issue price will be not less than the Minimum Issue Price (refer to Section 7.2(d) above).

(c) Purposes of issues under 10% Placement Facility

The Company may seek to issue Equity Securities under the 10% Placement Facility for the purposes of raising funds for continued investment in the Company's current assets, the acquisition of new assets or investments (including expenses associated with such an acquisition), the development, manufacture and commercialisation of the Company's technology and/or for general working capital.

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.3 upon issue of any Equity Securities.

(d) **Risk of economic and voting dilution**

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and
- (ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date,

which may affect the amount of funds raised by the issue of the Equity Securities.

If this Resolution is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' economic and voting power in the Company may be diluted as shown in the below table (in the case of Options, only if the Options are converted into Shares).

The below table shows the dilution of existing Shareholders based on the current market price of Shares and the current number of Shares for 'A' calculated in accordance with the formula in Listing Rule 7.1A.2 (see Section 7.2(c)) as at the date of the Notice (**Variable A**), with:

- (i) two examples where Variable A has increased, by 50% and 100%; and
- (ii) two examples of where the issue price of Shares has decreased by 50% and increased by 100% as against the current market price.

Share on issue (Variable A in Listing Rule 7.1A.2)	Dilution			
	Issue price per Share	\$0.030 50% decrease in Current Market Price	\$0.060 Current Market Price	\$0.12 100% increase in Current Market Price
461,149,601 Shares Variable A	10% Voting Dilution	46,114,960 Shares	46,114,960 Shares	46,114,960 Shares
	Funds raised	\$1,383,449	\$2,766,898	\$5,533,795
691,724,401 Shares 50% increase in Variable A	10% Voting Dilution	69,172,440 Shares	69,172,440 Shares	69,172,440 Shares
	Funds raised	\$2,075,173	\$4,150,346	\$8,300,693
922,299,202 Shares 100% increase in Variable A	10% Voting Dilution	92,229,920 Shares	92,229,920 Shares	92,229,920 Shares
	Funds raised	\$2,766,898	\$5,533,795	\$11,067,590

Notes:

1. The table has been prepared on the following assumptions:

- (a) the issue price is the market price (\$0.060), being the closing price of the Shares on ASX on 25 September 2023, being the last day that the Company's Shares traded on the ASX before this Notice was finalised for review by ASX;
 - (b) Variable A is 461,149,601 comprising the number of existing Shares on issue as 25 September 2023 and it assumes the Company has not issued any Shares in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with Shareholder approval under Listing Rule 7.1 and 7.4 and the Company issues the maximum number of Equity Securities available under the 10% Placement Facility (also see Notes 2 and 6 below);
 - (c) no convertible securities (including any issued under the 10% Placement Facility) are exercised or converted into Shares before the date of the issue of the Equity Securities; and
 - (d) the issue of Equity Securities under the 10% Placement Facility consists only of Shares. If the issue of Equity Securities includes Quoted Options, it is assumed that those Quoted Options are exercised into Shares for the purpose of calculating the voting dilution effect on existing Shareholders.
2. The number of Shares on issue (i.e. Variable A) may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue, scrip issued under a takeover offer or upon exercise of convertible securities) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting.
 3. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue; this is why the voting dilution is shown in each example as 10%.
 4. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.
 5. The table shows only the effect of issues of Equity Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.
 6. If Resolution 7 is passed by Shareholders at the Meeting, the number of shares on issue will decrease by 20,000,000. This has not been factored into the table because it's uncertain if Resolution 7, which is a special resolution, will be approved by Shareholders.

(e) **Allocation policy**

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

- (i) the methods of raising funds that are available to the Company, including but not limited to, rights issue or other issue in which existing security holders can participate;
- (ii) the effect of the issue of the Equity Securities on the control of the Company;
- (iii) financial situation and solvency of the Company; and

- (iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of the Notice but may include existing substantial Shareholders and/or new investors who are not related parties of or associates of a related party of the Company.

(f) Issues in the past 12 months

The Company has previously obtained Shareholder approval under Listing Rule 7.1A at its annual general meeting held on 24 November 2022.

In the 12 months preceding the date of the Meeting and as at the date of this Notice, the Company has not issued or agreed to issue any Equity Securities under Listing Rule 7.1A.

(g) Voting exclusion statement

At the date of the Notice, the Company is not proposing to make an issue of Equity Securities under Listing Rule 7.1A and has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in any such issue.

