RENERVE LIMITED
ACN 614 848 216

Notice of Annual General Meeting
Explanatory Memorandum & Proxy Form

Notice is given that the Meeting will be held at:

DATE:	Monday 5 October 2026
TIME:	2.00PM (AEDT)
VENUE:	Cornwalls, Level 4, 380 Collins Street Melbourne

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

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

RENERVE LIMITED

Notice of Annual General Meeting

Notice is given that the 2026 Annual General Meeting of the Shareholders of ReNerve Limited (ACN 614 848 216) (**ReNerve** or the **Company**) will be held at Cornwalls, Level 4, 380 Collins Street Melbourne on **Monday 5 October 2026 at 2.00pm (AEDT)**.

Shareholders are strongly encouraged to submit their proxies as early as possible and in any event prior to the cut-off for proxy voting as set out in the Notice. To lodge your proxy, please follow the directions on your personalised proxy form which will be enclosed with a copy of the Notice, delivered to you by email or post (depending on your communication preferences). If a Shareholder has nominated for electronic communications, they will receive the Notice by email. Other Shareholders will receive a postcard with a URL link to the Notice and Proxy Form.

MEETING ATTENDANCE

Shareholders who wish to attend the meeting in person are requested to notify and register their attendance with the Company at info@renerve.com.au.

Shareholders do not need to attend the Meeting to cast their vote/s and are encouraged to submit their votes and appoint the Chairperson as their proxy. Detailed instructions for lodging votes and appointment of a proxy are included in the accompanying Notice of Meeting and Proxy Form.

VOTING ELIGIBILITY

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 2.00pm AEDT on 1 October 2026.

If you have any queries on how to cast your votes, please email Automic at: meetings@automicgroup.com.au.

VOTING BY ATTORNEY

Shareholders intending to attend the Meeting by attorney must ensure that they have provided the original or a certified copy of the power of attorney to the Company, in the same manner prescribed below for the giving of proxy forms to the Company.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder; and
- a Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular Resolution. If an appointment of a proxy specifies the way the proxy is to vote on a particular Resolution:

- The proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- If the proxy has two or more appointments that specify different ways to vote on the Resolution, the proxy must not vote on a show of hands; and

- If the proxy is the Chair at which the Resolution is voted on, the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- If the proxy is not the Chair, the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed); and

If the proxy is not the Chair and at the Meeting, a poll is duly demanded on the Resolution and either of the following applies:

- the proxy is not recorded as attending the Meeting; or
- the proxy does not vote on the Resolution,

the Chair is taken, before voting on the Resolution closes, to have been appointed as the proxy for the purposes of voting on the Resolution of the Meeting.

If you appoint the Chair of the Meeting as your proxy, you can direct the Chair to vote for or against or abstain from voting on the Resolutions.

The Chair intends to vote undirected proxies in favour of Resolutions 2 – 16.

CORPORATE REPRESENTATIVES

A Shareholder that is a body corporate may appoint an individual to act as its representative at the Meeting by providing a duly executed Certificate of Appointment of Corporate Representative (Certificate). Unless otherwise specified in the Certificate, the representative may exercise all or any of the powers that the body corporate may exercise at the Meeting or in voting on a Resolution. A Certificate is available upon request from Automic.

Certificates must be lodged in advance of the Meeting with Automic no less than 24 hours prior to the Meeting.

QUESTIONS AND COMMENTS BY SHAREHOLDERS AT THE ANNUAL GENERAL MEETING

In accordance with the Corporations Act, a reasonable opportunity will be given to Shareholders to ask questions about or make comments on the management of the Company at the Meeting. Similarly, a reasonable opportunity will be given to Shareholders to ask the Company's external auditor questions relevant to:

a) the conduct of the audit;
b) the preparation and content of the Auditor's Report;
c) the accounting policies adopted by the Company in relation to the preparation of its financial statements; and
d) the independence of the auditor in relation to the conduct of the audit.

Shareholders may submit any written questions addressed to the Company or its external auditor via the address on the proxy form or to ReNerve Limited via email at info@renerve.com.au no later than 48 hours prior to the Meeting.

The Company or its external auditor will either answer the questions at the Meeting or table written answers to them at the Meeting. If written answers are tabled at the Meeting, they will be made available to Shareholders as soon as practicable after the Meeting.

Shareholders may also submit questions to the Board related to any of the resolutions to be considered. These questions will be responded to by the Board during the Meeting. As above, questions should be submitted to info@renerve.com.au no later than 48 hours prior to the Meeting.

ENQUIRIES

Shareholders are asked to contact the Company at info@renerve.com.au or the Company Secretary at david.lilja@dlkadvisory.com.au or on +61 3 9923 1222 if they have any queries in respect of the matters set out in these documents.

RENERVE LIMITED

Notice of Annual General Meeting

Notice is given that the 2026 Annual General Meeting of the Shareholders of ReNerve Limited (ACN 614 848 216) (**ReNerve** or the **Company**) will be held at Cornwalls, Level 4, 380 Collins Street Melbourne on **Monday 5 October 2026 at 2.00pm (AEDT)**.

The Explanatory Memorandum to this Notice of Meeting (**Notice**) provides additional information on matters to be considered at the Annual General Meeting. The Explanatory Memorandum and the Proxy Form are part of this Notice.

ORDINARY BUSINESS

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2026 together with the declaration of the Directors, the Director's Report, the Remuneration Report and the Auditor's Report.

No Resolution will be required to be passed on this matter. However, Shareholders will be given a reasonable opportunity at the Meeting to ask questions about, or make comments in relation to each of the aforementioned reports during consideration of these items.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

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

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2026."

Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company. Shareholders are encouraged to read the Explanatory Memorandum for further details on the consequences of voting on this Resolution 1.

A voting exclusion statement applies to this Resolution.

RESOLUTION 2 – ELECTION OF NON-EXECUTIVE DIRECTOR – MS MAJA MCGUIRE

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

"That, for the purposes of clause 11.4 of the Constitution, ASX Listing Rules 14.4 and 14.5, and for all other purposes, Ms Maja McGuire, appointed since the date of the last AGM, and being eligible, be elected a Director, effective immediately."

RESOLUTION 3 – ELECTION OF NON-EXECUTIVE DIRECTOR – DR PAUL SAVAGE

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

"That, for the purposes of clause 11.4 of the Constitution, ASX Listing Rules 14.4 and 14.5, and for all other purposes, Dr Paul Savage, appointed since the date of the last AGM, and being eligible, be elected a Director, effective immediately."

RESOLUTION 4 – APPROVAL TO ISSUE OPTIONS TO MS MAJA MCGUIRE

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of 1,500,000 Options under the Plan to Ms Maja McGuire, Director of the Company, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 5 – APPROVAL TO ISSUE OPTIONS TO DR PAUL SAVAGE

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of 1,000,000 Options under the Plan to Dr Paul Savage, Director of the Company, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 6 – APPROVAL TO ISSUE OPTIONS TO DR JULIAN CHICK

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

"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, Shareholders approve the issue of 3,000,000 Options under the Plan to Dr Julian Chick, Chief Executive Officer and Managing Director of the Company, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 7 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (DR BRYAN LOEFFLER)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 150,000 Shares to Dr Bryan Loeffler, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 8 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (DR MIHIR DESAI)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 150,000 Shares to Dr Mihir Desai, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 9 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (MR SEAN MCCARTHY)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 150,000 Shares to Mr Sean McCarthy, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 10 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (AUSTRALIAN INSTITUTE OF REGENERATIVE SURGERY PTY LTD)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 150,000 Shares to Australian Institute of Regenerative Surgery Pty Ltd, an entity controlled by Dr Michael Findlay, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 11 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (DR ANAND RAMAKRISHNAN)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 210,237 Shares to Dr Anand Ramakrishnan, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 12 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (DR VIPUL PATEL)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 596,798 Shares to Dr Vipul Patel, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 13 – RATIFICATION OF PRIOR SHARES ISSUED TO SCIENTIFIC ADVISORY BOARD MEMBER (DR BRIAN PARRETT)

