Enlitic, Inc.

ARBN 672 254 027

Notice of Annual General Meeting and Explanatory Memorandum to Stockholders

Date of Meeting

5 June 2025

Time of Meeting

9:00am (AEST)

Place of Meeting

The Meeting will be held virtually.

Virtual Online Platform using URL: https://meetings.openbriefing.com/ENLAGM25

The Company will publish a virtual meeting guide on the ASX and the Company's website outlining how Stockholders and CDI Holders will be able to participate in the Meeting virtually.

A Proxy Form and CDI Voting Instruction Form is enclosed or has otherwise been provided to you (as applicable)

Please read this Notice and Explanatory Memorandum carefully and in its entirety. If Securityholders (being Stockholders and CDI Holders) are in doubt as to how to vote, you should seek advice from your professional advisers before voting.

All Securityholders are urged to vote their Common Stock and CDIs, whether by attending the Meeting electronically or submitting a Proxy Form (in the case of Stockholders) or submitting a CDI Voting Instruction Form (in the case of CDI Holders).

Foreign Ownership Restriction

Enlitic's CDIs are issued and are traded on ASX in reliance on the safe harbour provisions of Regulation S under the US Securities Act of 1933, as amended (**Securities Act**), and in accordance with the procedures established pursuant to the provisions of a no-action letter dated 7 January 2000 given to ASX by the staff at the US Securities and Exchange Commission. The CDIs have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. The holders of Enlitic's CDIs are unable to sell the CDIs into the US or to a US person unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. Hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act. The relief was given subject to certain procedures and conditions described in the no-action letter. One of the conditions is that Enlitic provides notification of the Regulation S status of its securities in communications such as this document.

Enlitic, Inc. ARBN 672 254 027

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Stockholders of Enlitic, Inc. (ARBN 672 254 027) will be held virtually on 5 June 2025 at 9:00am (AEST) for the purpose of transacting the following business referred to in this Notice of Annual General Meeting.

Stockholders will be able to participate in the virtual meeting, including being able to ask questions and vote. CDI Holders will also be able to participate in the virtual meeting, including being able to ask questions, however CDI Holders will not have the ability to vote at the virtual meeting. The Company will publish a virtual meeting guide on the ASX and the Company's website outlining how Stockholders and CDI Holders will be able to participate in the Meeting virtually.

ASX takes no responsibility for the contents of this Notice.

AGENDA

Receipt of Financial Statements and Reports

To receive the annual financial statements of the Company and the report of the Directors and of the Auditor for the financial year ended 31 December 2024.

There is no requirement for Securityholders to approve the financial statements or reports.

1 Resolution 1 - Re-election of Class II Director - Michael Sistenich

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast:

"That Michael Sistenich, being eligible, offers himself for election, be elected a Director to hold office until the 2028 annual meeting of Stockholders."

Under ASX Listing Rule 14.2.1, a proxy card must, in respect of each resolution, provide for the Securityholder to vote for the resolution, to vote against the resolution, or to abstain from voting on the resolution. In accordance with the provisions of Delaware General Corporation Law, the Bylaws of the Company provide that directors shall be elected to the Board of Directors by a plurality of the votes cast (i.e., the person(s) elected will be those with the most affirmative votes received among votes properly cast at the Annual General Meeting or by proxy). To enable this, ASX has granted the Company a waiver from ASX Listing Rule 14.2.1 to permit the Company not to provide in its proxy form for CDI Holders an option to vote against a resolution to elect a director, on the following conditions:

- the Company complies with the relevant Delaware laws as to the content of the proxy forms applicable to resolutions for the elections of directors,
- (b) the notice given by the Company to CDI Holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case,
- (c) the Company releases details of the waiver to the market as part of the pre-quotation disclosure, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs, and
- (d) without limiting ASX's right to vary to its decision under ASX Listing Rule 18.3, the waiver from Listing Rule 14.2.1 only applies for so long as the relevant Delaware laws prevent the Company from permitting stockholders to vote against a resolution to elect a director.

2 Resolution 2 - Re-election of Class II Director - Sergio Duchini

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast:

"That Sergio Duchini, being eligible, offers himself for election, be elected a Director to hold office until the 2028 annual meeting of Stockholders."

Under ASX Listing Rule 14.2.1, a proxy card must, in respect of each resolution, provide for the Securityholder to vote for the resolution, to vote against the resolution, or to abstain from voting on the resolution. In accordance with the provisions of DGCL, the Bylaws of the Company provide that directors shall be elected to the Board of Directors by a plurality of the votes cast (i.e., the person(s) elected will be those with the most affirmative votes received among votes properly cast at the Annual General Meeting or by proxy). To enable this, ASX has granted the Company a waiver from ASX Listing Rule 14.2.1 to permit the Company not to provide in its proxy form for CDI Holders an option to vote against a resolution to elect a director, on the following conditions:

- the Company complies with the relevant Delaware laws as to the content of the proxy forms applicable to resolutions for the elections of directors,
- (b) the notice given by the Company to CDI Holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case,
- (c) the Company releases details of the waiver to the market as part of the pre-quotation disclosure, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs, and
- (d) without limiting ASX's right to vary to its decision under ASX Listing Rule 18.3, the waiver from Listing Rule 14.2.1 only applies for so long as the relevant Delaware laws prevent the Company from permitting stockholders to vote against a resolution to elect a director.

3 Resolution 3 – Ratification of the Company's accounting firm

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast:

"To ratify selection by the Audit and Risk Management Committee of the Board of Directors of RSM Australia Pty Limited as independent registered public accounting firm of the Company for its fiscal year ending 31 December 2025."

4 Resolution 4 – Ratification of Common Stock (and corresponding CDIs) under Tranche 1 of the Placement

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Stockholders ratify and approve the issue under Listing Rule 7.1 of 87,475,190 shares of Common Stock (and corresponding CDIs over such Common Stock) at A\$0.04 each to certain unrelated professional, sophisticated and other investors under Tranche 1 of the Placement on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who participated in Tranche 1 of the Placement or an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

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

5 Resolution 5 – Proposed issue of Common Stock (and corresponding CDIs) under Tranche 2 of the Placement

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

"That, for the purpose of Listing Rule 7.1 and all other purposes, Stockholders approve the issue of up to 102,957,349 shares of Common Stock (and corresponding CDIs over such Common Stock) at A\$0.04 each to certain unrelated professional, sophisticated and other investors under Tranche 2 of the Placement on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who is 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 holder of ordinary securities in the Company) or an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

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

Resolution 6 – Proposed issue of Common Stock (and corresponding CDIs) to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

"That, for the purpose of Listing Rule 10.11 and all other purposes, subject to Resolution 5 being passed, Stockholders approve the issue of up to 1,250,000 shares of Common Stock (and corresponding CDIs over such Common Stock) at A\$0.04 each to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of Mr Michael Sistenich (and/or his nominee(s)) or any other person who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

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

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7 Resolution 7 – Proposed issue of New Options

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

"That, for the purpose of Listing Rule 7.1 and all other purposes, Stockholders approve the issue of up to 124,375,000 New Options to certain unrelated professional, sophisticated and other investors, with each New Option having an exercise price of A\$0.05 and an expiry date of 3 years from the date of issue on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who is 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 holder of ordinary securities in the Company) or an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

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

8 Resolution 8 – Proposed issue of New Options to Mr Michael Sistenich (and/or his nominee(s))

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution** by the affirmative vote of a majority of the votes cast, subject to the voting exclusion statement below:

"That, for the purpose of Listing Rule 10.11 and all other purposes, subject to Resolution 7 being passed, Stockholders approve the issue of up to 625,000 New Options to Mr Michael Sistenich (and/or his nominee(s)), with each New Option having an exercise price of A\$0.05 and an expiry date of 3 years from the date of issue on the terms and conditions set out in the Explanatory Memorandum."

Voting exclusion statement: The Company will disregard any votes cast in favour of the Resolution by or on behalf of Mr Michael Sistenich (and/or his nominee(s)) or any other person who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an Associate of those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

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

9 Resolution 9 - Approval of Additional 10% Placement Capacity

To consider and, if thought fit, to pass the following resolution as a **special resolution** by the affirmative vote of at least 75% of the votes cast:

"That, for the purpose of Listing Rule 7.1A and all other purposes, Stockholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Memorandum."

No voting exclusion statement is included for this Resolution because the Company is not proposing any issue of Equity Securities under Listing Rule 7.1A as at the date of this Notice.

OTHER BUSINESS

To transact such other business as may be properly presented at the Meeting.

Details of the definitions and abbreviations used in this Notice are set out in the Glossary to the Explanatory Memorandum.

By order of the Board

Darren Scotti Company Secretary

Dated: 19 May 2025

Who is entitled to vote at the Meeting?

If you are a Stockholder at the Record Date, you may vote your Common Stock at the Meeting.

Each holder of Common Stock has one vote for each Common Stock held at the Record Date.

Each CDI Holder is entitled to direct CDN to vote one Common Stock for every CDI held by the CDI Holder.

What is the difference between a Stockholder of Record and a Street Name Holder?

If you own Common Stock registered directly in your name with the Company's registry, Equiniti, you are considered the Stockholder of Record with respect to those shares of Common Stock. As a Stockholder of Record, you have the right to grant your voting proxy directly to the Company or to vote virtually at the Meeting.

If your shares of Common Stock are held in a stock brokerage account or by a bank, trust or other nominee, then the broker, bank, trust or other nominee is considered to be the Stockholder of Record with respect to those shares of Common Stock, while you are considered the beneficial owner of those Common Stock. In that case, your shares of Common Stock are said to be held in "street name" and this Notice was forwarded to you by that organisation. Street Name Holders generally cannot vote their shares of Common Stock directly and must instead instruct the broker, bank, trust or other nominee how to vote their Common Stock using the method described below under the heading 'How do I vote my Common Stock?'. Since a Street Name Holder is not the Stockholder of Record, you may not vote your Common Stock virtually at the Meeting unless you obtain a "legal proxy" from the broker, bank, trustee, or nominee that holds your Common Stock giving you the right to vote the Common Stock at the meeting.

