

29 November 2019

ASX Code: MXC

## Results of Annual General Meeting

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**MGC Pharmaceuticals Ltd (ASX: MXC, 'MGC Pharma' or 'the Company')**, would like to confirm the results of the Company's Annual General Meeting held 29 November 2019 is provided in accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act.

In accordance with the most recent Corporate Governance Principle and Recommendations (4<sup>th</sup> Edition) the Chairman called a poll on all resolutions. It is advised Resolution 18 – Spill Resolution was withdrawn following the passing of Resolution 1 – Remuneration Report. All Resolutions passed except for Resolution 15 – Issue of Related Party Performance Rights to Mr Nativ Segev.

The full meeting results are provided on the following pages.

--Ends--

### For further information, please contact:

**UK IR/Media Advisors**

Catherine Leftley/Megan Dennison  
St Brides Partners Ltd  
+44 (0) 207 236 1177  
[megan@stbridespartners.co.uk](mailto:megan@stbridespartners.co.uk)  
[catherine@stbridespartners.co.uk](mailto:catherine@stbridespartners.co.uk)

**MGC Pharmaceuticals Ltd**

Brett Mitchell  
Executive Chairman  
+61 8 6382 3390  
[info@mgcpharma.com.au](mailto:info@mgcpharma.com.au)

### About MGC Pharma

MGC Pharmaceuticals Ltd (ASX: MXC, OTCQB: MGCLF) is a European based bio-pharma company supplying phytocannabinoid derived medicines to patients globally. The Company's founders were key figures in the global medical cannabis industry and the core business strategy is to develop and supply high quality phytocannabinoid derived medicines for the growing demand in the medical markets in Europe, North America and Australasia. MGC Pharma has a robust product offering targeting three widespread medical conditions - epilepsy, dementia and IBS – and has further products in the development pipeline.

Employing its 'Seed to Medicine' strategy, MGC Pharma has partnered with renowned institutions and academia to optimise cultivation and the development of targeted phytocannabinoid derived medicines products prior to production in the Company's EU-GMP Certified manufacturing facility. MGC Pharma has a number of research collaborations with world renowned academic institutions, and recent research conducted in collaboration with the National Institute of Biology and University Medical Centre Ljubljana, highlighted the positive impact of using specific phytocannabinoid formulations in the treatment of glioblastoma, the most aggressive and so far therapeutically resistant primary brain tumour.

MGC Pharma has a growing patient base in Australia and the UK and has a global distribution footprint via an extensive network of commercial partners meaning that it is poised to supply the global market. In order to meet the demands of becoming a key global supplier the company is constructing a 15,720m<sup>2</sup> GMP state of the art facility in Malta.

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29 November 2019

The Chairman  
MGC PHARMACEUTICALS LTD  
1202 Hay Street  
West Perth  
WA 6005

## **Poll Report**

I, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the ANNUAL GENERAL MEETING of the Members of MGC PHARMACEUTICALS LTD held at QV1 Conference Centre, QV1 Level 2, 250 St Georges Terrace, Perth, Western Australia on 29 November 2019 at 2:00 PM, report as follows:

### **1 Adoption of Remuneration Report**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	139,878,983	87.38
Votes cast 'AGAINST' the motion	20,210,432	12.62
<b>TOTAL VOTES CAST</b>	<b>160,089,415</b>	<b>100.00</b>
Votes "Abstained"	2,975,851	

The resolution was carried as an ordinary resolution.

### **2 Re-election of Director - Mr Nativ Segev**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	250,430,987	91.30
Votes cast 'AGAINST' the motion	23,870,498	8.70
<b>TOTAL VOTES CAST</b>	<b>274,301,485</b>	<b>100.00</b>
Votes "Abstained"	2,058,409	

The resolution was carried as an ordinary resolution.

### **3 Election of Director - Dr Stephen Parker**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	265,258,197	96.79
Votes cast 'AGAINST' the motion	8,806,302	3.21
<b>TOTAL VOTES CAST</b>	<b>274,064,499</b>	<b>100.00</b>
Votes "Abstained"	2,295,395	

The resolution was carried as an ordinary resolution.

**4 Re-election of Director - Dr Ross Walker**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	263,358,119	96.04
Votes cast 'AGAINST' the motion	10,852,880	3.96
TOTAL VOTES CAST	<u>274,210,999</u>	<u>100.00</u>
Votes "Abstained"	2,148,895	

The resolution was carried as an ordinary resolution.