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 315,355 Shares to Dr Brian Parrett, a member of the Company's Scientific Advisory Board, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 14 – RATIFICATION OF PRIOR SHARES ISSUED TO SPARK PLUS PTE LTD

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,010,101 Shares issued to Spark Plus Pte Ltd, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 15 – RATIFICATION OF PRIOR CONVERTIBLE NOTES ISSUED TO RIVERFORT GLOBAL OPPORTUNITIES PCC LTD

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

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,600,000 convertible notes under the initial drawdown of the RiverFort Facility to RiverFort Global Opportunities PCC Ltd that if converted, will result in 16,054,394 Shares being issued in the capital of the Company based on a conversion price of $0.100849, on the terms and conditions specified in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

RESOLUTION 16 – APPROVAL OF ADDITIONAL 10% PLACEMENT CAPACITY

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

"That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice."

A voting exclusion statement applies to this Resolution.

VOTING EXCLUSIONS

1. Under the Corporations Act and ASX Listing Rule 14.11, the Company will disregard any votes cast in favour of the resolutions by or on behalf of:
   - the names person or class of persons excluded from voting as set out in the Explanatory Statement; or
   - an associate of that person or those persons.

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

   - a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
   - 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
   - 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 the person excluded from voting, on the resolution; and
     - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

2. KMP that may have a vested interest in the outcome of a Resolution have restrictions on voting on those Resolutions. KMP include members of the Board and certain senior executives, as set out in the Company's Annual Report. The Corporations Act restricts KMP and their Closely Related Parties from voting in certain circumstances.

3. Under the Corporations and ASX Listing Rules, voting exclusions apply to the following Resolutions and further detail is provided in the Explanatory Statement:

   - Resolution 1 – Adoption of the Remuneration Report
   - Resolution 4 – Issue of Incentive Options to Ms Maja McGuire
   - Resolution 5 – Issue of Incentive Options to Dr Paul Savage
   - Resolution 6 – Issue of Incentive Options to Dr Julian Chick
   - Resolution 7 – Ratification of Prior Issue of 150,000 Shares to Dr Bryan Loeffler
   - Resolution 8 – Ratification of Prior Issue of 150,000 Shares to Dr Mihir Desai
   - Resolution 9 – Ratification of Prior Issue of 150,000 Shares to Mr Sean McCarthy
   - Resolution 10 – Ratification of Prior Issue of 150,000 Shares to Dr Michael Findlay's entity
   - Resolution 11 – Ratification of Prior Issue of 210,237 Shares to Dr Anand Ramakrishnan
   - Resolution 12 – Ratification of Prior Issue of 596,798 Shares to Dr Vipul Patel
   - Resolution 13 – Ratification of Prior Issue of 315,355 Shares to Dr Brian Parrett
   - Resolution 14 – Ratification of Prior Issue of 1,010,101 Shares issued to Spark Plus Pte Ltd
   - Resolution 15 – Ratification of Prior Issue of 1,600,000 Convertible Notes to RiverFort Global Opportunities PCC Ltd
   - Resolution 16 – Approval of Additional 10% Placement Capacity

DATE: 3 September 2026

BY ORDER OF THE BOARD

DAVID LILJA
COMPANY SECRETARY

ReNerve

EXPLANATORY MEMORANDUM

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

FINANCIAL STATEMENTS AND REPORTS

In accordance with the Corporations Act, at the Annual General Meeting, Shareholders will be given an opportunity to ask questions and comment on the Directors' Report, Financial Statements and Independent Auditor's Report for the financial year ended 30 June 2026.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at https://investors.renerve.com.au/.

No resolutions will be required to be passed on this matter.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

1.1 General

The Remuneration Report sets out the Company's remuneration arrangements for the directors and senior management of the Company. The Remuneration Report is part of the directors' report contained in the annual financial report of the company for a financial year.

In accordance with section 250R(2) of the Corporations Act, a Resolution adopting the Remuneration Report contained within the Directors' Report must be put to a vote.

Shareholders are advised that in accordance with Section 250R(3) of the Corporations Act, this Resolution is advisory only and does not bind the Directors or the Company. However, if at least 25% of the votes cast are against adoption of the Remuneration Report at two consecutive annual general meetings, the Company will be required to put a resolution to the second Annual General Meeting (**Spill Resolution**), to approve calling a general meeting (**Spill Meeting**). If more than 50% of Shareholders vote in favour of the Spill Resolution, the Company must then convene a Spill Meeting within 90 days of the second annual general meeting. All of the Directors who were in office when the applicable Directors' Report was approved, other than the Managing Director, will need to stand for re-election at the Spill Meeting if they wish to continue as Directors.

A reasonable opportunity will be provided for Shareholders to ask questions about or make comments on the Remuneration Report at the annual general meeting.

1.2 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this non-binding Resolution.

1.3 Voting Exclusion

A vote must not be cast on Resolution 1 by any KMP, details of whose remuneration are included in the Remuneration Report, or their Closely Related Party (in any capacity), unless the vote is cast as a proxy:

a) for a person who is entitled to vote on Resolution 1 and the vote is cast in accordance with the directions on the proxy form; or
b) by the Chair as proxy for a person who is entitled to vote, and the proxy appointment expressly authorises the Chair to exercise the proxy even if the Resolution is connected, directly or indirectly, with the remuneration of the KMP.

ReNerve

RESOLUTION 2 – ELECTION OF DIRECTOR – MS MAJA MCGUIRE

2.1 General Clause 11.4(a) of the Constitution and ASX Listing Rule 14.4 provides that any director appointed by the Board since the date of the last AGM will hold office only until the date of the next AGM. The director must then stand for election by shareholders at the forthcoming general meeting. Ms McGuire is standing for election as a non-executive director following her appointment on 4 December 2025.

Qualifications

Ms Maja McGuire – Non-Executive Chair

Ms McGuire brings over 15 years' experience at both board and senior management level and extensive listed companies experience by working as an advisor, Non-Executive Chair, Non-Executive Director, General Counsel, Company Secretary and in top-tier private legal practice. Specialising in the medical device, life sciences and resources sectors, she has led strategy and corporate governance across a range of organisations, with a particular focus on legal and governance matters, and has overseen corporate transactions including mergers and acquisitions, capital raisings and IPOs.

Before her career as a corporate advisor and board director, Ms McGuire was General Counsel and Company Secretary at US-based Anteris Technologies and Alexium International Group, building strong capability in strategy and corporate management with particular expertise in legal and governance. Prior to this, she gained experience in corporate commercial, and banking and finance matters with Clayton Utz (Perth) and the Canadian Bankers Association (Toronto).

Ms McGuire currently serves as Non-Executive Chair of TechGen Metals and is a Non-Executive Director of LTR Pharma and Kuniko Limited. She holds BComm and LLB qualifications from The University of Western Australia.

2.3 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution 2.

RESOLUTIONS 3 – ELECTION OF DIRECTOR – DR PAUL SAVAGE

3.1 General Clause 11.4(a) of the Constitution and ASX Listing Rule 14.4 provides that any director appointed by the Board since the date of the last AGM will hold office only until the date of the next AGM. The director must then stand for election by shareholders at the forthcoming general meeting. Dr Savage is standing for election as a non-executive director following his appointment on 4 December 2025.