CDN is the Stockholder of Record for all shares of Common Stock beneficially owned by CDI Holders. CDI Holders are entitled to receive notice of and to attend the Meeting virtually and may direct CDN to vote at the Meeting by using the method described below under the heading 'How do I vote my CDIs?'.

Participating and voting virtually

Stockholders and CDI Holders attending the Meeting virtually will be able to ask questions. The Company has made provision for Stockholders who register their attendance before the start of the meeting to also electronically cast their votes on the proposed resolutions at the Meeting.

Stockholders can vote by following the instructions set out in the virtual meeting guide to be published on the ASX and the Company's website prior to the Meeting.

Stockholders will be able to vote, and Stockholders and CDI Holders will be able to ask questions at the virtual meeting. You are strongly encouraged to submit questions to the Company prior to the Meeting (see instructions below).

Questions at the Meeting

Please note, only Securityholders may ask questions once they have been verified. It may not be possible to respond to all questions. Securityholders are encouraged to submit questions prior to the Meeting (please see below).

Submission of written questions to the Company or the auditor in advance of the Meeting

Securityholders may submit a written question to the Company in advance of the Meeting by using the voting link (if you have received this Notice via email) or by completing and returning the Question Form (if you have received this Notice by mail).

The Company asks that all pre-Meeting questions be received by the Company no later than one week before the date of the Meeting, being 9:00am (AEST) on 29 May 2025 (7:00pm (U.S. Eastern Daylight Time) on 28 May 2025).

The Company's Auditor will also be available to answer any questions from Securityholders at the Meeting.

How do I vote my Common Stock?

If you are a Stockholder of Record, there are two ways you can vote at the Meeting:

- by completing, signing and returning the Proxy Form in accordance with its instructions; or
- (2) virtually by following the instructions set out in the virtual meeting guide to be published on the ASX and the Company's website prior to the Meeting.

Valid proxies must be received by no later than being 9:00am (AEST) on 3 June 2025 (7:00pm (U.S. Eastern Daylight Time) on 2 June 2025).

If you hold your Common Stock as a Street Name Holder, you must vote your Common Stock in the manner prescribed by your broker, bank, trust or other nominee, which is similar to the voting procedures for Stockholders of Record. You will receive a voting instruction form to use in directing the broker, bank, trust or other nominee how to vote your Common Stock.

Please note that if you transmute your Common Stock to CDIs following the Record Date, given you held Common Stock at the Record Date, you will be entitled to vote as a Stockholder at the Meeting.

Rights of CDI Holders

CDI Holders are entitled to receive this Notice and to attend the Meeting virtually or any adjournment or postponement of the Meeting but are not entitled to vote virtually at the Meeting. Ahead of the Meeting, CDI Holders may vote as set out below under the heading 'How do I vote my CDIs?'. Each CDI represents one share of Common Stock and therefore, each CDI Holder will be entitled to direct one vote for every CDI they hold.

How do I vote my CDIs?

If you are a CDI Holder on the Record Date, there are two ways you can vote at the Meeting:

- instruct CDN (as the Stockholder of Record) to vote the Common Stock underlying your CDIs pursuant to your instructions in the CDI Voting Instruction Form; or
- (2) inform the Company and CDN that you wish to nominate yourself or another person to be appointed as CDN's proxy with respect to the Common Stock underlying your CDIs for the purposes of attending and voting virtually at the Meeting by completing the CDI Voting Instruction Form.

Valid completed CDI Voting Instruction Forms must be received by no later than being 9:00am (AEST) on 2 June 2025 (7:00pm (U.S. Eastern Daylight Time) on 1 June 2025).

Please note that if you transmute your CDIs to Common Stock following the Record Date, you will need to instruct CDN (as Stockholder at the Record Date) to vote your CDIs and given you did not hold Common Stock as at the Record Date, you will not be entitled to vote at the Meeting.

What does it mean if I receive more than one set of proxy materials?

If you receive more than one set of proxy materials, it means that you hold Common Stock and/or CDIs registered in more than one account. To ensure that all of your Common Stock and/or CDIs are voted, please submit proxies and/or voting instructions (as applicable) for all of your Common Stock and/or CDIs.

Enlitic, Inc. ARBN (672 254 027) EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Securityholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of Annual General Meeting of the Company.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

Financial Statements and Reports

Under the Corporations Act, an Australian company listed on the ASX is required in each calendar year to lay its audited financial statements before its shareholders at an annual general meeting. The Corporations Act does not require a vote of shareholders on the reports or statements. However, shareholders are given opportunity to raise questions or comments in relation to the management of the Company at an annual general meeting.

Enlitic, being a company incorporated in Delaware, United States is not required to meet the Corporations Act requirements to lay before the Meeting its audited annual financial report and other related reports. The Board of the Company has however decided to lay before the Meeting the Company's audited financial statements and the reports for the financial year ended 31 December 2024 as a matter of good corporate governance.

The Company's audited financial statements and the reports for the financial year ended 31 December 2024 are contained in the Company's 2024 Annual Report which is available on the Company's website at: https://ir.enlitic.com/.

Any Stockholder or CDI Holder who would like to receive a hard copy of the 2024 Annual Report should contact invest@enlitic.com.

1 Resolution 1 – Re-election of Class II Director – Michael Sistenich

Section 5.2 of the Company's Certificate of Incorporation provides that the Directors shall be divided into three classes designated as Class I, Class II, and Class III, consisting (as nearly as practicable) of a number of Directors equal to one third of the number of members of the Board.

As at the date of this Notice, the Class I Directors comprise Lisa Pettigrew, the Class II Directors comprise Michael Sistenich and Sergio Duchini, and the Class III Directors comprise Lawrence Gozlan. For completeness, in order to ensure that the Directors are divided into three classes consisting (as nearly as practicable) of a number of Directors equal to one third of the number of members of the Board, the Directors have resolved to re-classify Lawrence Gozlan as a "Class III" Director (previously a "Class I" Director) following the resignation of Riichi Yamada as announced to ASX on 20 December 2024.

At the Meeting (being the second annual meeting), the initial term of office of the Class II Directors shall expire and Class II Directors shall be elected for a full term of three years. At the third annual meeting, the term of office of the Class III Directors shall expire and Class III Directors shall be elected for a full term of three years.

Therefore, the Company is seeking Stockholder approval to elect Michael Sistenich pursuant to Resolution 1.

Qualifications

Michael Sistenich is a Partner and Founder of Aurenda Partners and has over 24 years of experience in the investment banking, corporate finance, and asset management industry. Michael was the founder and lead portfolio manager of the €6.5bn DWS Investments healthcare franchise and was also the founder of the first European healthcare hedge fund at Meditor Capital Management running more than €500mn and holds a Master of Science with Honors in Biochemistry from the University of Oxford.

Other material directorships

Currently, Michael Sistench does not hold any other directorship positions.

Independence

Michael Sistenich was appointed to the Board on 1 November 2018. Michael Sistenich is currently considered by the Board not to be independent given he is employed as Chief Executive Officer of the Company.

Board recommendation

Based on Michael Sistenich's relevant experience and qualifications, the Board (in the absence of Michael Sistenich), supports his re-election as a Director of the Company and recommends that Securityholders vote in favour of Resolution 1.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

2 Resolution 2 - Re-election of Class II Director - Sergio Duchini

Section 5.2 of the Company's Certificate of Incorporation provides that the Directors shall be divided into three classes designated as Class I, Class II, and Class III, consisting (as nearly as practicable) of a number of Directors equal to one third of the number of members of the Board.

As at the date of this Notice, the Class I Directors comprise Lisa Pettigrew, the Class II Directors comprise Michael Sistenich and Sergio Duchini, and the Class III Directors comprise Lawrence Gozlan. For completeness, in order to ensure that the Directors are divided into three classes consisting (as nearly as practicable) of a number of Directors equal to one third of the number of members of the Board, the Directors have resolved to re-classify Lawrence Gozlan as a "Class III" Director (previously a "Class I" Director) following the resignation of Riichi Yamada as announced to ASX on 20 December 2024.

At the Meeting (being the second annual meeting), the initial term of office of the Class II Directors shall expire and Class II Directors shall be elected for a full term of three years. At the third annual meeting, the term of office of the Class III Directors shall expire and Class III Directors shall be elected for a full term of three years.

Therefore, the Company is seeking Stockholder approval to elect Sergio Duchini pursuant to Resolution 1.

Qualifications

Sergio has over 30 years of professional services experience including 23 years as a Deloitte Australia Tax Partner and 8 years as a Deloitte Australia Board member. At Deloitte he held multiple senior positions, including Australian Tax Practice Chief Strategy Officer, Australian Tax Practice Chief Operating Officer, and Global Innovation and Investment Business Leader. Sergio's

non-executive experience includes Risk & Audit Committee Chair, Chair of Remuneration Committee, Board Chair with a decade of board level experience with expertise in the Life Science and Biotech, Professional Services and Not for Profit sector. He has Bachelor of Commerce from the University of Melbourne, is a Chartered Accountant, a Fellow of the Tax Institute of Australia and a AICD graduate. It is proposed that Sergio will join the Board with effect from Conditional Admission.

Other material directorships

Currently, Sergio Duchini serves as Non-Executive Chairman of Neurizon Therapeutics Limited.

Independence

Sergio Duchini was appointed to the Board on 13 December 2023. The Board considers that Sergio Duchini, if re-elected, will continue to be classified as an independent director.

Board recommendation

Based on Sergio Duchini's relevant experience and qualifications, the Board (in the absence of Sergio Duchini), supports his re-election as a Director of the Company and recommends that Securityholders vote in favour of Resolution 2.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

3 Resolution 3 – Ratification of the Company's accounting firm

The Audit and Risk Management Committee of the Board has appointed RSM Australia Pty Limited as the Company's independent registered public accounting firm for the fiscal year ending 31 December 2025 and has further directed that management submit the selection of its independent registered public accounting firm for ratification by the Stockholders at the Meeting.

RSM Australia Pty Limited was appointed as the Company's auditor in July 2023 and, for completeness, has audited the Company's financial statements FY21 to date. Representatives of RSM Australia Pty Limited will be present at the Meeting. They will have an opportunity to make a statement if they so desire and will be available to respond to appropriate questions.

