

Results of Annual General Meeting

28 November 2019

Zelira Therapeutics Limited (formerly Zelda Therapeutics Limited) is pleased to advise that all resolutions at its 2019 Annual General Meeting held today at 10:00 am WST at the office of Blackwall Legal at Level 26, 140 St Georges Terrace, Perth, Western Australia were passed on a show of hands.

In accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the Corporation Act 2001 (Cth), details of proxy votes and votes cast in respect of each resolution are set out in the attached schedule.

Yours faithfully

Yours sincerely

Tim Slate

Company Secretary

ZELIRA THERAPEUTICS LIMITED (Formerly Zelda Therapeutics Limited)

RESULT OF ANNUAL GENERAL MEETING (ASX REPORT)

ANNUAL GENERAL MEETING

Thursday, 28 November 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

| Resolution | Nature of resolution | Manner in which the securityholder directed the proxy vote (as at proxy close) | | | | Manner in which votes were cast in person or by proxy on a poll (where applicable) | | |
|------------|--|--|---------------------------------|------------|------------|--|---------------|---------------|
| | | | | | | | | |
| | | 1 | Adoption of Remuneration Report | 60,313,123 | 2,770,822 | 1,973,849 | 1,990,173 | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 2 | Re-election of Director – Jason Peterson | 265,215,057 | 1,804,640 | 1,918,088 | 690,723 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 3 | Ratification of Prior Issue of Options | 263,403,087 | 3,624,529 | 1,843,147 | 757,745 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 4 | Ratification of Prior Issue of Shares | 263,365,837 | 3,662,949 | 1,866,147 | 733,575 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 5 | Issue of Related Party Performance Rights to | 187,294,334 | 6,417,260 | 2,154,997 | 73,761,917 | Passed on a | Passed on a | Passed on a |
| | Jason Peterson | | | | | show of hands | show of hands | show of hands |
| 6 | Issue of Related Party Performance Rights to | 211,078,598 | 6,289,393 | 1,833,352 | 50,427,165 | Passed on a | Passed on a | Passed on a |
| | Harry Karelis | | | | | show of hands | show of hands | show of hands |
| 7 | Issue of Related Party Performance Rights to | 259,751,233 | 6,462,931 | 1,948,859 | 1,465,485 | Passed on a | Passed on a | Passed on a |
| | Richard Hopkins | | | | | show of hands | show of hands | show of hands |
| 8 | Re-Approval of Incentive Plan | 138,363,939 | 5,310,687 | 1,823,147 | 891,208 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 9 | Approval of 10% Placement Capacity | 263,346,757 | 3,264,235 | 2,222,547 | 794,969 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 10 | Approval to Issue Consideration for Merger | 265,813,394 | 904,378 | 2,181,813 | 728,923 | Passed on a | Passed on a | Passed on a |
| | with Ilera Therapeutics LLC | | | | | show of hands | show of hands | show of hands |
| 11 | Election of Director – Osagie Imasogie | 265,510,201 | 996,482 | 2,218,147 | 903,678 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 12 | Election of Director – Oludare Odumosu | 265,408,201 | 1,140,482 | 2,171,147 | 908,678 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 13 | Election of Director – Lisa Gray | 265,556,249 | 1,076,939 | 2,168,147 | 827,173 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 14 | Change of Company Name | 264,919,808 | 1,620,712 | 2,189,147 | 898,841 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |
| 15 | Amendment of Constitution | 265,068,966 | 1,233,007 | 2,154,147 | 1,172,388 | Passed on a | Passed on a | Passed on a |
| | | | | | | show of hands | show of hands | show of hands |

^{* -} Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item.