Qualifications

Dr Paul Savage – Non-Executive Director

Dr Savage joined the CSIRO, where he served as Science and Deputy Director of its Manufacturing Research Unit until his retirement in February 2025. His focus in the role was solving complex challenges using innovative science and technology to help grow the Australian hi-tech manufacturing industry, particularly in the biomedical, engineered devices and advanced materials sectors.

His responsibilities included maintaining organisational science excellence through future science initiatives, developing strategies to address challenges facing Australian industry, and leading talent acquisition and development, research and development risk and served on the board of several life science companies.

Dr Savage's scientific background is in biomedical science, particularly medicinal chemistry and drug discovery, biotherapeutics and medical devices.

3.3 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution 3.

RESOLUTION 4 – APPROVAL TO ISSUE OPTIONS TO MS MAJA MCGUIRE

4.1 General

Subject to Shareholder approval being obtained under this Notice, it is proposed that a total of 1,500,000 unlisted options (**Options**) be issued to Ms Maja McGuire, a Director of the Company.

A summary of the material terms of the Options are as follows:

Term	Description
Exercise price	• 500,000 options at $0.15; • 500,000 options at $0.20; • 500,000 options at $0.25;
Vesting Conditions	The director must hold office as a director of the Company at the time of exercising any of the above options
Expiry date	Four (4) years from the date of grant

In addition, the following points are noted in relation to the Options:

a) Each Option carries the right in favour of its holder to subscribe for one share.
b) The only vesting conditions that apply to the exercise of the Options is the passage of time, that is the director must hold office as a director of the Company at the time of exercising any of the options.
c) The Options are not transferable other than in limited circumstances and with the Board's prior written consent.
d) Prior to the issue of a share on exercise of the Option, the Option's holder does not have any right to participate in dividends in respect of that Option.
e) In the event the Company is made an offer that, if accepted, will result in the Company undergoing a change of control event, the Board may at its discretion determine unvested Options become vested and provide for a specific period of time in which these Options may be exercised in accordance with terms of the Options.
f) Options do not confer upon the holder a right to receive notices of general meetings (except as may be required by law), nor any right to attend, speak at or vote at general meetings of the Company.

4.2 Director and related party approvals

ASX Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

10.14.1 a director of the company;

10.14.2 an associate of a director of the company; or

10.14.3 a person whose relationship with the company or a person referred to in ASX Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders,

unless it obtains the approval of its shareholders.

4.3 Technical information required by ASX Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15.2, Ms McGuire falls within 10.14.1 of the ASX Listing Rules, as a Director of the Company.

The following information in relation to the issue of Options under the Plan is provided to shareholders for the purposes of ASX Listing Rule 10.15:

a) Ms McGuire is a Director and Chair of the Company and eligible to participate in the Plan.
b) Ms McGuire's current remuneration is $63,000 including any superannuation.
c) The Options are proposed to be issued as part of Ms McGuire's Short Term and Long Term Incentive.

d) A component of the total remuneration for Directors is options. They help motivate, align, and retain Directors to deliver above-average and sustained performance, while preserving company cash and aligning corporate governance with shareholder expectations. The issue of Options also better align executive and shareholder interests, as the value of the Options increases alongside the share price.
e) The maximum number of Options that may be granted to Ms McGuire is 1,500,000.
f) Ms McGuire does not currently hold any securities under the Plan.
g) The Options will be issued for nil consideration and will be issued within 14 days following the date of the Meeting, if approved by Shareholders.
h) The value that the Company attributes to all of the proposed Options is based on a Black-Scholes model. The assumptions underlying the calculations are as follows:

Number of Options	1,500,000
Share price:	$0.08
Expected life:	4 Years
Risk-free rate (r):	5.034%
Expected share volatility (q):	75.00%
Dividend yield:	0%

Using the Black-Scholes method of valuation, the Company has determined based on the exercise price of each Option an initial average value of $0.03 per option, with total value of $41,652.

The above inputs and resultant valuation will be updated as at the date of the granting of the Options.

i) The material terms of the Plan are summarised in Annexure A.
j) The Company confirms that no loan has been offered to Ms McGuire in relation to the grant of the Options.
k) Details of securities issues under the employee incentive scheme will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
l) Any additional persons covered by ASX Listing Rule 10.14 who becomes entitled to participate in an issued of securities under the employee incentive scheme after the approval of this Resolution, and who are not named in this Notice, will not participate until approval is obtained under that rule.

4.4 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

- obtain shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
- give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The proposed issue of the Options to Ms McGuire constitutes giving a financial benefit and the recipient is a related party of the Company by virtue of being a Director. The Board (other than the recipient, who has a material interest in the outcome of the Resolution) considers that shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of the Options pursuant to the exceptions in sections 210 and 211 of the Corporations Act as the proposed issue of the Options are considered reasonable in the circumstances and were negotiated on arm's length terms.

4.5 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue of Options.

If this Resolution is not passed, the Company will not be able to proceed with the issue of Options. In addition, the Company would be obligated to pay the executive an amount in cash equivalent to the value of the options.

4.6 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

4.7 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of:

a) Ms McGuire;
b) any other person who participated in the issue or is a counterparty to the agreement being approved;
c) any Associates of those persons listed above; or
d) any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a vote must not be cast on Resolution 4 by any KMP or their Closely Related Party (in any capacity), unless the vote is cast as a proxy:

a) for a person who is entitled to vote on Resolution 4 and the vote is cast in accordance with the directions on the proxy form; or
b) by the Chair as proxy for a person who is entitled to vote, and the proxy appointment expressly authorises the Chair to exercise the proxy even if the Resolution is connected, directly or indirectly, with the remuneration of the KMP.

RESOLUTION 5 – APPROVAL TO ISSUE OPTIONS TO DR PAUL SAVAGE

5.1 General

Subject to Shareholder approval being obtained under this Notice, it is proposed that a total of 1,000,000 unlisted options (**Options**) be issued to Dr Paul Savage, a Director of the Company.

A summary of the material terms of the Options are as follows:

Term	Description
Exercise price	• 333,333 options at $0.15; • 333,333 options at $0.20; • 333,334 options at $0.25;
Vesting Conditions	The director must hold office as a director of the Company at the time of exercising any of the above options
Expiry date	Four (4) years from the date of grant

In addition, the following points are noted in relation to the Options:

a) Each Option carries the right in favour of its holder to subscribe for one share.

b) The only vesting conditions that apply to the exercise of the Options is the passage of time, that is the director must hold office as a director of the Company at the time of exercising any of the options.
c) The Options are not transferable other than in limited circumstances and with the Board's prior written consent.
d) Prior to the issue of a share on exercise of the Option, the Option's holder does not have any right to participate in dividends in respect of that Option.
e) In the event the Company is made an offer that, if accepted, will result in the Company undergoing a change of control event, the Board may at its discretion determine unvested Options become vested and provide for a specific period of time in which these Options may be exercised in accordance with terms of the Options.
f) Options do not confer upon the holder a right to receive notices of general meetings (except as may be required by law), nor any right to attend, speak at or vote at general meetings of the Company.

5.2 Director and related party approvals

ASX Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

10.14.1 a director of the company;

10.14.2 an associate of a director of the company; or

10.14.3 a person whose relationship with the company or a person referred to in ASX Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders,

unless it obtains the approval of its shareholders.

5.3 Technical information required by ASX Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15.2, Dr Savage falls within 10.14.1 of the ASX Listing Rules, as a Director of the Company.