Neither the Company's Bylaws nor other governing documents or law require Stockholder ratification of the appointment of RSM Australia Pty Limited as the Company's independent registered public accounting firm. However, the Audit and Risk Management Committee of the Board is submitting the selection of RSM Australia Pty Limited to the Stockholders for ratification as a matter of good corporate practice. If the Stockholders fail to ratify the appointment, the Audit and Risk Management Committee of the Board will reconsider whether or not to retain that firm. Even if the selection is ratified, the Audit and Risk Management Committee of the Board in its discretion may direct the appointment of different independent auditors at any time during the year if they determine that such a change would be in the best interests of the Company and its Stockholders.

Board recommendation

The Board recommends that Securityholders vote in favour of Resolution 3.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8

On 5 May 2025, the Company announced to ASX that it, along with its wholly owned subsidiary, Laitek, Inc. (**Laitek**) had entered into a memorandum of understanding (**MOU**) with GE Precision Healthcare, LLC. (**GEHC**) under which Laitek will work in good faith to deliver baseline migration capacity to GEHC over 5 years. The key terms of the MOU are set out in the ASX announcement released on 5 May 2025.

It is a condition of the MOU that the Company work in good faith to secure a minimum of A\$10,000,000 in funding from external sources.

Accordingly, also on 5 May 2025, the Company announced that it had received firm commitments for a two-tranche placement (**Placement**) of new CDIs over Common Stock (**Placement CDIs**) to certain professional, sophisticated and other investors in Australia (**Placement Participants**) to raise approximately A\$10,000,000 at a price of A\$0.04 per Placement CDI. The Placement is not underwritten.

Tranche 1 of the Placement (**Tranche 1**) involves the subscription of 145,792,651 Placement CDIs (**Tranche 1 Placement CDIs**) by investors for gross proceeds of approximately A\$5.8 million. 87,475,190 Placement CDIs were issued pursuant to the Company's placement capacity under Listing Rule 7.1 (with 81,614,176 Placement CDIs issued on 12 May 2025 and 5,861,014 Placement CDIs issued on 14 May 2025). 58,317,461 Placement CDIs were issued on 12 May 2025 pursuant to the Company's placement capacity under Listing Rule 7.1A2.

Tranche 2 of the Placement (**Tranche 2**) involves the subscription of 104,207,349 Placement CDIs (**Tranche 2 Placement CDIs**) by investors (including 1,250,000 Placement CDIs to be issued to Chief Executive Officer and Executive Director, Mr Michael Sistenich, subject to securityholder approval) for gross proceeds of approximately A\$4.2 million. The issue of the Tranche 2 Placement CDIs (and the commitment of placees to subscribe for them) is subject to Resolution 5 and Resolution 6 being passed by Stockholders at the Meeting, and, if passed, Tranche 2 is expected to settle shortly after the Meeting.

Funds from the Placement will be used for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction.

Together with the Placement, subject to Stockholder approval, the Company also announced on 5 May 2025 a proposed offer to the Placement Participants of 1 unquoted option, each with an exercise price of A\$0.05 and an expiry date of 3 years from the date of issue (**New Options**), for every 2 Placement CDIs subscribed for and issued under the Placement for no consideration (**Option Offer**). It is proposed that the Option Offer will be made under a transaction specific prospectus in accordance with section 713 of the Corporations Act (**Prospectus**). Funds received by the Company from the exercise of the New Options, which are exercisable at any time prior to the expiry date, will be primarily used to provide further funding for the same purposes as listed above. Further details of the Option Offer will be contained in the Prospectus which is expected to be made available shortly following the date of the Meeting, subject to Resolution 7 and Resolution 8 being passed.

4 Resolution 4 – Ratification of Common Stock (and corresponding CDIs) under Tranche 1 of the Placement

4.1 Background

As set out above, the Company has issued the Tranche 1 Placement CDIs to certain unrelated sophisticated, professional and other investors under the Placement.

Resolution 4 pertains to Tranche 1 of the Placement, under which the Company has used its existing placement capacity under Listing Rule 7.1 to issue 87,475,190 Tranche 1 Placement CDIs.

4.2 Listing Rules 7.1 and 7.4

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the number of Equity Securities that a listed company can issue without the approval of its securityholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period (15% issue capacity).

Listing Rule 7.4 provides that an issue of Equity Securities made without approval under Listing Rule 7.1 will be treated as having been made with securityholder approval for the purposes of those Listing Rules if securityholders subsequently ratify it and the issue did not breach Listing Rule 7.1.

Without Stockholder approval pursuant to Listing Rule 7.4, 87,475,190 Placement CDIs will be counted towards the Company's 15% issue capacity and will therefore reduce the Company's capacity to issue securities in the future without obtaining Stockholder approval.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Stockholder approval for such issues under Listing Rule 7.1.

Accordingly, Resolution 4 seeks Stockholder approval under and for the purposes of Listing Rule 7.4, allowing the Company to refresh its 15% issue capacity.

4.3 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 4 is passed, the Tranche 1 Placement CDIs the subject of Resolution 4, will be <u>excluded</u> in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Stockholder approval over the 12-month period following the issue date of such Placement CDIs.

It is currently expected that the Placement (assuming Tranche 2 is approved by Stockholders) should be sufficient to fund Enlitic's ongoing operations through to cash flow breakeven by the end of calendar year 2025. This is based on Enlitic's current belief as at the date of this Notice and its budgets for upcoming expenditure requirements and anticipated incoming revenue (including under the GEHC arrangements if the Placement is successfully completed). However, the future capital requirements of the Company will depend on many factors, including the extent of further marketing and sales costs, impacts of macroeconomic conditions affecting the market in which Enlitic operates, the timing for realising its projected pipeline and any plans to undertake further growth opportunities. Additionally, it is likely that the Company may require further equity and/or debt funding to meet its medium to long term business objectives, or to pursue its growth strategy. If Resolution 4 is not passed, the issue of Tranche 1 Placement CDIs the subject of Resolution 4 will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without Stockholder approval over the 12 month period following the date of issue of such Placement CDIs.

4.4 Specific information required by Listing Rule 7.5

Pursuant to and in accordance with Listing Rule 7.5, the following information is provided in relation to Resolution 4:

 the Tranche 1 Placement CDIs were issued to Australian sophisticated, professional and other investors, all of whom are unrelated parties of the Company.

The places were selected following a bookbuild process by the Company and the Lead Manager. When considering allocations, the Lead Manager and the Company considered relevant factors, including bidder type, size of funds under management, bid timing and volume, existing holdings, prior investment behaviours, and aggregate demand;

- under Resolution 4, 87,475,190 CDIs (and the same number of underlying Common Stock) were issued;
- the Tranche 1 Placement CDIs issued were fully paid and ranked equally in all respects with the existing CDIs on issue;
- 81,614,176 Placement CDIs issued on 12 May 2025 and 5,861,014 Placement CDIs issued on 14 May 2025;
- the Company received A\$0.04 for each Tranche 1 Placement CDI issued;
- the Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction;
- the Tranche 1 Placement CDIs are not issued under an agreement, other than customary placement confirmation letters; and
- a voting exclusion applies in respect of this Resolution as set out in the Notice.

4.5 Board recommendation

The Board recommends that Securityholders vote in favour of Resolution 4.

4.6 Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

5 Resolution 5 – Proposed issue of Common Stock (and corresponding CDIs) under Tranche 2 of the Placement

5.1 Background

As set out above, the Company proposes, subject to obtaining Stockholder approval, to issue the Tranche 2 Placement CDIs to unrelated sophisticated, professional and other investors under the Placement.

Accordingly, Resolution 5 seeks Stockholder approval for the purpose of Listing Rule 7.1 for the issue of up to 102,957,349 CDIs at A\$0.04 each under Tranche 2 of the Placement. For completeness, Resolution 6 relates to the proposed issued of Common Stock (and corresponding CDIs) under Tranche 2 of the Placement to Mr Michael Sistenich (and/or his nominee(s)).

5.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is in Section 4.2.

The Company has no additional 15% issue capacity to issue the Tranche 2 Placement CDIs, though approval sought under Resolution 5, if given, will refresh those capacities.

The proposed issue of the Tranche 2 Placement CDIs does not fall within any of the exceptions set out in Listing Rule 7.2 and would exceed the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Stockholders under Listing Rule 7.1.

Resolution 5 seeks Stockholder approval under and for the purposes of Listing Rule 7.1 to allow the Company to issue the Tranche 2 Placement CDIs without utilising its 15% issue capacity, which at the date of this Notice has been exhausted.

5.3 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 5 is passed, the Company will be able to proceed with the issue of the Tranche 2 Placement CDIs to certain unrelated sophisticated, professional and other investors.

In addition, if Resolution 5 is passed, the Tranche 2 Placement CDIs will be <u>excluded</u> in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Stockholder approval over the 12-month period following the issue date of the Tranche 2 Placement CDIs.

Further, it is currently expected that Tranche 2 (if approved by Stockholders), in conjunction with Tranche 1 of the Placement, should be sufficient to fund Enlitic's ongoing operations through to cash flow breakeven by the end of calendar year 2025.

As noted above, the GEHC arrangements the subject of its binding MOU with the Company (among others) are conditional on the Company raising a further A\$10,000,000 in capital. Therefore, if Stockholders do not approve the issue of CDIs under Tranche 2, this condition will not be satisfied. In such circumstances, the Company will need to seek to renegotiate the GEHC arrangements, and if further agreement could not be reached, the Company may not be able to earn future revenues currently anticipated under the GEHC arrangements.

In addition, as noted above, it is currently expected that the Placement (assuming Tranche 2 is approved by Stockholders) should be sufficient to fund Enlitic's ongoing operations through to cash flow breakeven by the end of calendar year 2025. As disclosed in the Company's Appendix 4C for the quarter ended 31 March 2025 (as released to ASX on 30 April 2025), the Company's cash reserves as at 31 March 2025 were sufficient to fund 0.71 quarters. Whilst the successful completion of Tranche 1 provided the Company with additional funding, the ability for the Company to continue as a going concern is also dependent on Stockholders approving Tranche 2. If the Placement is not completed in its entirety and/or Stockholders do not approve Tranche 2, there is a real risk that Enlitic's ability to continue as a going concern will be adversely affected, with the attendant risk of becoming insolvent.