However, in the event that between the date of the Notice and the date of the Meeting, the Company proposes to make an issue of Equity Securities under Listing Rule 7.1A to one or more existing Shareholders, those Shareholders' votes will be excluded under the voting exclusion statement in the Notice.

7.4 Board recommendation

Resolution 5 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

The Board recommends that Shareholders vote in favour of Resolution 5.

8. Resolution 6 – Increase Non-Executive Director Remuneration Pool

8.1 General

Listing Rule 10.17 provides that an entity must not increase the total aggregate amount of directors' fees payable to all of its non-executive directors without the approval of holders of its ordinary securities.

Clause 14.8 of the Constitution also requires that remuneration payable to the non-executive Directors will not exceed the sum determined by the Company in general meeting from time to time, and the total aggregate fixed sum will be divided between the non-executive Directors as the Directors shall determine and, in default of agreement between them, then in equal shares.

The maximum aggregate amount of fees payable to all the non-executive Directors is currently set at \$250,000. This level was approved by Shareholders at the 2016 general meeting held on 24 November 2016 as part of the resolution at that meeting to approve the adoption of a new Constitution. It has not been increased since that date. Resolution 6 seeks the approval

of Shareholders to increase the total aggregate fixed sum per annum to be paid to the non-executive Directors to \$500,000 under and for the purposes of Listing Rule 10.17 and clause 14.8 of the Constitution.

Resolution 6 is an ordinary resolution which, if passed, will enable the Company to pay a collective quantum of \$500,000 p/a in Directors' fees per annum for the services of the non-executive Directors on the Board.

If Resolution 6 is not passed, the Company will not be able to pay more than the currently approved collective quantum of \$250,000 p/a in directors' fees, which could limit the Company's ability to attract and recruit high quality persons to serve on the Company's Board. This will not impact other services performed by non-executive services outside of their service on the Board.

8.2 Rationale for the increase

In the past 12 months, the Board has appointed Mr Aaron Brinkworth as an addition to the existing Directors (as described further in Section 6, above) and Mr Mitchell Wells has reverted to a non-executive Director role, after resigning from his position as the Company's Managing Director. Accordingly, the Board's membership comprises two additional non-executive Directors.

The maximum aggregate amount of fees proposed to be paid to the non-executive Directors per annum has been determined after reviewing similar companies listed on ASX and the Directors believe that this level of remuneration is in line with corporate remuneration of similar companies.

This proposed level of permitted fees does not mean that the Company must pay the entire amount approved as fees in each year, rather the proposed limit is requested to ensure that the Company:

- (a) maintains its capacity to remunerate both existing and any new non-executive Directors joining the Board;
- (b) remunerates its non-executive Directors appropriately for the expectations placed upon them both by the Company and the regulatory environment in which it operates; and
- (c) has the ability to attract and retain non-executive Directors whose skills and qualifications are appropriate for a company of the size and nature of the Company.

8.3 Specific information required by Listing Rule 10.17

Under and for the purposes of Listing Rule 10.17, the following information is provided in relation to the proposed increase in the aggregate amount payable to non-executive Directors:

- (a) the Company is proposing to increase the total aggregate fixed sum per annum to be paid to the non-executive Directors by \$250,000;
- (b) the maximum aggregate amount per annum proposed to be paid to all non-executive Directors is \$500,000 and includes superannuation contributions made by the Company for the benefit of non-executive Directors and any fees which a non-executive Director agrees to sacrifice for other benefits. It does not include reimbursement of genuine out of pocket expenses, genuine 'special exertion' fees paid

in accordance with clause 14.9 of the Constitution, or securities issued to a non-executive Director under Listing Rules 10.11 or 10.14 with Shareholder approval;

- (c) in the past three years, the Company has not issued non-executive Directors, or their nominees, any Equity Securities with prior Shareholder approval under Listing Rules 10.11 and 10.14; and
- (d) a voting exclusion statement is included in the Notice.

8.4 **Board recommendation**

Given the interest of the non-executive Directors in this Resolution, the Board makes no recommendation to Shareholders regarding this Resolution.

9. **Resolution 7 – Selective Share Buy-back**

9.1 **Background**

On 18 April 2019, the Company entered into a Controlled Placement Deed (also referred to as an “At-the-Market” Subscription Deed) (**ATM Deed**) with Acuity Capital which provided the Company with up to \$4 million of standby equity capital over 26 months from execution (**ATM Facility**). The standby equity capital available under the ATM Facility was increased to \$7.75 million (and the ATM Deed expiry date was extended by a further 25 months to 31 July 2023), pursuant to a letter agreement between the parties dated 30 June 2021. As security for the ATM Facility, the Company issued Acuity Capital 20 million Shares on or about 18 April 2019 (**Collateral Shares**).