The following information in relation to the issue of Options under the Plan is provided to shareholders for the purposes of ASX Listing Rule 10.15:

a) Dr Savage is a Director of the Company and eligible to participate in the Plan.
b) Dr Savage's current remuneration is $43,000 including any superannuation.
c) The Options are proposed to be issued as part of Dr Savage's Short Term and Long Term Incentive.
d) A component of the total remuneration for Directors is options. They help motivate, align, and retain Directors to deliver above-average and sustained performance, while preserving company cash and aligning corporate governance with shareholder expectations. The issue of Options also better align executive and shareholder interests, as the value of the Options increases alongside the share price.
e) The maximum number of Options that may be granted to Dr Savage is 1,000,000.
f) Dr Savage does not currently hold any securities under the Plan.
g) The Options will be issued for nil consideration and will be issued within 14 days following the date of the Meeting, if approved by Shareholders.
h) The value that the Company attributes to all of the proposed Options is based on a Black-Scholes model. The assumptions underlying the calculations are as follows:

Number of Options	1,000,000
Share price:	$0.08
Expected life:	4 Years
Risk-free rate (r):	5.034%
Expected share volatility (q):	75.00%
Dividend yield:	0%

Using the Black-Scholes method of valuation, the Company has determined based on the exercise price of each Option an initial average value of $0.03 per option, with total value of $28,678.

The above inputs and resultant valuation will be updated as at the date of the granting of the Options.

i) The material terms of the Plan are summarised in Annexure A.
j) The Company confirms that no loan has been offered to Dr Savage in relation to the grant of the Options.
k) Details of securities issues under the employee incentive scheme will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
l) Any additional persons covered by ASX Listing Rule 10.14 who becomes entitled to participate in an issued of securities under the employee incentive scheme after the approval of this Resolution, and who are not named in this Notice, will not participate until approval is obtained under that rule.

5.4 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

- obtain shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
- give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The proposed issue of the Options to Dr Savage constitutes giving a financial benefit and the recipient is a related party of the Company by virtue of being a Director. The Board (other than the recipient, who has a material interest in the outcome of the Resolution) considers that shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of the Options pursuant to the exceptions in sections 210 and 211 of the Corporations Act as the proposed issue of the Options are considered reasonable in the circumstances and were negotiated on arm's length terms.

5.5 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue of Options.

If this Resolution is not passed, the Company will not be able to proceed with the issue of Options. In addition, the Company would be obligated to pay the executive an amount in cash equivalent to the value of the options.

5.6 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

5.7 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 5 by or on behalf of:

a) Dr Savage;
b) any other person who participated in the issue or is a counterparty to the agreement being approved;
c) any Associates of those persons listed above; or
d) any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a vote must not be cast on Resolution 5 by any KMP or their Closely Related Party (in any capacity), unless the vote is cast as a proxy:

a) for a person who is entitled to vote on Resolution 5 and the vote is cast in accordance with the directions on the proxy form; or
b) by the Chair as proxy for a person who is entitled to vote, and the proxy appointment expressly authorises the Chair to exercise the proxy even if the Resolution is connected, directly or indirectly, with the remuneration of the KMP.

RESOLUTION 6 – APPROVAL TO ISSUE OPTIONS TO DR JULIAN CHICK

6.1 General

Subject to Shareholder approval being obtained under this Notice, it is proposed that a total of 3,000,000 unlisted options (**Options**) be issued to Dr Julian Chick, a Director of the Company, for the financial year ended 30 June 2027 (FY2027).

A summary of the material terms of the Options are as follows:

Term	Description
Exercise price	• 1,000,000 options at \$0.15; • 1,000,000 options at \$0.20; • 1,000,000 options at \$0.25;
Vesting Conditions	The director must be employed with the company at the time of exercising any of the above options
Expiry date	Four (4) years from the date of grant

In addition, the following points are noted in relation to the Options:

a) Each Option carries the right in favour of its holder to subscribe for one share.
b) The only vesting conditions that apply to the exercise of the Options is the passage of time, that is the director must be employed with the company at the time of exercising any of the options.
c) The Options are not transferable other than in limited circumstances and with the Board's prior written consent.

d) Prior to the issue of a share on exercise of the Option, the Option's holder does not have any right to participate in dividends in respect of that Option.
e) In the event the Company is made an offer that, if accepted, will result in the Company undergoing a change of control event, the Board may at its discretion determine unvested Options become vested and provide for a specific period of time in which these Options may be exercised in accordance with terms of the Options.
f) Options do not confer upon the holder a right to receive notices of general meetings (except as may be required by law), nor any right to attend, speak at or vote at general meetings of the Company.

6.2 Director and related party approvals

ASX Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

10.14.1 a director of the company;

10.14.2 an associate of a director of the company; or

10.14.3 a person whose relationship with the company or a person referred to in ASX Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders,

unless it obtains the approval of its shareholders.

6.3 Technical information required by ASX Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15.2, Dr Julian Chick falls within 10.14.1 of the ASX Listing Rules, as a Director of the Company.

The following information in relation to the issue of Options under the Plan is provided to shareholders for the purposes of ASX Listing Rule 10.15:

a) Dr Julian Chick is a Director of the Company and eligible to participate in the Plan.
b) Dr Chick's current remuneration is $485,000 including superannuation.
c) The Options are proposed to be issued as part of Dr Chick's Short Term and Long Term Incentive.
d) A component of the total remuneration for senior staff is options. They are a retention tool that help motivate, align, and retain KMPs to deliver above-average and sustained performance, while preserving company cash and aligning corporate governance with shareholder expectations. The issue of Options also better align executive and shareholder interests, as the value of the Options increases alongside the share price.
e) The maximum number of Options that may be granted to Dr Chick is 3,000,000.
f) Dr Chick currently holds 3,493,603 securities under the Plan.
g) The Options will be issued for nil consideration and will be issued within 14 days following the date of the Meeting, if approved by Shareholders.
h) The value that the Company attributes to all of the proposed Options is based on a Black-Scholes model. The assumptions underlying the calculations are as follows:

Number of Options	3,000,000
Share price:	$0.08
Expected life:	4 Years
Risk-free rate (r):	5.034%
Expected share volatility (q):	75.00%
Dividend yield:	0%

Using the Black-Scholes method of valuation, the Company has determined based on the exercise price of each Option an initial average value of $0.03 per option, with total value of $93,212.

The above inputs and resultant valuation will be updated as at the date of the granting of the Options.

i) The material terms of the Plan are summarised in Annexure A.
j) The Company confirms that no loan has been offered to Dr Chick in relation to the grant of the Options.
k) Details of securities issues under the employee incentive scheme will be published in the annual report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
l) Any additional persons covered by ASX Listing Rule 10.14 who becomes entitled to participate in an issued of securities under the employee incentive scheme after the approval of this Resolution, and who are not named in this Notice, will not participate until approval is obtained under that rule.

6.4 Chapter 2E of the Corporations Act

In accordance with Chapter 2E of the Corporations Act, in order to give a financial benefit to a related party, the Company must:

- obtain shareholder approval in the manner set out in section 217 to 227 of the Corporations Act; and
- give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The proposed issue of the Options to Dr Chick constitutes giving a financial benefit and the recipient is a related party of the Company by virtue of being a Director. The Board (other than the recipient, who has a material interest in the outcome of the Resolution) considers that shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the issue of the Options pursuant to the exceptions in sections 210 and 211 of the Corporations Act as the proposed issue of the Options are considered reasonable in the circumstances and were negotiated on arm's length terms.

6.5 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Company will be able to proceed with the issue of Options.

If this Resolution is not passed, the Company will not be able to proceed with the issue of Options. In addition, the Company would be obligated to pay the executive an amount in cash equivalent to the value of the options.