While Enlitic currently expects that its available funds, with successful completion of the Placement (assuming Tranche 2 is approved by Stockholders), should be sufficient to fund its ongoing operations through to cash flow breakeven by end of calendar year 2025, this is not guaranteed. As noted above, this is based on Enlitic's current belief as at the date of this Notice and its budgets for upcoming expenditure requirements and anticipated incoming revenue (including under the GEHC arrangements if the Placement is successfully completed).

Enlitic has historically incurred losses and negative cash flows, and expects ongoing losses and negative cash flows. If Enlitic is unable to generate the expected cash inflows or raise further equity and/or debt funding, there is a real risk that (even if the Placement is successfully completed), Enlitic's ability to continue as a going concern will be adversely affected, with the attendant risk of becoming insolvent. It should be noted that as a company incorporated in Delaware and with material operations in the U.S., the insolvency laws of Delaware and the U.S. will apply to the Company. In the U.S., insolvency is primarily governed by federal law under Title 11 of the United States Code, also known as the "Bankruptcy Code". This legal framework aims to maximise returns to creditors and, if possible, stockholders of the debtor. The process often involves reorganisation rather than liquidation, which helps preserve employment and realise the going concern surplus of reorganisation value over liquidation value.

For completeness, if Resolution 5 is not passed, Resolution 6 (i.e. the proposed issue of Common Stock (and corresponding CDIs) to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement) will not be put to a vote of Stockholders as such Resolution is conditional on Resolution 5 being passed.

5.4 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 5:

 the Tranche 2 Placement CDIs for which approval under Resolution 5 is sought will be issued to Australian sophisticated, professional and other investors, all of whom are unrelated parties of the Company.

The placees were selected following a bookbuild process by the Company and the Lead Manager. When considering allocations, the Lead Manager and the Company considered relevant factors, including bidder type, size of funds under management, bid timing and volume, existing holdings, prior investment behaviours, and aggregate demand;

- under Resolution 5, the Company will issue up to 102,957,349 CDIs (and the same number of underlying Common Stock);
- the Tranche 2 Placement CDIs will be fully paid and rank equally in all respects with the existing CDIs on issue;
- the Tranche 2 Placement CDIs to be issued under Resolution 5 will be issued no later than 3 months after the date of the Meeting;
- the Company will receive A\$0.04 for each Tranche 2 Placement CDI issued;
- the Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction;
- the Tranche 2 Placement CDIs to be issued under Resolution 5 are not issued under an agreement, other than customary placement confirmation letters (which are conditional on obtaining Stockholder approval); and
- a voting exclusion applies in respect of this Resolution as set out in the Notice.

5.5 Board recommendation

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

5.6 Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

Resolution 6 – Proposed issue of Common Stock (and corresponding CDIs) to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement

6.1 Background

As set out above, subject to Resolution 5 being passed, the Company proposes to issue up to 1,250,000 Placement CDIs to Mr Michael Sistenich (and/or his nominee(s)) (**Participating Director**).

6.2 Listing Rule 10.11

Listing Rule 10.11 provides that unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue Equity Securities to:

a related party (Listing Rule 10.11.1);

- a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30%+) holder in the Company (Listing Rule 10.11.2);
- a person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the Company and who has nominated a Director to the Board pursuant to a relevant agreement which gives them a right or expectation to do so (Listing Rule 10.11.3);
- an associate of a person referred to in Listing Rules 10.11.1 to 10.11.3 (Listing Rule 10.11.4); or
- a person whose relationship with the Company or a person referred to in Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by Shareholders (Listing Rule 10.11.5),

unless it obtains the approval of its securityholders.

The proposed issue of Placement CDIs to the Participating Director under the Placement falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Stockholders under Listing Rule 10.11.

Resolution 6 seeks Stockholder approval for the purposes of Listing Rule 10.11 and for all other purposes to allow the Participating Director to be issued up to 1,250,000 Placement CDIs under Tranche 2 of the Placement.

The proposed issue of Placement CDIs to the Participating Director is in addition to the Placement CDIs which are proposed to be issued to unrelated parties under Tranche 2 of the Placement (and which are subject to approval under Resolution 5, as detailed above).

6.3 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 6 is passed (subject to Resolution 5 also being passed), the Company will be able to proceed with the issue of Placement CDIs to the Participating Director and raise up to approximately A\$50,000.

In addition, if Resolution 6 is passed (subject to Resolution 5 also being passed), the relevant Placement CDIs will be <u>excluded</u> in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Stockholder approval over the 12-month period following the issue date of the Placement CDIs.

If Resolution 6 is not passed, the Company will not be able to proceed with the issue of Placement CDIs to the Participating Director and the Company will not raise the corresponding amount for the issue of those Placement CDIs at A\$0.05 each.

Finally, funds raised pursuant to Resolution 6 will contribute to the overall funds being raised pursuant to the Placement. Section 5.3 above sets out further information in respect of the consequences of Resolution 5 (being the Resolution in respect of the proposed issue of Tranche 2 Placement CDIs to unrelated sophisticated, professional and other investors) being passed or not passed.

6.4 Information required by Listing Rule 10.13

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in relation to Resolution 6:

 the Tranche 2 Placement CDIs for which approval under Resolution 6 is sought will be issued to the Participating Director;

- the Participating Director is a related party of the Company by virtue of being a Director. Therefore, the Participating Director falls under Listing Rule 10.11.1;
- under Resolution 6, the Company will issue up to 1,250,000 CDIs (and the same number of underlying Common Stock);
- the Tranche 2 Placement CDIs will be fully paid and rank equally in all respects with the existing CDIs on issue;
- the Tranche 2 Placement CDIs to be issued under Resolution 6 will be issued no later than 1 month after the date of the Meeting;
- the Company will receive A\$0.04 for each Tranche 2 Placement CDI issued, being the same price as the Placement CDIs issued to unrelated parties under the Placement;
- the Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction;
- the issue of the Placement CDIs to the Participating Director is not intended to remunerate or incentivise the Participating Director;
- the Tranche 2 Placement CDIs to be issued under Resolution 6 are not issued under an agreement, other than a customary placement confirmation letter (which is conditional on obtaining Stockholder approval); and
- a voting exclusion applies in respect of this Resolution as set out in the Notice.

6.5 Board recommendation

The Board (with Mr Michael Sistenich abstaining) recommends that Securityholders vote in favour of Resolution 6.

6.6 Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

7 Resolution 7 - Proposed issue of New Options

7.1 Background

As set out above, the Company proposes, subject to obtaining Stockholder approval, to offer (and subsequently issue) the New Options to the Placement Participants under the proposed Option Offer.

Accordingly, Resolution 7 seeks Stockholder approval for the purpose of Listing Rule 7.1 for the issue of up to 124,375,000 New Options to the unrelated Placement Participants under the proposed Option Offer. For completeness, Resolution 8 relates to the proposed issued of New Options under the proposed Option Offer to Mr Michael Sistenich (and/or his nominee(s)).

7.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is in Section 4.2.

The Company has no additional 15% issue capacity to issue the New Options, though approval sought under Resolution 4, Resolution 5 and Resolution 6, if given, will refresh those capacities.

The proposed issue of New Options to the unrelated Placement Participants pursuant to the proposed Option Offer does not fall within any of the exceptions set out in Listing Rule 7.2 and would exceed the 15% limit in Listing Rule 7.1. It therefore requires the approval of the Stockholders under Listing Rule 7.1.

Resolution 7 seeks Stockholder approval under and for the purposes of Listing Rule 7.1 to allow the Company to issue the New Options under the proposed Option Offer without utilising its 15% issue capacity, which at the date of this Notice has been exhausted.

7.3 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 7 is passed, the Company will be able to proceed with the proposed Option Offer and the Company will issue up to 124,375,000 New Options to the unrelated Placement Participants. In the event that all the New Options are exercised by the unrelated Placement Participants (which cannot be guaranteed), the Company's cash reserves will increase by up to approximately A\$6.2 million.

In addition, the issue of the New Options will be <u>excluded</u> from the calculation of the number of Equity Securities that the Company can issue without Stockholder approval under Listing Rule 7.1.

If Resolution 7 is not passed, the Company will not be able to proceed with the proposed Option Offer and will not be able to issue the New Options to the unrelated Placement Participants. In such an event, the Company will not receive the up to approximately A\$6.2 million from any New Options that may be exercised by the unrelated Placement Participants (which cannot be guaranteed).

For completeness, if Resolution 7 is not passed, Resolution 8 (i.e. the proposed issue of New Options to Mr Michael Sistenich (and/or his nominee(s)) will not be put to a vote of Stockholders as such Resolution is conditional on Resolution 7 being passed.

7.4 Specific information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 7:

 the New Options for which approval under Resolution 7 is sought will be issued to Australian sophisticated, professional and other investors, all of whom are unrelated parties of the Company, subject to receipt of applications for the New Options from Placement Participants under the Prospectus.

The placees were selected following a bookbuild process by the Company and the Lead Manager. When considering allocations, the Lead Manager and the Company considered relevant factors, including bidder type, size of funds under management, bid timing and volume, existing holdings, prior investment behaviours, and aggregate demand;

- under Resolution 7, the Company will issue up to 124,375,000 New Options, subject to rounding and receipt of applications under the Prospectus;
- the terms of the New Options are set out in Annexure 1. The Common Stock issued on exercise of the New Options will be fully paid and rank equally in all respects with the existing Common Stock on issue;
- the New Options will be issued no later than 3 months after the date of the Meeting;
- the New Options will be issued at a nil issue price as the New Options will be offered for no consideration to the Placement Participations on the basis of 1 New Option for every 2 Placement CDIs subscribed for and issued under the Placement. The Company will not

receive any other consideration for the issue of the New Options, other than in respect of any funds received on exercise of the New Options. In the event that all the New Options are exercised by the unrelated Placement Participants (which cannot be guaranteed), the Company's cash reserves will increase by up to approximately A\$6.2 million. Funds received by the Company from the exercise of the New Options, which are exercisable at any time prior to the expiry date, will be primarily used to provide further funding for the same purposes as the Placement;

- the New Options are being issued to satisfy the Company's obligations under the Placement. The Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction;
- the unrelated Placement Participants entered into customary placement confirmation letters with the Company which provided that the unrelated Placement Participants would be offered New Options subject to Stockholder approval; and
- a voting exclusion applies in respect of this Resolution as set out in the Notice.

