

# INVEX THERAPEUTICS LTD ACN 632 145 334 NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 1:00pm (WST)

**DATE**: 5 December 2023

**PLACE**: This is a **virtual meeting** which will be held online.

Information on how to access the virtual meeting is set out on

pages 2 to 3.

The business of the Meeting affects your shareholding and your vote is important.

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.

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 Shareholders at 1:00pm (WST) on 3 December 2023.

#### **BUSINESS OF THE MEETING**

#### **AGENDA**

#### 1. RESOLUTION 1 – APPROVAL OF THE CAPITAL RETURN

To consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company:

"That the issued share capital of the Company be reduced by \$14,000,000 in accordance with sections 256B and 256C of the Corporations Act, and that such capital reduction be effected by the Company paying each Shareholder as at the Record Date the amount of approximately \$0.19 per Share (based on the number of Shares on issue as at 11 December 2023) on the terms and conditions set out in the Explanatory Statement."

#### Voting by proxy

The Company intends to conduct the Meeting virtually via Automic's platform. Shareholders are strongly encouraged to vote by lodging a directed proxy appointing the Chair as early as possible and in any event prior to the cut-off for proxy voting as set out in the Notice. Instructions for lodging proxies are included on your personalised proxy form.

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.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

If you sign the enclosed Proxy Form and no direction is given, the Chair will be appointed as your proxy. The Chair intends to vote undirected proxies on, and in favour of, all Resolutions.

The instrument of proxy (and the power of attorney or other authority, if any, under which it is signed) must be lodged by person, post, courier or email and reach the respective offices of the Company, for Australian holders not later than 1:00pm WST on 3 December 2023 (**Proxy Cut-Off Time**). For the convenience of Shareholders, a Proxy Form is enclosed with Notices sent to Shareholders.

#### **Voting Virtually and Webcast**

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

Shareholders will be able to vote and ask questions at the virtual Meeting. Shareholders are also encouraged to submit questions in advance of the Meeting to the Company. Questions must be submitted in writing to Narelle Warren, Company Secretary at nwarren@invextherapeutics.com at least 48 hours before the Meeting.

The Company will also provide Shareholders the opportunity to ask questions during the Meeting in respect to the formal item of business as well as general questions in respect to the Company and its business at the conclusion of the Meeting.

To attend the Meeting virtually please follow the instructions below on your computer, tablet or smartphone. Online registration will open 30 minutes before the Meeting. To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready.

Proxyholders will need to contact Automic prior to the Meeting to obtain their login details.

#### **Attending the Meeting virtually**

To access the virtual Meeting:

- 1. Open your internet browser and go to investor.automic.com.au
- 2. 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.
- 3. After logging in, a banner will display at the bottom of your screen to indicate that the Meeting is open for registration, click on "Register" when this appears. Alternatively, click on "Meetings" on the left hand menu bar to access registration.

- 4. Click on "Register" and follow the steps.
- 5. Click on the URL to join the webcast where you can view and listen to the virtual Meeting.
- 6. Once the Chair of the Meeting has declared the poll open for voting click on "**Refresh**" to be taken to the voting screen.
- 7. Select your voting direction and click "confirm" to submit your vote. Note that you cannot amend your vote after it has been submitted.

You can view the Meeting live, ask questions verbally or via a live text facility and cast votes at the appropriate times while the Meeting is in progress.

#### How do I create an account with Automic?

To create an account with Automic, please go to the Automic website (https://investor.automic.com.au/#/home), click on 'register' and follow the steps. Shareholders will require their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) to create an account with Automic.

Further information and support on how to use the platform is available on the share registry website – www.automic.com.au. It is recommended that you register to use the registry website well in advance of the Meeting to save time on the day of the Meeting. Should you have any difficulties, you can contact the registry by telephone on 1300 288 664 (within Australia) and +61 2 9698 5414 (overseas).

The Company strongly recommends Shareholders to lodge a directed proxy as soon as possible in advance of the Meeting even if they are planning to attend the Meeting online.

In addition, the Company is happy to accept and answer questions submitted at least 2 business days prior to the Meeting by email directed to Narelle Warren, Company Secretary at nwarren@invextherapeutics.com.

Please note that if you have previously submitted a Proxy Form, your online attendance at the Meeting will revoke your proxy's authority to vote, unless you inform the Company otherwise prior to commencement of the Meeting, in which case, your authority to vote at the Meeting is suspended while your proxy is present.

Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on +61 8 6382 0137.

#### **EXPLANATORY STATEMENT**

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolution.

#### 1. RESOLUTION 1 – APPROVAL OF THE CAPITAL RETURN

#### 1.1 Background

As announced on 1 November 2023, the Company intends to return to Shareholders an aggregate amount of \$14,000,000 to its Shareholders from the invested cash reserves of the Company (Capital Return).

Subject to this Resolution, the Capital Return will be distributed by way of an equal return of capital to Shareholders pro rata to the number of Shares which they hold at on the Record Date (expected to be 5:00pm (WST) on 11 December 2023). The Record Date is subject to change and will be confirmed by the Company.

The Capital Return will be funded by way of a cash distribution from the invested cash reserves of the Company (**Distribution**). The Capital Return will be debited against the Company's share capital account. This constitutes a reduction in the Company's share capital and as such the Capital Return must be effected in accordance with sections 256B and 256C of the Corporations Act.

The purpose of this Resolution is to obtain Shareholder approval for the purposes of sections 256B and 256C of the Corporation Act to undertake the Capital Return on the terms set out in this Explanatory Statement.

#### 1.2 Indicative Timetable

It is proposed that the Capital Return will occur as follows:

Event	Date
Announcement of Capital Return	1 November 2023
Meeting	5 December 2023
Announcement of the results of the Meeting	5 December 2023
Announcement of the effective date of the Capital Return	5 December 2023
Effective date for the Capital Return	6 December 2023
Last day for trading of Shares entitled to participate in the Capital Return	7 December 2023
Trading in Shares on an 'ex return of capital' and 'ex dividend' basis	8 December 2023
Record date for the Capital Return	11 December 2023
Date of payment of the Capital Return	18 December 2023

#### Notes:

1. The timetable and the dates above (and the references to those dates throughout this Notice) are indicative only. The Company may vary those dates in accordance with the applicable laws in its absolute discretion and without prior notice.

Changes to the above dates will be announced to the ASX and notified on the Company's website.

To ensure you receive your entitlement to the Capital Return or any future dividend or distribution promptly, please check and update your banking instructions at:

https://investor.automic.com.au/#/home. If Automic does not have your banking details, any payment will be made via cheque.

#### 1.3 Reasons to vote in favour of the Capital Return

The rationale for the Capital Return is twofold:

- (a) major shareholders in the Company, many of whom contributed to prior equity raisings that resulted in a significant cash balance, have requested that the Company return some of its existing capital to shareholders; and
- (b) given that the Company has determined that the continuation of the IIH EVOLVE Phase III clinical trial and the necessary expenditure required to complete recruitment under a revised IIH EVOLVE trial is not viable, the Company does not require a significant cash balance for its remaining short to medium term business plan.

The primary advantage in approving the Capital Return is that it will enable the Company to repatriate capital to its Shareholders, which is in excess of its current and anticipated medium term requirements.

Future distributions under the distribution program may be in the form of dividends, subject to the availability of profits and meeting the other Corporations Act requirements for the payment or dividends.

Also, Shareholders participating in the Capital Return will be able to do so without incurring transaction costs and the Capital Return will allow Shareholders to retain the same percentage of ownership in the Company.

#### 1.4 Reasons to vote against the Capital Return

#### (a) Shareholders may be concerned about the reduced capital base of the Company

A disadvantage of the Capital Return is that following its implementation, the Company will have a reduced capital base from which to operate and may require additional funding in the future to meet its strategic and corporate objectives, which may otherwise not be the case if the Capital Return did not proceed. However, the Directors are of the opinion that the net cash reserves post-Capital Return along with anticipated cash outflows from operations will be sufficient for their intended use to support the Company's operations in the medium term.

#### (b) Shareholders may be concerned about the potential quantum of the Capital Return

While the Board currently has no reason to consider that the Company's financial position will change materially prior to the time of the Capital Return, it is possible that this may occur and the amount of the Capital Return (and either component of it) may increase or decrease accordingly.

#### (c) The Capital Return may not suit the current financial position of all Shareholders

The Capital Return may not suit the current financial position of all Shareholders.

The Capital Return may have tax consequences for Shareholders.

#### 1.5 Calculation of the Amount of the Capital Return

The Company estimates that the total amount available for the Capital Return will be an aggregate of \$14,000,000, which will be funded by the Distribution. The following table shows how the Company has calculated its estimate of the total amount available for the Capital Return.