6.6 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

6.7 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 6 by or on behalf of:

a) Dr Julian Chick;
b) any other person who participated in the issue or is a counterparty to the agreement being approved;
c) any Associates of those persons listed above; or
d) any person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Plan.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or

iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a vote must not be cast on Resolution 6 by any KMP or their Closely Related Party (in any capacity), unless the vote is cast as a proxy:

a) for a person who is entitled to vote on Resolution 6 and the vote is cast in accordance with the directions on the proxy form; or
b) by the Chair as proxy for a person who is entitled to vote, and the proxy appointment expressly authorises the Chair to exercise the proxy even if the Resolution is connected, directly or indirectly, with the remuneration of the KMP.

RESOLUTION 7 – RATIFICATION OF PRIOR SHARES ISSUED TO DR BRYAN LOEFFLER

7.1 General

On 18 February 2026 and 25 August 2026, the Company issued 75,000 and 75,000 Shares respectively (total of 150,000 Shares) to Dr Bryan Loeffler as a Scientific Advisory Board Member of the Company in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

7.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Dr Bryan Loeffler will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Dr Bryan Loeffler will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 7 being passed at this Meeting.

7.3 Technical information required by ASX Listing Rule 7.5

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

a) 150,000 Shares were issued to Dr Bryan Loeffler;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:

i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
ii. issued more than 1% of the issued capital of the Company;

c) 150,000 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 75,000 Shares were issued on 18 February 2026 and a further 75,000 on 25 August 2026;
e) the issue price was $0.120 (per share for 75,000 Shares) and $0.0788 (per share for 75,000 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable to them in consideration for such.

7.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

7.5 Voting Exclusion

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

a) Dr Bryan Loeffler;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 8 – RATIFICATION OF PRIOR SHARES ISSUED TO DR MIHIR DESAI

8.1 General

On 18 February 2026 and 25 August 2026, the Company issued 75,000 and 75,000 Shares respectively (total of 150,000 Shares) to Dr Mihir Desai as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

8.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Dr Mihir Desai will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Dr Mihir Desai will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 9 being passed at this Meeting.

8.3 Technical information required by ASX Listing Rule 7.5

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

a) 150,000 Shares were issued to Dr Mihir Desai;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
    i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
    ii. issued more than 1% of the issued capital of the Company;
c) 150,000 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 75,000 Shares were issued on 18 February 2026 and a further 75,000 on 25 August 2026;
e) the issue price was $0.120 (per share for 75,000 Shares) and $0.0788 (per share for 75,000 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable to them in consideration for such.

8.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

8.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 8 by or on behalf of:

a) Dr Mihir Desai;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or

iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 9 – RATIFICATION OF PRIOR SHARES ISSUED TO MR SEAN MCCARTHY

9.1 General

On 18 February 2026 and 25 August 2026, the Company issued 75,000 and 75,000 Shares respectively (total of 150,000 Shares) to an associate of Dr Paige Fox, Mr Sean McCarthy, as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

9.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Mr Sean McCarthy will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Mr Sean McCarthy will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 10 being passed at this Meeting.

9.3 Technical information required by ASX Listing Rule 7.5

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

a) 150,000 Shares were issued to Mr Sean McCarthy;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
   i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
   ii. issued more than 1% of the issued capital of the Company;
c) 150,000 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 75,000 Shares were issued on 18 February 2026 and a further 75,000 on 25 August 2026;

e) the issue price was $0.120 (per share for 75,000 Shares) and $0.0788 (per share for 75,000 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable in consideration for such.

9.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

9.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 9 by or on behalf of:

a) Mr Sean McCarthy;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 10 – RATIFICATION OF PRIOR SHARES ISSUED TO AUSTRALIAN INSTITUTE OF REGENERATIVE SURGERY PTY LTD

10.1 General

On 18 February 2026 and 25 August 2026, the Company issued 75,000 and 75,000 Shares respectively (total of 150,000 Shares) to Dr Michael Findlay's entity, Australian Institute of Regenerative Surgery Pty Ltd, as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

10.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Australian Institute of Regenerative Surgery Pty Ltd will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Australian Institute of Regenerative Surgery Pty Ltd will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 11 being passed at this Meeting.

10.3 Technical information required by ASX Listing Rule 7.5

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

a) 150,000 Shares were issued to Australian Institute of Regenerative Surgery Pty Ltd;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
   i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
   ii. issued more than 1% of the issued capital of the Company;
c) 150,000 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 75,000 Shares were issued on 18 February 2026 and a further 75,000 on 25 August 2026;
e) the issue price was $0.120 (per share for 75,000 Shares) and $0.0788 (per share for 75,000 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable in consideration for such.

10.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

10.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 10 by or on behalf of:

a) Dr Michael Findlay;
b) Australian Institute of Regenerative Surgery Pty Ltd;
c) any other person who participated in the issue or is a counterparty to the agreement being approved; or
d) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

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- 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 11 – RATIFICATION OF PRIOR SHARES ISSUED TO DR ANAND RAMAKRISHNAN

11.1 General

On 18 February 2026 and 25 August 2026, the Company issued 83,333 and 126,904 Shares respectively (total of 210,237 Shares) to Dr Anand Ramakrishnan, as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

11.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Dr Ramakrishnan will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Dr Ramakrishnan will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 12 being passed at this Meeting.

11.3 Technical information required by ASX Listing Rule 7.5

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

a) 210,237 Shares were issued to Dr Ramakrishnan;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
    i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
    ii. issued more than 1% of the issued capital of the Company;
c) 210,237 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 83,333 Shares were issued on 18 February 2026 and a further 126,904 on 25 August 2026;
e) the issue price was \$0.120 (per share for 83,333 Shares) and \$0.0788 (per share for 126,904 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and

g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable in consideration for such.

11.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

11.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 11 by or on behalf of:

a) Dr Ramakrishnan;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 12 – RATIFICATION OF PRIOR SHARES ISSUED TO DR VIPUL PATEL

12.1 General

On 18 February 2026 and 25 August 2026, the Company issued 237,756 and 359,042 Shares respectively (total of 596,798 Shares) to Dr Vipul Patel, as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

12.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Dr Patel will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Dr Patel will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 13 being passed at this Meeting.

12.3 Technical information required by ASX Listing Rule 7.5

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

a) 596,798 Shares were issued to Dr Patel;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
    i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
    ii. issued more than 1% of the issued capital of the Company;
c) 596,798 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 237,756 Shares were issued on 18 February 2026 and a further 359,042 on 25 August 2026;
e) the issue price was $0.120 (per share for 237,756 Shares) and $0.0788 (per share for 359,042 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable in consideration for such.

12.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

12.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 12 by or on behalf of:

a) Dr Patel;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 13 – RATIFICATION OF PRIOR SHARES ISSUED TO DR BRIAN PARRETT

13.1 General

On 18 February 2026 and 25 August 2026, the Company issued 125,000 and 190,355 Shares respectively (total of 315,355 Shares) to Dr Brian Parrett, as a Scientific Advisory Board Member in lieu of cash payment for services provided to the Company.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

13.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Dr Parrett will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Dr Parrett will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 14 being passed at this Meeting.

13.3 Technical information required by ASX Listing Rule 7.5

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

a) 315,355 Shares were issued to Dr Parrett;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
    i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
    ii. issued more than 1% of the issued capital of the Company;
c) 315,355 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) 125,000 Shares were issued on 18 February 2026 and a further 190,355 on 25 August 2026;
e) the issue price was $0.120 (per share for 125,000 Shares) and $0.0788 (per share for 190,355 Shares) respectively;
f) the purpose of the issue of Shares was to satisfy consideration owed for the provision of services to the Company; and
g) the Shares were issued under an agreement between the Company and each of the Scientific Advisory Board Members containing terms and scope of services that are to be rendered by them to the Company, including fees payable in consideration for such.