7.5 Board recommendation

The Board recommends that Securityholders vote in favour of Resolution 7.

7.6 Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

8 Resolution 8 – Proposed issue of New Options to Mr Michael Sistenich (and/or his nominee(s))

8.1 Background

As set out above, subject to Resolution 7 being passed, the Company proposes to issue up to 625,000 New Options to the Participating Director under the proposed Option Offer.

8.2 Listing Rule 10.11

A summary of Listing Rule 10.11 is in Section 6.2.

The proposed issue of New Options to the Participating Director under the proposed Option Offer falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires the approval of Stockholders under Listing Rule 10.11.

Resolution 8 seeks Stockholder approval for the purposes of Listing Rule 10.11 and for all other purposes to allow the Participating Director to be issued up to 625,000 New Options under the proposed Option Offer.

The proposed issue of New Options to the Participating Director is in addition to the New Options which are proposed to be issued to unrelated parties under the proposed Option Offer (and which are subject to approval under Resolution 7, as detailed above).

8.3 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 8 is passed (subject to Resolution 7 also being passed), the Company will be able to proceed with the proposed Option Offer and the Company will issue up to 625,000 New Options to the Participating Director. In the event that all the New Options are exercised by the

Participating Director (which cannot be guaranteed), the Company's cash reserves will increase by up to A\$31,250.

In addition, the issue of the New Options will be <u>excluded</u> from the calculation of the number of Equity Securities that the Company can issue without Stockholder approval under Listing Rule 7.1.

If Resolution 8 is not passed, the Company will not be able to proceed with the proposed Option Offer and will not be able to issue the New Options to the Participating Director. In such an event, the Company will not receive the up to A\$31,250 from any New Options that may be exercised by the Participating Director (which cannot be guaranteed).

8.4 Specific information required by Listing Rule 10.13

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in relation to Resolution 8:

- the New Options for which approval under Resolution 8 is sought will be issued to the Participating Director;
- the Participating Director is a related party of the Company by virtue of being a Director.
 Therefore, the Participating Director falls under Listing Rule 10.11.1;
- under Resolution 8, the Company will issue up to 625,000 New Options, subject to rounding and receipt of an application under the Prospectus;
- the terms of the New Options are set out in Annexure 1. The Common Stock issued on exercise of the New Options will be fully paid and rank equally in all respects with the existing Common Stock on issue;
- the New Options to be issued under Resolution 8 will be issued no later than 1 month after the date of the Meeting;
- the New Options will be issued at a nil issue price as the New Options will be offered for no consideration to the Placement Participations on the basis of 1 New Option for every 2 Placement CDIs subscribed for and issued under the Placement. The Company will not receive any other consideration for the issue of the New Options, other than in respect of any funds received on exercise of the New Options. In the event that all the New Options are exercised by the Participating Director (which cannot be guaranteed), the Company's cash reserves will increase by up to A\$31,250. Funds received by the Company from the exercise of the New Options, which are exercisable at any time prior to the expiry date, will be primarily used to provide further funding for the same purposes as the Placement;
- the New Options are being issued to satisfy the Company's obligations under the Placement. The Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction;
- the issue of the New Options to the Participating Director is not intended to remunerate or incentivise the Participating Director;
- the Participating Director entered into a customary placement confirmation letter with the Company which provided that the Participating Director would be offered New Options subject to Stockholder approval; and
- a voting exclusion applies in respect of this Resolution as set out in the Notice.

8.5 Board recommendation

The Board (with Mr Michael Sistenich abstaining) recommends that Securityholders vote in favour of Resolution 8.

8.6 Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

9 Resolution 9 - Approval of Additional 10% Placement Capacity

9.1 Background

As noted above, broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its members 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% (**Listing Rule 7.1A Mandate**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of A\$300 million or less. The Company is an eligible entity for these purposes given it is not included in the S&P/ASX 300 Index and has a market capitalisation of approximately A\$23.8 million as at close of trade 14 May 2025.

This Resolution seeks Stockholder approval by way of special resolution for the Company to have the additional 10% capacity provided for in Listing Rule 7.1A to issue Equity Securities without Stockholder approval.

9.2 Technical information required for the purposes of Listing Rule 14.1A

If Resolution 9 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 Member approval.

If Resolution 9 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Stockholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Stockholder approval set out in Listing Rule 7.1.

9.3 The number of Equity Securities which may be issued pursuant to the Listing Rule 7.1A Mandate

As at close of trade 14 May 2025, the Company has on issue 728,967,266 shares of Common Stock and therefore, subject to Stockholder approval being obtained under this Resolution, approximately 72,896,726 Equity Securities will be permitted to be issued in accordance with Listing Rule 7.1A. Stockholders should note that the calculation of the number of Equity Securities permitted to be issued under the Listing Rule 7.1A Mandate is a moving calculation and will be based on the formula set out in Listing Rule 7.1A.2 at the time of issue of the Equity Securities.

That formula is:

$(A \times D) - E$

- A is the number of fully paid ordinary securities on issue on the date which is the later of the date the Company was admitted to the ASX and 12 months before the date immediately preceding the date of issue or agreement (the period between that date and the date of the issue or agreement being the **Relevant Period**):
- (a) plus the number of fully paid ordinary securities issued in the Relevant Period under an exception in Listing Rule 7.2 other than exceptions 9, 16 or 17;
- (b) plus the number of fully paid ordinary securities issued in the Relevant Period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - (i) the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or
 - (ii) the issue of, or agreement to issue, the convertible securities was approved or taken under the Listing Rules to have been approved, under Listing Rules 7.1 or 7.4:
- (c) plus the number of fully paid ordinary securities issued in the Relevant Period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:
 - the agreement was entered into before the commencement of the Relevant Period; or
 - (ii) the agreement or issue was approved, or taken under these rules to have been approved, under Listing Rules 7.1 or 7.4;
- (d) plus the number of fully paid ordinary securities issued in the Relevant Period with approval of holders of ordinary securities under Listing Rules 7.1 and 7.4;
- (e) plus the number of partly paid ordinary securities that become fully paid in the Relevant Period; and
- (f) less the number of fully paid ordinary securities cancelled in the Relevant Period.

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

- **D** is 10%; and
- is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the Relevant Period where the issue or agreement to issue has not been subsequently approved by Stockholders under Listing Rule 7.4.

9.4 Specific information required by Listing Rule 7.3A

- If the Resolution is passed, the Listing Rule 7.1A Mandate will be valid during the period from the date of the Meeting and will expire on the earlier of:
 - the date that is 12 months after the date of the Meeting;
 - the time and date of the Company's next annual general meeting; and
 - the time and date on which the Company receives approval by Stockholders for 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),

(Approval Period).

- The Equity Securities to be issued will be in an existing class of quoted securities and will be issued for cash consideration at an issue price per Equity Security of not less than 75% of the volume weighted average market price for the Company's Equity Securities over the 15 Trading Days on which trades in that class were recorded immediately before:
 - 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
 - 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.
- The fully paid ordinary securities will be issued to:
 - further develop the Company's business plan;
 - fund and develop, and where possible, accelerate the path to market any of its existing products and products in development;
 - further develop business growth through sales and marketing; and
 - for general corporate purposes, including working capital requirements.
- If this Resolution is approved by Stockholders and the Company issues Equity Securities under the Listing Rule 7.1A Mandate, the existing Stockholders' economic and voting interests in the Company will be diluted. There is also a risk that:
 - 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 the Listing Rule 7.1A Mandate was approved; and
 - 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 of the Equity Securities.

The table below demonstrates the potential dilution of existing Stockholders in three differing scenarios (with the relevant assumptions noted below the table) as at close of trade 14 May 2025.

		Dilution					
Variable 'A' (refer above for		A\$0.018	A\$0.035	A\$0.070			
calculation)		Issue Price at half the market price	Issue Price at market price	Issue Price at double the market price			
Current Variable 'A'	Common Stock issued	72,896,726	72,896,726	72,896,726			
728,967,266	Funds raised	A\$1,312,141	A\$2,551,385	A\$5,102,771			
Common Stock	Dilution	10%	10%	10%			
	Common Stock issued	109,345,089	109,345,089	109,345,089			

50% increase in current Variable	Funds raised	A\$1,968,212	A\$3,827,078	A\$7,654,156
'A' 1,093,450,899 Common Stock	Dilution	10%	10%	10%
100% increase in current Variable 'A'	Common Stock issued	145,793,453	145,793,453	145,793,453
1,457,934,532	Funds raised	A\$2,624,282	A\$5,102,771	A\$10,205,542
Common Stock	Dilution	10%	10%	10%

Note: This table assumes:

- No convertible securities are exercised, and no additional Common Stock is issued, before the date of the issue of the Equity Securities.
- The issue of Equity Securities under the Listing Rule 7.1A Mandate consists only of fully paid ordinary securities.
- The table does not show an example of dilution that may be caused to a particular Stockholder by reason
 of placements under the Listing Rule 7.1A Mandate, based on that Stockholder's holding at the date of the
 Meeting.
- The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2, with approval under Listing Rule 7.1 or ratified under Listing Rule 7.4
- This table does not set out any dilution pursuant to ratification under Listing Rule 7.4.

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.

- The identity of the persons to whom fully paid ordinary securities will be issued is not yet known and will be determined on a case-by-case basis having regard to market conditions at the time of the proposed issue of Equity Securities and the Company's allocation policy, which involves consideration of matters including, but not limited to:
 - the ability of the Company to raise funds at the time of the proposed issue of Equity Securities and whether the raising of any funds under such placement could be carried out by means of an entitlement offer, or a placement and an entitlement offer;
 - the dilutionary effect of the proposed issue of the Equity Securities on existing Stockholders at the time of proposed issue of Equity Securities;
 - the financial situation and solvency of the Company; and
 - advice from the Company's professional advisers, including corporate, financial and broking advisers (if applicable).