Cash advanced to the Company under the Capital Return	\$14,000,000
Relevant number of Shares to participate in Capital Return	75,153,848
Estimated Capital Return per Share	\$0.19

The estimated amount of the Capital Return per Share has been calculated on the basis of the total Shares on issue as at the date of this Notice of Meeting, and assuming that no Options are exercised between the date of this Notice and the implementation of the Capital Return. As all the Options are currently significantly out-of-the-money and have a strike price greater than the amount of the Capital Return per Share, the Company does not expect any of the Options to be exercised.

#### 1.6 Legal Requirements

The Capital Return constitutes an equal reduction of the Company's share capital for the purposes of the Corporations Act. This is because it relates only to ordinary shares, it applies to each holder of ordinary shares in proportion to the number of Shares they hold as at the Record Date, and the terms of the reduction are the same for each holder of ordinary shares.

#### (a) Fair and Reasonable

Section 256B(1)(a) of the Corporations Act provides that a capital reduction must be fair and reasonable.

The Directors are of the opinion that the Capital Return is fair and reasonable to all Shareholders as it will apply to all Shareholders on the Record Date equally, in proportion to the number of Shares they hold as at that date.

#### (b) Company's ability to pay creditors

Section 256B(1)(b) of the Corporations Act provides that a capital reduction must not materially prejudice a company's ability to pay its creditors.

The Directors, having proposed the capital reduction, are of the opinion that it will not materially prejudice the Company's ability to pay its creditors. The Directors have also satisfied themselves as to the solvency of the Company following the Capital Return.

Please refer to Section 1.7(d) below for further information regarding the impact of the Capital Return on the Company's ability to pay its creditors.

The Company will remain solvent following the Capital Return.

#### (c) Shareholder approval

Resolution 1 will be passed as an ordinary resolution for the purposes of section 256C(1) of the Corporations Act if more than 50% of the votes cast by Shareholders present and eligible to vote at the Meeting (whether in person (physically or virtually), by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) are in favour of it.

In accordance with section 256C(5) of the Corporations Act, a copy of this Notice has been lodged with ASIC.

#### 1.7 Effect on the Company

#### (a) Effect on the Company

The Capital Return is intended to be paid entirely from the Distribution. Upon receipt of the Distribution, the Company's cash resources will increase for a short period of time between receipt of the Distribution and payment of the Capital Return.

#### (b) Effect on Capital Structure and Share Price

Following implementation of the Capital Return, the Company's share capital is estimated to reduce by an aggregate of \$14,000,000.

For the purposes of Listing Rule 7.20, the Company confirms that:

- (i) the Company has 75,153,848 Shares on issue as at the date of this Notice, which will remain unchanged following completion of the Capital Return;
- (ii) no Shares will be cancelled in connection with the Capital Return and no fractional entitlements will arise. The Capital Return will therefore not impact the number of Shares held by each of the Shareholders; and
- (iii) the Company has 8,792,000 Options on issue at the date of this Notice. The exercise price of each Option will be reduced by the same amount as the amount of the Capital Return on a per Share basis, at the same time as the Capital Return is implemented, in accordance with Listing Rule 7.22.3.

Following implementation of the Capital Return, the Company's Shares are expected to trade at a lower share price than its then trading price immediately prior to the 'ex' date for the Capital Return. This is due to the payment/return of funds to Shareholders.

Given that the Company's Share price is likely to decrease following the return of capital, a waiver of Listing Rule 7.25 is required. A waiver has been granted by the ASX in relation to Listing Rule 7.25 to the extent necessary to permit the Company to undertake the return of capital.

#### (c) Effect on historical and pro-forma financial position

The pro forma consolidated balance sheet of the Company for the period ended 30 September 2023 is set out in Schedule 1 show the effect of the Distribution and Capital Return.

#### (d) Effect on Company's ability to pay its creditors

The Company has assessed the impact of the Capital Return on the Company's ability to pay its creditors.

That review concluded that the payment to Shareholders of an amount equal to the Capital Return amount would not materially prejudice the Company's ability to pay its creditors and the Company will have sufficient cash reserves to pay its creditors (including current and reasonably foreseeable claimants) following payment of the Capital Return.

#### (e) Tax implications for the Company

No adverse tax consequences are expected to arise for the Company from implementing the Capital Return.