13.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

13.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 13 by or on behalf of:

a) Dr Parrett;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 14 – RATIFICATION OF PRIOR SHARES ISSUED TO SPARK PLUS PTE LTD

14.1 General

On 24 March 2026, the Company issued 1,010,101 Shares to Spark Plus Pte Ltd as consideration in lieu of cash payments for services provided to the Company pursuant to a mandate agreement dated 18 March 2026 in respect of corporate advisory and investor relations support.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the start of that period. ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been issued with Shareholder approval for the purpose of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval for such issues under ASX Listing Rule 7.1.

Accordingly, the Company is seeking Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares.

14.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the Shares issued to Spark Plus Pte Ltd will be excluded in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively increasing the number of equity securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If this Resolution is not passed, the Shares issued to Spark Plus Pte Ltd will be included in calculating the Company's 15% limit in ASX Listing Rule 7.1, effectively decreasing the number of equity securities that the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

It is noted that the Company's ability to utilise the additional 10% capacity provided for in ASX Listing Rule 7.1A for issues of equity securities following this Meeting remains conditional on Resolution 16 being passed at this Meeting.

14.3 Technical information required by ASX Listing Rule 7.5

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

a) 1,010,101 Shares were issued to Spark Plus Pte Ltd;
b) in accordance with paragraph 7.4 of ASX Guidance Note 21, the Company confirms that none of the recipients were:
    i. related parties of the Company, members of the Company's Key Management Personnel, substantial holders of the Company, advisers of the Company or an associate of any of these parties; and
    ii. issued more than 1% of the issued capital of the Company;
c) 1,010,101 Shares were issued and the Shares were issued under the same terms and conditions as the Company's existing shares;
d) the Shares were issued on 24 March 2026;
e) the issue price was $0.099 per Share;
f) the purpose of the issue of Shares was to satisfy consideration for services provided in accordance with the mandate agreement dated 18 March 2026; and
g) the Shares were issued under the terms of the mandate agreement between the Company and the vendor, being a total consideration AUD$100,000 in ordinary shares in the capital of the Company.

14.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

14.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 14 by or on behalf of:

a) Spark Plus Pte Ltd;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 15 – RATIFICATION OF PRIOR ISSUE OF CONVERTIBLE NOTES TO RIVERFORT GLOBAL OPPORTUNITIES PCC LTD

15.1 General

On 13 July 2026, the Company issued 1,600,000 convertible notes (**Convertible Notes**) to RiverFort Global Opportunities PCC Ltd (**RiverFort**) pursuant to the initial drawdown under the Company's up to A$5 million convertible note funding facility announced on 9 July 2026 (**RiverFort Facility**). The Convertible Notes were issued with a face value of A$1.00 per Convertible Note and are convertible into fully paid ordinary shares in the capital of the Company in accordance with the terms of the RiverFort Facility.

Based on the fixed conversion price applicable to the initial drawdown of A$0.100849 per Share, the Convertible Notes may convert into a maximum of 16,054,394 Shares.

The key terms of the Convertible Notes and the RiverFort Facility are summarised in Schedule 1.

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary shares it had on issue at the commencement of that period.

ASX Listing Rule 7.4 provides an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies a previous issue of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1), those securities will be deemed to have been made with shareholder approval for the purposes of ASX Listing Rule 7.1.

The Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain Shareholder approval under ASX Listing Rule 7.1.

Accordingly, Shareholder ratification is sought pursuant to ASX Listing Rule 7.4 for the issue of the Convertible Notes.

15.2 Technical information required by ASX Listing Rule 14.1A

If this Resolution is passed, the issue of the Convertible Notes will be excluded in calculating the Company's 15% placement capacity under ASX Listing Rule 7.1, thereby increasing the Company's capacity to issue additional equity securities without Shareholder approval for the 12-month period following the issue of the Convertible Notes.

If this Resolution is not passed, the issue of the Convertible Notes will be included in calculating the Company's 15% placement capacity under ASX Listing Rule 7.1, thereby reducing the Company's flexibility to issue additional equity securities without Shareholder approval for the 12-month period following the issue of the Convertible Notes.

15.3 Technical information required by ASX Listing Rule 7.5

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

a) 1,600,000 convertible notes were issued to RiverFort Global Opportunities PCC Ltd;
b) RiverFort Global Opportunities PCC Ltd is not a related party of the Company, a member of the Company's Key Management Personnel, a substantial holder of the Company, an adviser to the Company or an associate of any of those persons. The Company confirms that the recipient falls within a category of investors to whom securities may be issued under ASX Listing Rule 7.1 and is not a person to whom approval under ASX Listing Rule 10.11 was required;
c) the convertible notes were issued pursuant to the RiverFort Facility. The principal terms of the Convertible Notes are summarised in Schedule 1 and include:
    - a face value of A$1.00 per Convertible Note;
    - an 18-month term from the drawdown date;
    - monthly repayment instalments commencing six months after drawdown;
    - a fixed conversion price of A$0.100849 per Share in respect of the initial drawdown;
    - a first-ranking security interest over the Company's present and after-acquired property; and
    - an entitlement for RiverFort to receive options in connection with the drawdown, subject to any required Shareholder approvals;
d) the convertible notes were issued on 13 July 2026;
e) the convertible notes were issued for cash at an issue price of $1.00 per Convertible Note as part of the initial drawdown under the RiverFort Facility. The Company received gross proceeds of A$1.6 million before applicable discounts, fees and transaction costs;
f) the funds raised under the initial drawdown are being applied toward the Company's ongoing commercialisation activities, working capital requirements, expansion of sales and distribution activities, product portfolio development and general corporate purposes; and
g) no funds were raised from the issue of the Convertible Notes for any purpose other than those disclosed above.

15.4 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

15.5 Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 15 by or on behalf of:

a) RiverFort Global Opportunities PCC Ltd;
b) any other person who participated in the issue or is a counterparty to the agreement being approved; or
c) any Associates of those persons listed above.

However, the Company need not disregard a vote if:

i. it is cast by a person as proxy for a person who is entitled to vote on the Resolution, in accordance with the directions on the proxy form; or
ii. it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the Chair decides; or
iii. 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
- the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

RESOLUTION 16 – APPROVAL OF ADDITIONAL 10% PLACEMENT CAPACITY

16.1 General

ASX Listing Rule 7.1A enables eligible entities, subject to shareholder approval by Special Resolution, such as the Company to issue Equity Securities up to 10% of its issued share capital through placements over a 12-month period after the Annual General Meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1.

As at the date of this notice, the Company;

a) is not included in the S&P/ASX300 Index; and
b) has a market capitalisation equal to or less than the prescribed amount of $300 million.

The Company is seeking Shareholder approval by way of a Special Resolution to have the ability, if required, to issue Equity Securities under the 10% Placement Facility. The effect of this Resolution will be to allow the Directors to issue Equity Securities under ASX Listing Rule 7.1A during the 10% Placement Period (as described below) without using the Company's 15% placement capacity under ASX Listing Rule 7.1.

A Special Resolution requires a special majority, meaning 75% of the vote validly cast on Resolution 16 must be in favour of the Resolution.

If Shareholders approve this Resolution, the number of Equity Securities permitted to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (see below).

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

If Shareholders do not approve this Resolution, the Company will not have the capacity to issue additional Equity Securities under the 10% Placement Facility, nor will it issue any Equity Securities under the 10% Placement Facility. The Company will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in ASX Listing Rule 7.1.