The persons to whom fully paid ordinary securities will be issued under the Listing Rule 7.1A Mandate have not been determined as at the date of the Notice, but will not include related parties (or their Associates) of the Company.

 As noted above, the Company issued 58,317,461 Placement CDIs under Tranche 1 of the Placement on 12 May 2025 under Listing Rule 7.1A2 (representing approximately 53% of the total number of Equity Securities (for completeness, on a fully diluted basis) on issue at the commencement of the 12 month period preceding the date of the Meeting)¹:

the Tranche 1 Placement CDIs were issued to Australian sophisticated, professional and other investors, all of whom are unrelated parties of the Company.

The places were selected following a bookbuild process by the Company and the Lead Manager. When considering allocations, the Lead Manager and the Company considered relevant factors, including bidder type, size of funds under management, bid timing and volume, existing holdings, prior investment behaviours, and aggregate demand:

- 58,317,461 Tranche 1 Placement CDIs (and the same number of underlying Common Stock) were issued under Listing Rule 7.1A2;
- the Tranche 1 Placement CDIs issued were fully paid and ranked equally in all respects with the existing CDIs on issue;
- the Company received A\$0.04 for each Tranche 1 Placement CDI issued under Listing Rule 7.1A2 (a premium to the closing market price of A\$0.034 on the date of issue (being 12 May 2025)); and
- the Company received approximately A\$2.3 million in respect of the issue of Tranche 1 Placement CDIs pursuant to Listing Rule 7.1A2 and the Company intends to use the proceeds raised under the Placement for research and development, quality and regulatory, strategic development, sales and marketing, customer service, corporate, working capital and costs associated with the transaction.

Board recommendation

The Board recommends that Securityholders vote in favour of Resolution 9.

Voting

Securityholders are urged to carefully read the Proxy Form and/or CDI Voting Instruction Form (as applicable) and provide a direction on how to vote on this Resolution.

¹ For completeness, it is noted that within the 12 month period preceding the date of the Meeting Equity Securities were issued under either an exception from Listing Rule 7.1 and/or with securityholder approval.

GLOSSARY

15% issue capacity has the meaning given to it as set out in Section 4.2 of the Explanatory Memorandum.

AEST means Australian Eastern Standard Time.

Approval Period has the meaning given to it as set out in Section 9.4 of the Explanatory Memorandum.

Associate has the meaning given to that term in the Listing Rules.

ASX means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

Auditor means RSM Australia Partners.

Board means the Directors of Enlitic.

Bonus CDIs has the meaning given to it as set out in Annexure 1.

Bonus Issue has the meaning given to it as set out in Annexure 1.

Bylaws means the Company's bylaws, as amended from time to time.

CDIs means CHESS Depositary Interests over Common Stock.

CDI Holder means a holder of CDIs.

CDI Voting Instruction Form means the CDI voting instruction form accompanying the Notice.

CDN means CHESS Depositary Nominees Pty Ltd ACN 071 346 506.

Certificate of Incorporation means the Company's Seventh Amended and Restated Certificate of Incorporation dated December 12, 2023.

Chair or **Chairman** means the individual designated by the Board pursuant to bylaw 3.10(a).

Common Stock means common stock in the capital of the Company.

Company or **Enlitic** means Enlitic, Inc. ARBN 672 254 027.

Corporations Act means *Corporations Act* 2001 (Cth).

Directors means the directors of the Company.

Equity Securities has the meaning given to that term in the Listing Rules.

Expiry Date has the meaning given to it as set out in Annexure 1.

Explanatory Memorandum means the explanatory memorandum accompanying the Notice.

GEHC means GE Precision Healthcare, LLC. **Laitek** means Laitek, Inc..

Lead Manager means Taylor Collison.

Listing Rule 7.1A Mandate has the meaning given to it as set out in Section 9.1 of the Explanatory Memorandum.

Listing Rules means the ASX Listing Rules.

Meeting means the Annual General Meeting of the Company convened by the Notice.

MOU means memorandum of understanding.

New Options has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Notice means the Notice of Annual General Meeting.

Option Offer has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Participating Director has the meaning given to it as set out in Section 6.1 of the Explanatory Memorandum.

Placement has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Placement CDIs has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Placement Participants has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Prospectus has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Proxy Form means the proxy form accompanying the Notice.

Record Date means 7:00pm (AEST) on Monday, 26 May 2025 (5:00am (U.S. Eastern Daylight Time) on Sunday, 25 May 2025).

Relevant Period has the meaning given to it as set out in Section 9.3 of the Explanatory Memorandum.

Resolution means a resolution contained in the Notice.

Securities Act means the US Securities Act of 1933.

Securityholder means a Stockholder (including CDN) or CDI Holder.

Stockholder means a holder of Common Stock from time to time (including as a Stockholder of Record and a Street Name Holder).

Stockholder of Record means a person who directly holds Common Stock.

Street Name Holder means a person who holds Common Stock in an account at a brokerage firm, bank, broker-dealer, trust, custodian or similar organisation.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

Tranche 1 has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Tranche 1 Placement CDIs has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Tranche 2 has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

Tranche 2 Placement CDIs has the meaning given to it as set out under the heading 'Background to Resolution 4, Resolution 5, Resolution 6, Resolution 7 and Resolution 8' in the Explanatory Memorandum.

ANNEXURE 1 – NEW OPTION TERMS

- (a) Each New Option entitles the holder to subscribe for and be issued one Common Stock/CDI upon payment of the exercise price.
- (b) The amount payable upon exercise of each New Option is A\$0.05 (Exercise Price).
- (c) Each New Option will expire at 5:00pm (AEST) on the date which is three (3) years after the date of issue of the New Option (Expiry Date). A New Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- (d) The New Options are not transferable, other than with the prior written consent of the Company.
- (e) The New Options will not be quoted on ASX.
- (f) The New Options may be exercised, in whole or in part (in multiples of no less than 100,000 New Options (or where the holder holds less than 100,000 that lesser amount)), at any time after issue and on or before the Expiry Date by lodging with the Company an exercise notice, which must specify the number of New Options being exercised accompanied by a cheque made payable to the Company or an electronic payment of the aggregate Exercise Price of the New Options being exercised. An exercise notice is only effective on and from the later of the date of receipt of the exercise notice and the date of receipt by the Company of the payment of the Exercise Price for each New Option being exercised in cleared funds. An exercise of only some New Options shall not affect the rights of the holder to the balance of the New Options held by the holder.
- (g) An exercise notice, once lodged with the Company, is irrevocable and by giving the exercise notice, the holder agrees:
 - to subscribe for that number of Common Stock/CDIs equivalent to the number of New Options exercised under the exercise notice; and
 - (ii) to become a member of the Company and be bound by the Company's constituent documents on the issue of Common Stock/CDIs.
- (h) Within five business days of receipt of a valid exercise notice, the Company will:
 - issue the number of Common Stock/CDIs required under these terms and conditions in respect of the number of New Options specified in the exercise notice and for which cleared funds have been received by the Company;
 - (ii) if required, and only if the New Options were not offered under a prospectus or other disclosure document, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Common Stock/CDIs does not require disclosure to investors; and
 - (iii) apply for official quotation on ASX of Common Stock/CDIs issued pursuant to the exercise of the New Options.

If a notice that complies with section 708A(5)(e) of the Corporations Act is required to be delivered under paragraph (h)(ii), and for any reason is not effective to ensure that an offer for sale of the Common Stock/CDIs does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Common Stock/CDIs does not require disclosure to investors.

- (i) The Company will apply for listing on the ASX of the resultant Common Stock/CDIs of the Company issued upon the exercise of any New Options.
- (j) The New Options shall lapse on the Expiry Date.
- (k) The New Options do not confer any right to vote at general meetings of the Company's securityholders, except as required by law.
- (I) There are no participating rights or entitlements inherent in the New Options and the holder will not be entitled to participate in new issues of capital that may be offered to securityholders during the currency of the New Options before valid exercise.
- (m) The New Options do not confer any right to participate in the surplus profit or assets of the Company upon a winding up.
- (n) Subject to all applicable laws, the holder has the right to exercise their New Options prior to the date of determining entitlements to any capital issues to the then existing securityholders of the Company made during the currency of the New Options.
- (o) In the event of any re-organisation (including reconstruction, consolidation, subdivision, reduction or return of capital) of the issued capital of the Company, the New Options will be re-organised as required by the ASX Listing Rules, but in all other respects the terms of exercise will remain unchanged.
- (p) If there is a bonus Common Stock/CDI issue (Bonus Issue) to the holders of Common Stock/CDIs, the number of Common Stock/CDIs over which a New Option is exercisable will be increased by the number of Common Stock/CDIs which the holder would have received if the New Options had been exercised before the record date for the Bonus Issue (Bonus CDIs). The Bonus CDIs must be paid up by the Company out of the profits or reserves (as the case may be) in the same manner as was applied in the Bonus Issue and upon issue rank pari passu in all respects with the other Common Stock/CDIs of that class on issue at the date of issue of the Bonus CDIs.
- (q) If there is a pro rata issue (other than a Bonus Issue) to the holders of Common Stock/CDIs during the currency of, and prior to the exercise of any New Options, the Exercise Price of a New Option will be reduced according to the formula provided for in the Listing Rules (whether or not the Company is listed on the ASX at the time).
- (r) The New Options will not give any right to participate in dividends until Common Stock/CDIs are allotted pursuant to the valid exercise of the relevant New Options.



ARBN 672 254 027

LODGE YOUR INSTRUCTION

ONLINE

https://au.investorcentre.mpms.mufg.com

MOBILE

https://au.investorcentre.mpms.mufg.com

BY MAIL Enlitic, Inc.