As announced to the market on 1 August 2023, the ATM Deed has now expired. Accordingly, the parties have agreed pursuant to the terms of a selective buy-back deed dated 8 August 2023 (**Buy-back Deed**) that the Company will buy back and cancel the Collateral Shares for zero cost payable by either party, subject to the Company obtaining Shareholder approval for the selective buy-back (**Buy-back**).

9.2 **Corporations Act**

The Corporations Act provides that the rules relating to share buy-backs are designed to protect the interests of shareholders and creditors by:

- (a) addressing the risk of the transaction leading to the company’s insolvency;
- (b) seeking to ensure fairness between the shareholders of the company; and
- (c) requiring the company to disclose all material information.

In particular, Section 257A of the Corporations Act requires that a company may buy back its own shares if:

- (a) the buy-back does not materially prejudice the company’s ability to pay its creditors; and
- (b) the company follows the procedures laid down in Division 2 of Part 2J.1 of the Corporations Act.

Pursuant to Section 257D(1) of the Corporations Act, a share buy-back must be approved by either:

- (a) a special resolution passed at a general meeting of the Company, with no votes being cast in favour of the resolution by any person whose shares are to be bought back or by their associates; or
- (b) a resolution agreed to, at a general meeting by all ordinary shareholders.

The phrase “no votes being cast” is intended to operate in a similar way to the way in which voting exclusion statements operate in the context of the Listing Rules.

Pursuant to Section 257D(2) of the Corporations Act, the Company must include with the Notice a statement setting out all information known to the Company that is material to the decision on how to vote on the resolution. However, the Company does not have to disclose information if it would be unreasonable to require the Company to do so because the Company had previously disclosed the information to shareholders.

9.3 **Material terms of the Buy-back Deed**

The Buy-back Deed contains the following material terms and conditions:

- (a) Acuity Capital has agreed to transfer the Collateral Shares to the Company and the Company has agreed to buy back the Collateral Shares, free from all encumbrances and with all rights attaching to them, subject to the satisfaction of the conditions precedent in paragraph 9.3(c) below.
- (b) There is no consideration payable by the Company for the Collateral Shares.
- (c) Pursuant to Section 257D(1) of the Corporations Act, the Buy-back is conditional upon receipt of Shareholder approval.
- (d) On completion of the Buy-back, the Collateral Shares will be transferred back to the Company and immediately cancelled in accordance with Section 257H(3) of the Corporations Act.

9.4 **Summary of and effect of proposed Buy-back**

The overall effect on the Company of the Buy-back is as follows:

Shares on issue as at the date of this Notice	461,149,601
Less Collateral Shares subject to Buy-back and cancellation	20,000,000
Shares on issue upon completion of Buy-back and cancellation	441,149,601

The Collateral Shares represent 4.34% of the issued Shares of the Company as at the date of this Notice. The Buy-back will have no material impact on the control of the Company.

9.5 **Advantages and disadvantages of the Buy-back**

The Board believes that the Buy-back as proposed by Resolution 7 will provide the following advantages to Shareholders:

- (a) the Company's cash reserves will be maintained as there will be no cash consideration for the buy-back of the Collateral Shares;
- (b) following completion of the Buy-back and cancellation of the Collateral Shares, the total number of Shares on issue will reduce, thereby increasing the proportionate economic interest of the remaining Shareholders; and
- (c) it will remove Acuity Capital as a significant Shareholder from the register.

The Board does not consider there to be any disadvantages to Shareholders of the Buy-back.

9.6 Trading price of Shares

The closing price of the Shares on ASX on 25 September 2023, being the last day that the Company's Shares traded on the ASX before this Notice was finalised for review by ASX, was \$0.060.

9.7 Directors' recommendation

The Buy-back will not prejudice the Company's ability to pay its creditors because the Company is not providing any cash consideration for the Collateral Shares and the ATM Deed giving rise to the issue of the Collateral Shares has expired.

The Directors recommend that Shareholders vote in favour of Resolution 7 and confirm that they intend to vote in favour of the Resolution. No Director has an interest in the Buy-back other than as a holder of securities in the Company.