16.2 Technical information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution:

a) **Period for which the 7.1A mandate is valid**
The 7.1A mandate will commence on the date of the Meeting and expire on the first to occur of the following:
   i. the date that is 12 months after the date of this Meeting;
   ii. the time and date of the Company's next annual general meeting; and
   iii. the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

b) **Minimum Price**
Any Equity Securities issued under Listing Rule 7.1A must be an existing quoted class of Equity Securities and be issued at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:
   i. the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or
   ii. if the Equity Securities are not issued within 10 trading days of the date in paragraph 10.2(b)(i), the date on which the Equity Securities are issued.

c) **Use of funds**
The purposes for which the funds raised by an issue of Equity Securities (for cash consideration only) under Listing Rule 7.1A.2 may be used by the Company include:
   i. consideration for the acquisition/s of new assets and investments, including the expenses associated with such acquisition/s; and
   ii. continued expenditure on the Company's current business and/or general working capital.

d) **Risk of Economic and Voting Dilution**
Any issue of Equity Securities under the Listing Rule 7.1A will dilute the interests of Shareholders who do not receive any Shares under the issue.

If this Resolution is approved by Shareholders and the Company issues the maximum number of Equity Securities available under Listing Rule 7.1A, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in ASX Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities on issue as at 20 August 2026.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issued price of Shares under ASX Listing Rule 7.1A.

Variable "A" ASX Listing Rule 7.1A.2		Dilution		
		$0.040 50% decrease in issue price	$0.080 issue price	$0.160 100% increase in issue price
Current Variable A 172,300,135 Shares	10% voting Dilution	17,230,013	17,230,013	17,230,013
	Funds raised	$689,201	$1,378,401	$2,756,802
50% increase in Variable A 258,450,202 Shares	10% voting Dilution	$25,845,019	25,845,019	25,845,019
	Funds raised	$1,033,801	$2,067,602	$4,135,203
100% increase in Variable A 344,600,270 Shares	10% voting Dilution	$34,460,026	34,460,026	34,460,026
	Funds raised	$1,378,401	$2,756,802	$5,513,604

The table above uses the following assumptions:

1. There are currently 172,300,135 Shares on issue.
2. The issue price set out above is the closing market price of the Shares on the ASX on 20 August 2026.
3. The company issues the maximum possible number of Equity Securities under ASX Listing Rule 7.1.
4. The issue of Equity Securities under ASX Listing Rule 7.1A consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities.
5. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
6. The table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1 unless otherwise disclosed.
7. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example at 10%.
8. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under ASX Listing Rule 7.1A, based on that Shareholder's holding at the date of the Meeting.

The risk of economic and voting dilution to existing ordinary security holders that may result from an issue of equity securities under ASX Listing Rule 7.1A.2 includes the risk that:

i. the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
ii. the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

e) **Allocation policy under ASX Listing Rule 7.1A**
The allocation policy which will apply will be determined at the relevant time but to the extent that it relates to a private placement capital raising, Equity Securities will be issued to sophisticated and professional investors who are identified by the Company with the assistance of the relevant lead manager (if any). It is not expected that any related party of the Company, member of Key Management Personnel, adviser to the Company or associate of the aforementioned will be issued more than 1% of the Company's issued capital at the time of the issue. Any issue to a related party of the Company will require shareholder approval under ASX Listing Rule 10.11.

f) **Previous approval under ASX Listing Rule 7.1A**
The Company has not previously obtained approval under ASX Listing Rule 7.1A.

16.3 Board Recommendation

The Board unanimously recommends that Shareholders vote in favour of this Resolution.

16.4 Voting Exclusion

As at the date of dispatching this notice, the Company is not proposing to issue Equity Securities under ASX Listing Rule 7.1A and has not identified or invited any person to participate in an issue of Equity Securities under ASX Listing Rule 7.1A. Therefore, no existing shareholders will be excluded from voting on this Resolution under ASX Listing Rule 7.3A.7.

DISCLOSURE

The Company considers this Explanatory Memorandum to contain all material information known to it that could reasonably be required by Shareholders in deciding how to vote on the proposed Resolutions other than information that would be unreasonable to require the Company to disclose because it has previously disclosed that information to Shareholders.

ReNerve

GLOSSARY

$ means Australian dollars.

AEDT means Australian Eastern Daylight Time as observed in Melbourne, Victoria.

AEST means Australian Eastern Standard Time as observed in Melbourne, Victoria.

Annual General Meeting or **Meeting** or **AGM** means the meeting convened by the Notice.

Annual Financial Report means the 2026 annual report of the Company containing the financial report for the period ended 30 June 2026, a copy of which was lodged by the Company by way of Appendix 4E with ASX on 28 August 2026.

Associate has the meaning given to it in the Corporations Act.

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

ASX Listing Rules or **Listing Rules** means the Listing Rules of ASX and any other rules of the ASX which are applicable while the Company is admitted to the official list of the ASX, as amended or replaced from time to time, except to the extent of any express written waiver by the ASX.

Auditor's Report means the auditor's report of William Buck Audit (Vic) Pty Ltd dated 28 August 2026 as included in the Annual Financial Report.

Automic means Automic Registry Services, being the share register for the Company.

Board means the current board of directors of the Company.

Business Day means a day on which trading takes place on the stock market of ASX.

Chair means the chair of the Meeting.

Closely Related Party of a member of Key Management Personnel means:

a) a spouse or child of the member;

b) a child of the member's spouse;

c) a dependent of the member or the member's spouse;

d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;

e) a company the member controls; or

f) a person prescribed by the Corporations Act 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means ReNerve Limited (ACN 614 848 216).

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth) as amended or replaced from time to time.

Director means a current director of the Company.

Directors' Report means the report of Directors as included in the Annual Financial Report.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

Explanatory Memorandum mean the explanatory memorandum accompanying this Notice.

Incentive Options means the Securities that may be granted by the Company pursuant to the terms of the Plan, being the subject of Resolutions 4 - 6.

Key Management Personnel or **KMP** means key management personnel (including the Directors) whose remuneration details are included in the Remuneration Report.

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

Option means an option to acquire a Share.

Ordinary Resolution means a resolution that can only be passed if at least 50% of the total votes cast by Shareholders entitled to vote on the resolution are voted in its favour at the meeting.

Performance Right means a performance right which, subject to its terms, could convert to a Share.

Plan means the Company's Performance Rights and Option Plan, being the subject of Resolutions 4, 5 and 6.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report as set out in the Annual Financial Report.

Relevant Interest has the meaning given to it in the Corporations Act.

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

Restricted Voter means a member of the Company's KMP and any Closely Related Parties of those members.

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

Shareholder means a registered holder of a Share.

Special Resolution means a resolution that can only be passed if at least 75% of the total votes cast by Shareholders entitled to vote on the resolution are voted in its favour at the meeting.

Spill Meeting means the meeting that will be convened within 90 days of the relevant AGM if 25% of votes are cast against the adoption of the Remuneration Report at two consecutive annual general meetings.

Spill Resolution means a resolution required to be put to Shareholders if 25% of votes are cast against the adoption of the Remuneration Report at two consecutive annual general meetings.

VWAP means the volume weighted average market (closing) price, with respects to the price of Shares.

Trading Day has the meaning given to that term in ASX Listing Rule 19.12.

Variable A means "A" as set out in the formula in ASX Listing Rule 7.1A.2.