C/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235 Australia

BY FAX

(02) 9287 0309 (within Australia) +61 2 9287 0309 (from outside Australia)

i BY

BY HAND

MUFG Corporate Markets (AU) Limited Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150

*During business hours Monday to Friday

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ALL ENQUIRIES TO

Telephone: 1300 554 474 Overseas: +61 1300 554 474

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given above by 9:00am (AEST) on Tuesday, 3 June 2025 (7:00pm (U.S. Eastern Daylight Time) on Monday, 2 June 2025), being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

https://au.investorcentre.mpms.mufg.com

Login to the Investor Centre using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, Stockholders will need their "Holder Identifier" - EQ Account Number (EAN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link https://au.investorcentre.mpms.mufg.com into your mobile device. Log in using the Holder Identifier and postcode for your stockholding.

To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.





HOW TO COMPLETE THIS STOCKHOLDER PROXY FORM

CDI HOLDERS

Please note this Proxy Form is only for Stockholders of the Company. If you hold CHESS Depositary Interests over common stock (**CDIs**), you must complete a CDI Voting Instruction Form provided with the Notice of Annual General Meeting.

If you hold common stock and CDIs you must complete this Proxy Form (should you wish to appoint a proxy) with respect to your common stock and a separate CDI Voting Instruction Form with respect to your CDIs.

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's common stock register. If this information is incorrect, please make the correction on the form. Stockholders sponsored by a broker should advise their broker of any changes. Please note: you cannot change ownership of your common stock using this form.

APPOINTMENT OF PROXY

If you wish to appoint the Chairperson of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairperson of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a Stockholder of the Company.

DEFAULT TO CHAIRPERSON OF THE MEETING

If you return this form without appointing a proxy in Step 1, your proxy will default to the Chairperson of the Meeting, who will vote your common stock in accordance with your directions or, if not directed, as described in Step 1.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your common stock 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 common stock 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 it chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF ADDITIONAL PROXIES

You are entitled to appoint more than one proxy to attend the Meeting and vote on a poll. If you wish to appoint additional proxies, additional Proxy Forms may be obtained by telephoning MUFG Corporate Markets or you may copy this form and return them both together.

To appoint additional proxies you must:

- (a) on each of the first Proxy Form and each additional Proxy Form state the percentage of your voting rights or number of common stock 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 its pro rata share of your votes. Fractions of votes will be disregarded; and
- (b) return all forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either Stockholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: with respect to an Australian company, 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* (Cth)) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place. With respect to a U.S. company or other entity, this form may be signed by one officer. Please give full name and title under the signature.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from MUFG Corporate Markets or online at www.mpms.mufg.com/en/mufg-corporate-markets.

NAME SURNAME	
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ADDRESS LINE 5	,
ADDRESS LINE 6	:



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PROXY FORM

I/We being a holder of common stock in Enlitic, Inc. (Company) (Stockholder) of Enlitic, Inc. and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairperson of the Meeting (mark box) **OR** if you are **NOT** appointing the Chairperson of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name		
Email		

or failing the person or body corporate named, or if no person or body corporate is named, the Chairperson of the Meeting, as my/our proxy to act 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 the law, as the proxy sees fit) at the Annual General Meeting of Stockholders of the Company to be held at 9:00am (AEST) on Thursday, 5 June 2025 (7:00pm (U.S. Eastern Daylight Time) on Wednesday, 4 June 2025) (the Meeting) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at https://meetings.openbriefing.com/ENLAGM25 (refer to details in the Virtual Meeting Online Guide).

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an \boxtimes

	ITEMS OF BUSINESS	For	Abstain*			For	Against Abstain
	1 Re-election of Class II Director – Michael Sistenich			7	Proposed issue of New Options		
:	2 Re-election of Class II Director – Sergio Duchini			8	Proposed issue of New Options to Mr Michael Sistenich (and/or his		

Against Abstai

- 3 Ratification of the Company's accounting firm
- 4 Ratification of Common Stock (and corresponding CDIs) under Tranche 1 of the Placement
- Proposed issue of Common Stock (and corresponding CDIs) under Tranche 2 of the Placement
- 6 Proposed issue of Common Stock (and corresponding CDIs) to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement

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in*	9	Approval of Additional 10% Placemer
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If you mark the "Abstain" box for a particular item of business, you are directing your proxy not to vote on your behalf on such item of business and your votes will not be counted in computing the required voting threshold for such item of business.

SIGNATURE OF STOCKHOLDERS – THIS MUST BE COMPLETED

Stockholder 1 (Individual)

Joint Stockholder 2 (Individual)

Joint Stockholder 3 (Individual)

Sole Director and Sole Company Secretary Director/Company Secretary (Delete one) Director

This form should be signed by the Stockholder. If a joint holding, either Stockholder may sign. If signed by the Stockholder'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 that company's constitution and the *Corporations Act 2001* (Cth) (to the extent applicable).



ONLINE

https://au.investorcentre.mpms.mufg.com

LODGE YOUR INSTRUCTION

MOBILE

https://au.investorcentre.mpms.mufg.com

BY MAIL Enlitic, Inc.

C/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235 Australia

BY FAX

(02) 9287 0309 (within Australia) +61 2 9287 0309 (from outside Australia)

BY HAND*

MUFG Corporate Markets (AU) Limited Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150

*During business hours Monday to Friday

Telephone: 1300 554 474

Overseas: +61 1300 554 474

LODGEMENT OF A CDI VOTING INSTRUCTION FORM

LODGEMENT OF A CDI VOTING INSTRUCTION FORM

This CDI Voting Instruction Form (and any Power of Attorney under which it is signed) must be received at an address given above by 9:00am (AEST) on Monday, 2 June 2025 (7:00pm (U.S. Eastern Daylight Time) on Sunday, 1 June 2025), being not later than 72 hours before the commencement of the Meeting. Any CDI Voting Instruction Form received after that time will not be valid for the scheduled Meeting.

CDI Voting Instruction Forms may be lodged using the reply paid envelope or:



ONLINE

https://au.investorcentre.mpms.mufg.com

Login to the Investor Centre using the holding details as shown on the CDI Voting Instruction Form. Select 'Voting' and follow the prompts to lodge your instruction to vote. To use the online lodgement facility, CDI Holders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN)



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your voting instruction by scanning the QR code adjacent or enter the voting link https://au.investorcentre.mpms.mufg.com into your mobile device. Log in using the Holder Identifier and postcode for your CDI holding.

To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



HOW TO COMPLETE THIS CDI VOTING INSTRUCTION FORM

COMMON STOCKHOLDERS

Please note this CDI Voting Instruction Form is only for CDI Holders of the Company. If you hold common stock directly, you must complete a Proxy Form (should you wish to appoint a proxy) provided with the Notice of Annual General Meeting.

If you hold common stock and CDIs you must complete this CDI Voting Instruction Form with respect to your CDIs and a separate Proxy Form (should you wish to appoint a proxy) with respect to your common stock.

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's CDI register. If this information is incorrect, please make the correction on the form. CDI Holders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your CDIs using this form.**

DIRECTION TO CHESS DEPOSITARY NOMINEES PTY LTD

Each CDI is evidence of an indirect ownership in the Company's shares of common stock. The underlying common stock are registered in the name of CHESS Depositary Nominees Pty Ltd (**CDN**) (as the registered stockholder). As holders of CDIs are not the legal owners of the underlying common stock, CDN is entitled to vote at the Meeting on the instruction of the registered holders of the CDIs. Therefore, every CDI registered in your name entitles you to one vote.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign. **Joint Holding:** where the holding is in more than one name, either holder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with MUFG Corporate Markets (AU) Limited. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: with respect to an Australian company, 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* (Cth)) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place. With respect to a U.S. company or other entity, this form may be signed by one officer. Please give full name and title under the signature.

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STEP

NAME SURNAME ADDRESS LINE 1 ADDRESS LINE 2 ADDRESS LINE 3 ADDRESS LINE 4 ADDRESS LINE 5 ADDRESS LINE 6



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CDI VOTING INSTRUCTION FORM

DIRECTION TO CHESS DEPOSITARY NOMINEES PTY LTD

I/We being a holder of CHESS Depositary Interests (**CDIs**) over common stock of Enlitic, Inc. (**Company**) hereby direct CHESS Depositary Nominees Pty Ltd (**CDN**) to vote the common stock underlying my/our CDI holding at the Annual General Meeting of Stockholders of the Company to be held at 9:00am (**AEST**) on Thursday, 5 June 2025 (7:00pm (U.S. Eastern Daylight Time) on Wednesday, 4 June 2025) (the Meeting) and at any adjournment or postponement of the Meeting, in accordance with the following directions.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at https://meetings.openbriefing.com/ENLAGM25 (refer to details in the Virtual Meeting Online Guide). For the avoidance of doubt, you will not be able to vote at the Meeting.

By execution of this CDI Voting Instruction Form the undersigned hereby authorises CDN to appoint such proxies or their substitutes in their discretion to vote in accordance with the directions set out below.

PROXY APPOINTMENT— this ONLY needs to be completed if you wish to appoint a person, for the avoidance of doubt, other than CDN, to attend and vote the common stock underlying my/our holding at the Meeting and any adjournment or postponement of the Meeting.

Please mark either A or B

A APPOINT THE CHAIRPERSON

CDN to appoint the Chairperson of the Meeting as its Nominated Proxy (mark box)

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business.

R APPOINT A PROXY

CDN to appoint the following Nominated Proxy (mark box)

Please write the name of the person (other than the Chairperson of the Meeting) you would like to attend and vote at the Meeting on your behalf. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Ivaline

Email

OR failing attendance at the Meeting of the person or body corporate so named, the Chairperson of the Meeting

VOTING INSTRUCTIONS

Voting instructions will only be valid and accepted by CDN if they are signed and received no later than 72 hours before the Meeting.

If you have appointed a proxy under Step 2 above and do not give a direction for any item of business set out below, that proxy may vote as they see fit (to the extent permitted by the law).