#### 1.8 Director's Interests

No Director will receive a payment or benefit of any kind, as a result of the Capital Return, other than as a Shareholder of the Company.

The relevant interests of the Directors in securities of the Company as at the date of this Notice are set out below.

Director	Shares	Options
David McAuliffe	3,375,001 <sup>1</sup>	200,000 <sup>2</sup>
Thomas Duthy	285,661 <sup>3</sup>	1,800,000 <sup>4</sup>
Megan Baldwin	Nil	800,000 <sup>5</sup>

#### Notes:

- Comprising 125,000 Shares held directly by Mr David McAuliffe & Ms Margaret Livingston ATF McLivo Superfund A/C and 3,250,001 Shares held indirectly by Mr David Jerimiah McAuliffe ATF The Lazy D9M Investment A/C (of which Mr McAuliffe is a beneficiary).
- 2. Held indirectly by Mr David Jerimiah McAuliffe ATF The Lazy D9M Investment A/C, exercisable at \$0.60 on or before 22 November 2023.
- 3. Held indirectly by CIPA Investments Pty Ltd ATF CIPA Investments A/C (of which Dr Duthy is a director and shareholder).
- 4. Comprising 800,000 Options exercisable at \$1.30 on or before 18 November 2023 and 1,000,000 Options exercisable at \$0.87 on or before 1 December 2026.
- 5. Comprising 400,000 Options held directly by Ms Baldwin, exercisable at \$1.10 on or before 8 April 2024, and 400,000 Options held indirectly by GAJA Holdings, exercisable at \$0.87 on or before 1 December 2026.

#### 1.9 Australian Tax Implications for Shareholders

The following is a general summary of the Australian income tax implications arising for the Shareholders as a result of the Capital Return. It is based upon the Company's interpretation of Australian income tax law currently in force at the date of the issue of this Notice. The commentary below is general in nature and not intended to be comprehensive, it does not take into account the individual circumstances of each Shareholder and does not constitute tax advice. As this summary is necessarily general in nature, Shareholders should consult with their professional tax adviser regarding the impact of the capital return to their circumstances. Non-resident Shareholders should seek individual professional tax advice on the tax implications arising both within and outside of Australia. To the maximum extent permitted by law, the Company, its officers and each of their respective advisers accept no liability and responsibility with respect to the reliance of any Shareholder on any part of the summary contained in this Section.

#### Class Ruling

The Company will apply to the Australian Taxation Office (ATO) for a Class Ruling for Australian resident Shareholders who hold their Shares on capital account seeking to confirm that:

- (a) no part of the proposed Capital Return will be treated as a dividend for tax purposes (i.e. the entire return is considered to be a capital distribution);
- (b) if the cost base of a Share is less than the Capital Return amount (on a cents per share basis) then a capital gain should arise for the shareholder for the difference;
- (c) otherwise, if the cost base of a Share is more than the Capital return amount (on a cents per share basis), then a Shareholder will incur a capital loss;
- (d) upon crystallising a capital loss, the cost base for each Share held by the Shareholder will be reduced by the Capital Return amount (on a cents per Share basis) for the purpose of calculating any future capital gain or loss on the ultimate disposal of that Share.

The Class Ruling will also seek to confirm that for those Shareholders who are not tax residents of Australia, no Australian capital gain or loss should arise as a consequence of the Capital Return, on

the basis the Company Share is not 'taxable Australian property', and provided the share is not held by a Shareholder as part of a permanent establishment in Australia.

Shareholders who hold their Shares on the Record Date but who dispose of their Shares before the Capital Return is distributed should realise a taxable gain equal to the amount of the Capital Return received.

A Class Ruling may not be relied on by Shareholders until it is issued in final form by the ATO.

The Class Ruling is expected to be issued at some time after the General Meeting. The Class Ruling will be made available to Shareholders on the ASX company announcements platform and the Company's website at https://invextherapeutics.com/.

#### **CGT discount**

Generally, Australian resident Shareholders who are individuals, trusts or complying superannuation funds that have held their Shares in the Company for at least 12 months at the time of their disposal should be entitled to the CGT discount in calculating the amount of capital gain (if any) on receipt of the Capital Return.

The CGT discount is applied after available capital losses have been offset to reduce the capital gain.

The applicable CGT discount which should reduce a capital gain arising from the disposal of Shares is as follows:

- (a) 50% for individuals and trusts; and
- (b) 33.3% for a complying superannuation entity,

The CGT discount is not available for Australian resident Shareholders who are companies.