**5 Ratification of prior issue - Placement Shares**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	241,450,267	93.81
Votes cast 'AGAINST' the motion	15,939,566	6.19
TOTAL VOTES CAST	<u>257,389,833</u>	<u>100.00</u>
Votes "Abstained"	4,916,489	

The resolution was carried as an ordinary resolution.

**6 Ratification of prior issue - Priority Offer**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	138,271,648	89.85
Votes cast 'AGAINST' the motion	15,625,434	10.15
TOTAL VOTES CAST	<u>153,897,082</u>	<u>100.00</u>
Votes "Abstained"	4,516,605	

The resolution was carried as an ordinary resolution.

**7 Ratification of prior issue - Shares issued to the vendors of Panax S.R.O**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	246,551,439	92.98
Votes cast 'AGAINST' the motion	18,610,014	7.02
TOTAL VOTES CAST	<u>265,161,453</u>	<u>100.00</u>
Votes "Abstained"	11,198,441	

The resolution was carried as an ordinary resolution.

**8 Ratification of prior issue - Options issued to Canaccord Genuity (Australia) Limited**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	215,876,220	78.82
Votes cast 'AGAINST' the motion	58,004,746	21.18
<b>TOTAL VOTES CAST</b>	<b>273,880,966</b>	<b>100.00</b>
Votes "Abstained"	2,478,928	

The resolution was carried as an ordinary resolution.

**9 Issue of Options to Merchant Corporate Advisory**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	210,118,812	76.76
Votes cast 'AGAINST' the motion	63,614,319	23.24
<b>TOTAL VOTES CAST</b>	<b>273,733,131</b>	<b>100.00</b>
Votes "Abstained"	2,626,763	

The resolution was carried as an ordinary resolution.

**10 Issue of Options to Related Party - Chieftain Securities Pty Ltd**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	182,528,301	73.71
Votes cast 'AGAINST' the motion	65,085,259	26.29
<b>TOTAL VOTES CAST</b>	<b>247,613,560</b>	<b>100.00</b>
Votes "Abstained"	28,746,334	

The resolution was carried as an ordinary resolution.

**11 Issue of Options to Canaccord Genuity (Australia) Limited**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	210,583,239	76.92
Votes cast 'AGAINST' the motion	63,201,215	23.08
<b>TOTAL VOTES CAST</b>	<b>273,784,454</b>	<b>100.00</b>
Votes "Abstained"	2,575,440	

The resolution was carried as an ordinary resolution.

**12 Adoption of Incentive Performance Rights Plan**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	90,575,565	56.28
Votes cast 'AGAINST' the motion	70,358,177	43.72
TOTAL VOTES CAST	<u>160,933,742</u>	<u>100.00</u>
Votes "Abstained"	32,925,418	

The resolution was carried as an ordinary resolution.

**13 Issue of Related Party Performance Rights to Mr Roby Zomer**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	87,431,062	54.44
Votes cast 'AGAINST' the motion	73,175,484	45.56
TOTAL VOTES CAST	<u>160,606,546</u>	<u>100.00</u>
Votes "Abstained"	33,252,614	

The resolution was carried as an ordinary resolution.

**14 Issue of Related Party Performance Rights to Mr Brett Mitchell**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	85,862,128	53.51
Votes cast 'AGAINST' the motion	74,586,367	46.49
TOTAL VOTES CAST	<u>160,448,495</u>	<u>100.00</u>
Votes "Abstained"	33,410,665	

The resolution was carried as an ordinary resolution.

**15 Issue of Related Party Performance Rights to Mr Nativ Segev**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	76,915,071	47.93
Votes cast 'AGAINST' the motion	83,566,776	52.07
TOTAL VOTES CAST	<u>160,481,847</u>	<u>100.00</u>
Votes "Abstained"	33,377,313	

The resolution was not carried as an ordinary resolution.

**16 Approval of 10% Placement Capacity**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	250,870,388	91.11
Votes cast 'AGAINST' the motion	24,469,789	8.89
TOTAL VOTES CAST	<u>275,340,177</u>	<u>100.00</u>
Votes "Abstained"	1,019,717	

The resolution was carried as a special resolution.

## **17 Appointment of Auditor**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	267,878,354	97.62
Votes cast 'AGAINST' the motion	6,544,587	2.38
TOTAL VOTES CAST	<u>274,422,941</u>	<u>100.00</u>
Votes "Abstained"	1,936,953	

The resolution was carried as an ordinary resolution.

Nicole Lewis  
Returning Officer  
Computershare Investor Services Pty Limited