Please read the voting instructions overleaf before marking any boxes with an

For

S

Items of Business

- Re-election of Class II Director Michael Sistenich
- 2 Re-election of Class II Director Sergio Duchini
- For Against Abstain*
- Abstain*
 - 7 Proposed issue of New Options
 - 8 Proposed issue of New Options to Mr Michael Sistenich (and/or his nominee(s))
 - 9 Approval of Additional 10% Placement Capacity

3 Ratification of the Company's accounting firm

- 4 Ratification of Common Stock (and corresponding CDIs) under Tranche 1 of the Placement
- 5 Proposed issue of Common Stock (and corresponding CDIs) under Tranche 2 of the Placement
- 6 Proposed issue of Common Stock (and corresponding CDIs) to Mr Michael Sistenich (and/or his nominee(s)) under Tranche 2 of the Placement



If you mark the "Abstain" box for a particular item of business, you are directing CDN or its appointed proxy (as applicable) not to vote on your behalf on such item of business and your votes will not be counted in computing the required voting threshold for such item of business.

SIGNATURE OF CDI HOLDERS – THIS MUST BE COMPLETED

CDI Holder 1 (Individual) Joint CDI Holder 2 (Individual)

Joint CDI Holder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

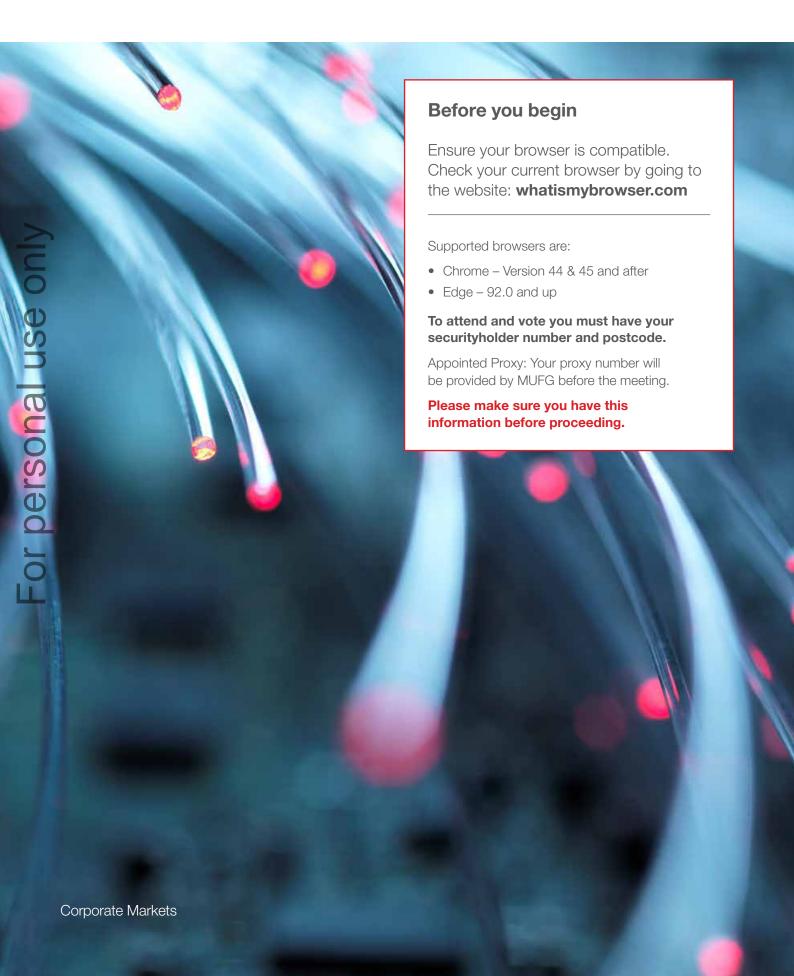
This form should be signed by the CDI Holder in accordance with the instructions overleaf.

Against Abstain*

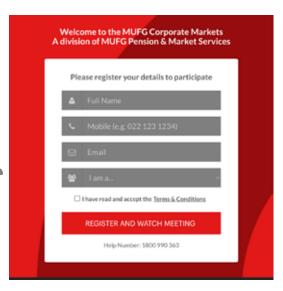


MUFG Corporate Markets
A division of MUFG Pension & Market Services

Online Meeting Guide



Online Meeting Guide



Step 1

Open your web browser and go to https://meetings.openbriefing.com/ENLAGM25

Step 2

Log in to the portal using your full name, mobile number and email address, and participant type

Please read and accept the terms and conditions before clicking on the 'Register and Watch Meeting' button.

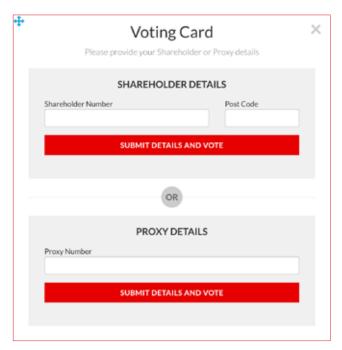
- On the left a live webcast of the Meeting starts automatically once the meeting has commenced.
 If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right the presentation slides that will be addressed during the Meeting
- At the bottom buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.



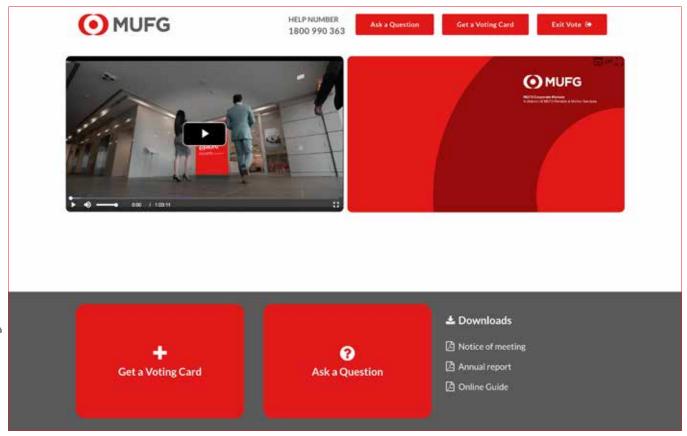
Only Stockholders and their Proxy holders are able to register and vote. For the avoidance of doubt, CDI holders will not be able to vote at the Meeting.

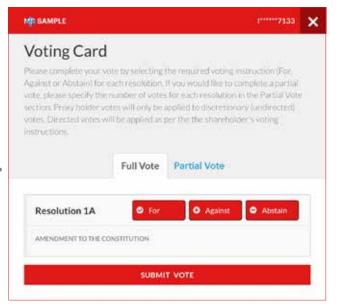
To register to vote you will need to enter your EQ Account Number which consists of 10 digits and starts with 9 and postcode or country of residence if outside Australia.

If you are an appointed Proxy, please enter the Proxy Number issued by MUFG in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Stockholders and Proxies can submit a either Full Vote or Partial Vote.





Full Votes

To submit a full vote on a resolution ensure you are in the 'Full Vote' tab. Place your vote by clicking on the 'For', 'Against', or 'Abstain' voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the 'Partial Vote' tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the 'Submit Vote' or 'Submit Partial Vote' button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards. Once voting has been closed all submitted voting cards cannot be changed.

Online Meeting Guide continued

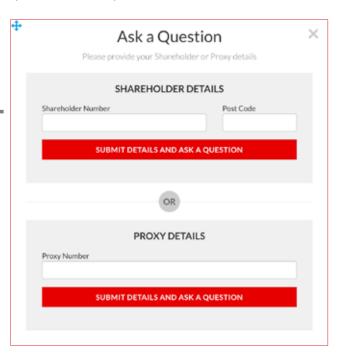
2. How to ask a question

Note: Only verified Securityholders (including CDI holders), Proxyholders and Corporate Representatives are eligible to ask questions.

To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage. If you are a Stockholder and have yet to obtain a voting card, you will be prompted to enter your EQ Account number or proxy details before you ask a question. If you are a CDI holder, you will need to enter your Security holder number (SRN/HIN).

2a. How to ask a written question

The 'Ask a Question' box will pop up and you have the option to type in a written question of ask an audio question over the phone line.

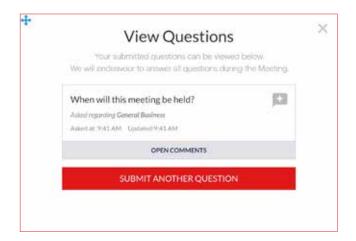


In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

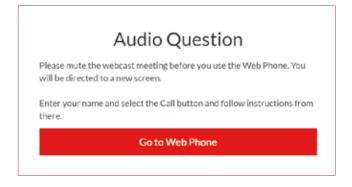
Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

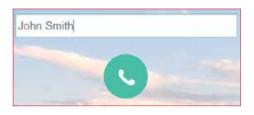
Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



2b. How to ask an audio question



Step 1 Click on 'Go to Web Phone'

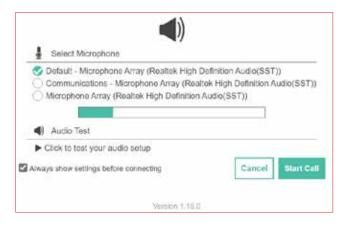


Step 2

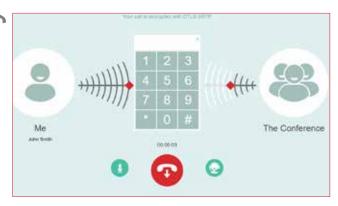
Type in your name and hit the green call button. You will then be in the meeting and able to listen to proceedings.

Step 3

A box will pop up with a microphone test. Select **'Start Call'**



Step 4



You are now in the meeting (on mute) and will be able to listen to proceedings.

When the Chair calls for questions or comments on each item of business, press *1 on the keypad on your screen for the item of business that your questions or comments relates to. If at any time you no longer wish to ask a question or make a comment, you can lower your hand by pressing *2 on the keypad.

Step 5

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other securityholders.

Step 6

Your line will be muted once your question or comment has been asked / responded to

Step 7

You can hang up and resume watching the meeting via the online platform. If you would like to ask a question on another item of business, you can repeat the process above.

Please ensure you have muted the webcast audio.

3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

Important Note

Voting is only available to Stockholders and their Proxy holders. For the avoidance of doubt, CDI holders will not be able to vote at the Meeting.

Stockholders, Proxy holders and CDI holders will be able to ask questions.

Contact us