9.8 Other material information

Other than as disclosed in this Explanatory Statement, there is no information material to the making of a decision by a Shareholder whether or not to approve Resolution 7 that is known to any of the Directors and which has not been previously disclosed to Shareholders.

In accordance with Section 257H(3) of the Corporations Act, immediately after the registration of the transfer to the Company of the Collateral Shares, the Collateral Shares will be cancelled.

Schedule 1 Definitions

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

10% Placement Facility	has the meaning given in Section 7.1.
10% Placement Period	has the meaning given in Section 7.2(e).
\$ or A\$	means Australian Dollars.
Acuity Capital	means Acuity Capital Investment Management Pty Ltd ACN 132 459 093 as trustee for Acuity Capital Holdings Trust.
Annual Report	means the Directors' Report, the Financial Report, and Auditor's Report, in respect to the year ended 30 June 2023.
ASX	means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
Auditor's Report	means the auditor's report on the Financial Report.
Board	means the board of Directors.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Closely Related Party	means: <ul style="list-style-type: none">(a) a spouse or child of the member; or(b) has the meaning given in section 9 of the Corporations Act.
Company	means Resonance Health Ltd ACN 006 762 492.
Constitution	means the constitution of the Company as at the date of the Meeting.
Corporations Act	means the <i>Corporations Act 2001</i> (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 for the Company and its controlled entities.
Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling

the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Listing Rules	means the listing rules of ASX.
Meeting	has the meaning given in the introductory paragraph of the Notice.
Minimum Issue Price	has the meaning given in Section 7.2(d).
Notice	means this notice of annual general meeting.
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 referred to in the Notice.
Schedule	means a schedule to the Notice.
Section	means a section of the Explanatory Memorandum.
Securities	means any Equity Securities of the Company (including Shares, Options and/or performance rights).
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means the holder of a Share.
Strike	means a 'no' vote of 25% or more on the resolution approving the Remuneration Report.
Trading Day	has the meaning given in the Listing Rules.
VWAP	means volume weighted average market price.
WST	means Western Standard Time, being the time in Perth, Western Australia.



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MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.

ANNUAL GENERAL MEETING PROXY FORM

I/We being shareholder(s) of Resonance Health Limited and entitled to attend and vote hereby:

APPOINT A PROXY

☐ The Chair of the Meeting **OR** ☐



PLEASE NOTE: If you leave the section blank, the Chair of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chair of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf, including to vote in accordance with the following directions (or, if no directions have been given, and to the extent permitted by law, as the proxy sees fit), at the Annual General Meeting of the Company to be held **at the offices of the Company, at 141 Burswood Road, Burswood, Western Australia 6100 on Thursday, 16 November 2023 at 10:00 am (WST)** and at any adjournment or postponement of that Meeting.

Chair's voting intentions in relation to undirected proxies: The Chair intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chair may change his/her voting intentions on any Resolution. In the event this occurs, an ASX announcement will be made immediately disclosing the reasons for the change.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 6 & 7 (except where I/we have indicated a different voting intention below) even though these resolutions are connected directly or indirectly with the remuneration of a member(s) of key management personnel, which includes the Chair.

VOTING DIRECTIONS

Resolutions	For	Against	Abstain*
1 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Director – Dr Martin Blake	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-election of Director – Mr Mitchell Wells	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Re-election of Director – Mr Aaron Brinkworth	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Approval of 10% Placement Facility	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Increase Non-Executive Director Remuneration Pool	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Selective Share Buy-back	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, all the shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address



Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chair as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIR OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chair of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each resolution 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 resolution 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 a given resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a resolution, your vote on that resolution will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL

If you wish to appoint a Director (other than the Chair) or other member of the Company's key management personnel, or their closely related parties, as your proxy, you must specify how they should vote on Resolutions 1, 6 & 7, by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for Resolutions 1, 6 & 7.

PLEASE NOTE: If you appoint the Chair as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that resolution), the Chair may vote as they see fit on that resolution.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each Proxy Form state the percentage of your voting rights or number of shares 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; and
- return both forms together.

COMPLIANCE WITH LISTING RULE 14.11

In accordance with Listing Rule 14.11, if you hold shares on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the shares, you are required to ensure that the person(s) or entity/entities for which you hold the shares are not excluded from voting on resolutions where there is a voting exclusion. Listing Rule 14.11 requires you to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

By lodging your proxy votes, you confirm to the company that you are in compliance with Listing Rule 14.11.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

Companies:

Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 10:00 am (WST) on 14 November 2023, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 6370 4203



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033