ReNerve

SCHEDULE 1 – SUMMARY OF KEY TERMS OF THE RIVERFORT FUNDING FACILITY AND CONVERTIBLE NOTES

Term	Detail
Issuer	ReNerve Limited (ACN: 614 848 216)
Investor / Noteholder	RiverFort Global Opportunities PCC Ltd (RiverFort)
Facility	Up to A$5,000,000 available to the Company over a three-year availability period, subject to the terms of the facility agreement and satisfaction of applicable conditions.
Initial Drawdown	A$1,600,000 face value of Convertible Notes issued under the initial drawdown.
Net Proceeds of Initial Drawdown	Approximately A$1.361 million after deduction of the issue discount, drawdown fee and transaction costs.
Face Value	A$1.00 per Convertible Note.
Maturity	Each drawdown matures 18 months after the relevant drawdown date.
Repayment	Monthly repayment instalments commence six months after each drawdown date and continue over the remaining term of the relevant drawdown.
Conversion Rights	RiverFort may convert outstanding amounts into Shares in accordance with the terms of the facility agreement.
Initial Drawdown Conversion Price	Fixed conversion price of A$0.100849 per Share, representing a 30% premium to the 5-day VWAP immediately prior to the initial drawdown.
Maximum Dilution – Initial Drawdown	Based on the fixed conversion price, the initial drawdown may convert into a maximum of 16,054,394 Shares.
Missed Cash Instalments	If a monthly instalment is not paid in cash, RiverFort is entitled to convert the unpaid amount into Shares at 90% of the applicable 5-day VWAP immediately prior to conversion, subject to the terms of the facility.
Drawdown Fee	A fee equal to either 4% of each drawdown (payable in cash) or 5% of the drawdown amount (satisfied in Shares), at the Company's election.
Options	In connection with each drawdown, RiverFort is entitled to receive options equal to 20% of the drawdown amount. The options are exercisable at a price equal to a 10% premium to the applicable reference price and have a term of 36 months from the date of issue. Any options requiring Shareholder approval will only be issued following such approval being obtained.
Security	The Company's obligations under the facility are secured by a first-ranking security interest over all present and after-acquired property of the Company, including its entitlement to future R&D Tax Incentive proceeds.
Use of Proceeds	Funds raised under the facility are intended to support the Company's commercialisation strategy, working capital requirements, expansion of sales and distribution activities, product development and general corporate purposes.

ReNerve

Term	Detail
Future Drawdowns	Additional drawdowns may be made during the availability period, subject to the terms of the facility and compliance with the ASX Listing Rules, including any required Shareholder approvals.
R&D Tax Incentive Proceeds	Amounts received by the Company under the Australian Government R&D Tax Incentive program may be required to be applied towards repayment of amounts outstanding under the facility.
Default Interest	In the event of an uncured default, default interest may accrue at a rate of 3% per month on outstanding amounts.
Other Covenants	The facility contains customary representations, warranties, covenants and events of default, including restrictions on the Company incurring additional secured indebtedness, granting further security interests and undertaking certain financing transactions without RiverFort's consent.
Ranking of Shares Issued on Conversion	Shares issued upon conversion of the Convertible Notes will rank equally in all respects with existing fully paid ordinary shares in the Company from their date of issue.

ReNerve

ANNEXURE A – SUMMARY OF THE TERMS OF THE PERFORMANCE RIGHTS AND OPTION PLAN

Plan Feature	Summary
Purpose	The Plan is designed to attract, motivate, reward and retain directors, employees, contractors and other eligible participants, while aligning their interests with those of Shareholders and encouraging long-term value creation.
Eligible Participants	Eligible participants include executive and non-executive directors, employees, certain casual employees and contractors, prospective employees and other persons approved by the Board.
Awards Available	Participants may be granted Performance Rights and/or Options. Each Award generally entitles the holder to acquire one fully paid ordinary share in the Company, subject to the terms of the Plan and any applicable vesting conditions.
Board Discretion	The Board has broad discretion in determining who participates in the Plan and the number, type, terms, vesting conditions, exercise price and expiry date of Awards.
Issue Price	Performance Rights are granted for nil consideration. Options may be granted for nil or nominal consideration. Any exercise price applicable to an Option is determined by the Board.
Vesting Conditions	Awards may be subject to service-based, performance-based or other vesting conditions determined by the Board and specified in the relevant offer.
Exercise of Awards	Vested Awards may be exercised in accordance with the Plan and the applicable offer before the expiry date. Options may be exercised by payment of the exercise price or, where approved by the Board, through a cashless exercise mechanism.
Shares Issued on Exercise	Shares issued on exercise or vesting of Awards rank equally with existing fully paid ordinary shares and carry the same voting and dividend rights from the date of issue.
Restriction Periods	The Board may impose disposal restrictions on Shares issued under the Plan for a period of up to five years from the grant date of the relevant Award.
Transfer Restrictions	Awards are generally not transferable, assignable or otherwise capable of being dealt with except in limited circumstances, including with Board approval, by operation of law or in certain special circumstances.
Prohibition on Hedging	Participants must not enter into arrangements that hedge the economic exposure of unvested Awards. Breach of this restriction may result in the Award lapsing.
Good Leaver Provisions	Where a participant ceases employment or engagement as a Good Leaver, vested Awards generally remain exercisable and the Board may determine the treatment of unvested Awards.
Bad Leaver Provisions	Where a participant ceases employment or engagement as a Bad Leaver, vested Awards may remain exercisable for a limited period determined under the Plan and unvested Awards will generally lapse unless otherwise determined by the Board.
Change of Control	In the event of a change of control of the Company, the Board may waive or accelerate vesting conditions and may permit Awards to vest, be exercised or be exchanged for equivalent rights in an acquiring entity.
Lapse of Awards	Awards may lapse if vesting conditions are not satisfied, the Award expires, the participant ceases to be eligible, unauthorised dealing or hedging occurs, or in cases of misconduct, fraud or other circumstances specified in the Plan.
Plan Limit	Awards may be issued under the Plan only within the limits permitted by the Corporations Act, ASIC regulatory relief and the ASX Listing Rules. The Plan is intended to operate within the employee incentive scheme exceptions available under the ASX Listing Rules.

ReNerve

Plan Feature	Summary
Plan Amendments	Subject to applicable laws and the ASX Listing Rules, the Board may amend the Plan. Amendments which materially prejudice participants generally require the participant's consent, except in limited circumstances such as compliance with law or correction of an error.
Administration	The Plan is administered by the Board, which has discretion to determine all matters arising under the Plan, subject to its terms, the Corporations Act and the ASX Listing Rules.

ReNerve

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

ReNerve Limited | ABN 23 614 848 216

Your proxy voting instruction must be received by **2:00pm (AEST) on Saturday, 03 October 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone

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

BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

https://automicgroup.com.au

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of ReNerve Limited, to be held at **2:00pm (AEST) on Monday, 05 October 2026 at Cornwalls, Level 4, 380 Collins Street Melbourne** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

STEP 2 - Your voting direction

	Resolutions	For	Against	Abstain
1	Adoption of the Remuneration Report			
2	Election of Non-Executive Director - Ms Maja McGuire			
3	Election of Non-Executive Director - Dr Paul Savage			
4	Issue of Incentive Options to Ms Maja McGuire			
5	Issue of Incentive Options to Dr Paul Savage			
6	Issue of Incentive Options to Dr Julian Chick			
7	Ratification of Prior Issue of 150,000 Shares to Dr Bryan Loeffler			
8	Ratification of Prior Issue of 150,000 Shares to Dr Mihir Desai			
9	Ratification of Prior Issue of 150,000 Shares to Mr Sean McCarthy			
10	Ratification of Prior Issue of 150,000 Shares to Dr Michael Findlay's entity			
11	Ratification of Prior Issue of 210,237 Shares to Dr Anand Ramakrishnan			
12	Ratification of Prior Issue of 596,798 Shares to Dr Vipul Patel			
13	Ratification of Prior Issue of 315,355 Shares to Dr Brian Parrett			
14	Ratification of Prior Issue of 1,010,101 Shares issued to Spark Plus Pte Ltd			
15	Ratification of Prior Issue of 1,600,000 Convertible Notes to RiverFort Global Opportunities PCC Ltd			
16	Approval of Additional 10% Placement Capacity			

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)

/ /

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

AUTOMIC

RNV