#### Application of capital distribution integrity measures

The ATO has available a number of integrity measures which may be applied to deem certain distributions which may otherwise be capital in nature as dividends.

The Class Ruling seeks the ATO's confirmation that none of those integrity measures will be applied in relation the Capital Return.

#### 1.10 Board Recommendation

The Directors are of the opinion that the proposed return of capital is fair and reasonable to all Shareholders and does not materially prejudice the Company's ability to pay its creditors.

Each of the Directors (other than David McAuliffe who intends to abstain from voting on the Resolution) intend to vote all Shares held or controlled by them, as shown in the table in Section 1.8, in favour of the Capital Return.

The Chair also intends to vote undirected proxies in favour of Resolution 1.

#### **GLOSSARY**

\$ means Australian dollars.

**ASIC** means the Australian Securities & Investments Commission.

**ASX** means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Company means Invex Therapeutics Ltd (ACN 632 145 334).

**Constitution** means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

**Directors** means the current directors of the Company.

**Explanatory Statement** means the explanatory statement accompanying the Notice.

Listing Rules means the Listing Rules of ASX.

**Notice** or **Notice** of **Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

**Option** means an option to acquire a Share.

**Proxy Form** means the proxy form accompanying the Notice.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

**Section** means a section of the Explanatory Statement.

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

**Shareholder** means a registered holder of a Share.

**WST** means Western Standard Time as observed in Perth, Western Australia.

#### SCHEDULE 1 - PRO FORMA BALANCE SHEET

	Notes	Actual 30 Sept 2023 \$	Pro-forma 30 Sept 2023 \$
ASSETS			
Current Assets			
Cash and cash equivalents	1,2	21,207,418	7,207,418
Other receivables		150,300	150,300
Total Current Assets		21,357,718	7,357,718
TOTAL ASSETS		21,357,718	7,357,718
LIABILITIES			
Current Liabilities			
Trade and other payables		1,050,245	1,050,245
Total Current Liabilities		1,050,245	1,050,245
TOTAL LIABILITIES		1,050,245	1,050,245
NET ASSETS		20,307,473	6,307,473
EQUITY			
Contributed equity	1	36,413,432	22,413,432
Reserves		2,394,033	2,394,033
Accumulated losses	2	(18,499,991)	(18,499,991)
TOTAL EQUITY		20,307,473	6,307,473

#### Notes:

- 1. Assumes return of \$14 million to Shareholders
- 2. Assumes no adjustment for working capital over the period from 1 October 2023 until completion of the capital return.



## **Proxy Voting Form**

If you are attending the virtual Meeting please retain this Proxy Voting Form for online Securityholder registration.

Invex Therapeutics Limited | ABN 29 632 145 334

Your proxy voting instruction must be received by **01.00pm (AWST) on Sunday, 03 December 2023**, 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

 $\frac{\text{https://investor.automic.com.au/\#/loginsah}}{\text{scan the QR code below using your}} \text{ or}$ 

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



smartphone

#### 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)

Securityholder 3

Director / Company Secretary

Date (DD/MM/YY)

#### STEP 1 - How to vote APPOINT A PROXY: VIRTUAL PARTICIPATION AT THE MEETING: I/We being a Shareholder entitled to attend and vote at the General Meeting of Invex Therapeutics The company is pleased to provide shareholders Limited, to be held virtually at 01.00pm (AWST) on Tuesday, 05 December 2023 hereby: with the opportunity to attend and participate in a virtual Meeting through an online meeting Appoint the Chair of the Meeting (Chair) OR if you are not appointing the Chair of the Meeting as platform powered by Automic, where your proxy, please write in the box provided below the name of the person or body corporate you shareholders will be able to watch, listen, and are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have vote online been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof. To access the virtual meeting: 1. Open your internet browser and go to investor.automic.com.au 2. Login with your username and password or The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is click "register" if you haven't already created an account. Shareholders are encouraged to entitled to vote. Unless indicated otherwise by ticking the "for"," against" or "abstain" box you will be authorising create an account prior to the start of the meeting to ensure there is no delay in the Chair to vote in accordance with the Chair's voting intention. attending the virtual meeting Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered. STEP 2 - Your voting direction Resolutions For Abstain Against APPROVAL OF THE CAPITAL RETURN Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll

Securityholder 2

Director

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

STEP 3 – Signatures and contact details

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone