

# IX BIOPHARMA LTD.

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 200405621W)

## Notice Of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of iX Biopharma Ltd. (the "**Company**") will be held at NUSS Kent Ridge Guild House, Inner Chamber, 9 Kent Ridge Drive, Singapore 119241 on Friday, 14 October 2022 at 10.00 a.m. for the purpose of transacting the following business:

### ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 30 June 2022 together with the Auditors' Report thereon. **(Resolution 1)**
2. To re-elect Mr. Patrick Donald Davies, as a Director of the Company, who is retiring by rotation in accordance with Regulation 85 of the Company's Constitution and Rule 720(4) of the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").  
(See Explanatory Note 1) **(Resolution 2)**
3. To note the retirement of Mr. Low Weng Keong as a Director of the Company, who is retiring pursuant to Regulation 85 of the Company's Constitution and Rule 720(4) of the Catalist Rules of the SGX-ST.  
(See Explanatory Note 2)
4. To re-elect Ms. Angeline Tham Xiwen as a Director of the Company, who ceases to hold office in accordance with Regulation 84 of the Company's Constitution and being eligible, offers herself for re-election.  
(See Explanatory Note 3) **(Resolution 3)**
5. To approve the payment of Directors' fees of up to S\$334,000 for the financial year ending 30 June 2023, to be paid quarterly in arrears (2022: S\$334,000).  
(See Explanatory Note 4) **(Resolution 4)**
6. To re-appoint Messrs PricewaterhouseCoopers LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**
7. To transact any other ordinary business which may properly be transacted at an annual general meeting.

### SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

8. Authority to allot and issue shares **(Resolution 6)**

That pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and Rule 806 of the Catalist Rules of the SGX-ST, authority be and is hereby given to the Directors of the Company to:

- (a) (i) allot and issue shares in the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

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- (b) notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:
- (1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 100% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
  - (2) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, at the time this Resolution is passed after adjusting for:
    - (a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities or share options or vesting of share awards outstanding and subsisting at the time this Resolution is passed; and
    - (b) any subsequent bonus issue, consolidation or subdivision of Shares;
  - (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by SGX-ST) and the Company's Constitution; and
  - (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (i) the conclusion of the next Annual General Meeting of the Company or (ii) the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

(See Explanatory Note 5)

9. Authority to allot and issue Shares under the iX Employee Share Option Scheme

**(Resolution 7)**

That pursuant to Section 161 of the Companies Act, and the provisions of the iX Employee Share Option Scheme (the "**Share Option Scheme**"), authority be and is hereby given to the Directors of the Company to allot and issue from time to time such number of Shares in the capital of the Company as may be required to be issued pursuant to the exercise of options granted under the Share Option Scheme, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the Share Option Scheme and the iX Performance Share Plan collectively shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time.

(See Explanatory Note 6)

10. Authority to allot and issue Shares under the iX Performance Share Plan

**(Resolution 8)**

That pursuant to Section 161 of the Companies Act, and the provisions of the iX Performance Share Plan (the "**Share Plan**"), authority be and is hereby given to the Directors of the Company to allot and issue from time to time such number of Shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Share Plan, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the Share Option Scheme and the Share Plan collectively shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time.

(See Explanatory Note 7)

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BY ORDER OF THE BOARD

Gwendolin Lee Soo Fern/Lai Kuan Loong, Victor  
Company Secretaries

22 September 2022  
Singapore

## Explanatory Notes:

1. Mr. Patrick Donald Davies, upon re-election as a Director of the Company, will remain as an Lead Independent Director of the Company, Chairperson of the Remuneration Committee and as a member of the Audit Committee, Nominating Committee and Risk Management Committee. Mr. Patrick Donald Davies is considered independent for the purposes of Rule 704(7) of the Catalist Rules.

In line with Provisions 2.1 and 4.4 of the Code of Corporate Governance 2018 ("**2018 CG Code**"), there are no relationships or business relationships which Mr. Patrick Donald Davies, his immediate family member, or an organisation in which Mr. Patrick Donald Davies or his immediate member is a substantial shareholder, partner (with 5% or more stake), executive officer or director of, has with the Company or any of its related corporations, and Mr. Patrick Donald Davies is not and has not been directly associated with a substantial shareholder of the Company, in the current and immediate past financial year.

Key information on Mr. Patrick Donald Davies as required pursuant to Rule 720(5) of the Catalist Rules can be found under "Additional Information on Directors Seeking Re-election at 2022 Annual General Meeting" of the Company's Annual Report 2022.

2. Mr. Low Weng Keong will not be seeking re-election and will retire as a Director of the Company on 14 October 2022, following the conclusion of the Annual General Meeting.
3. Ms. Angeline Tham Xiwen, upon re-election as a Director of the Company, will remain as an Independent Director of the Company, Chairperson of the Nominating Committee and as a member of the Audit Committee and Remuneration Committee. Ms. Angeline Tham Xiwen is considered independent for the purposes of Rule 704(7) of the Catalist Rules.

In line with Provisions 2.1 and 4.4 of the 2018 CG Code, there are no relationships or business relationships which Ms. Angeline Tham Xiwen, her immediate family member, or an organisation in which Ms. Angeline Tham Xiwen or her immediate member is a substantial shareholder, partner (with 5% or more stake), executive officer or director of, has with the Company or any of its related corporations, and Ms. Angeline Tham Xiwen is not and has not been directly associated with a substantial shareholder of the Company, in the current and immediate past financial year.

Key information on Ms. Angeline Tham Xiwen as required pursuant to Rule 720(5) of the Catalist Rules can be found under "Additional Information on Directors Seeking Re-election at 2022 Annual General Meeting" of the Company's Annual Report 2022.

4. Ordinary Resolution 4, if passed, will authorise the Company to effect payment of Directors' fees to the Non-Executive Directors (including fees payable to members of the various committees of the Board) for the financial year ending 30 June 2023, such payments to be made quarterly in arrears at the end of each calendar quarter. This Resolution will facilitate the payment by the Company of the Directors' fees during the financial year in which they are incurred.
5. Ordinary Resolution 6, if passed, will empower the Directors of the Company, from the date of this Annual General Meeting until the date of the next Annual General Meeting, or the date by which the next Annual General Meeting is required by law to be held or the date such authority is revoked by the Company in a general meeting, whichever is the earliest, to allot and issue Shares and convertible securities in the Company. The aggregate number of Shares (including any Shares issued pursuant to the convertible securities) which the Directors may allot and issue under this Resolution will not exceed 100% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings), of which up to 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company may be issued other than on a pro-rata basis to existing shareholders.

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6. Ordinary Resolution 7, if passed, will empower the Directors of the Company, from the date of this Annual General Meeting until the date of the next Annual General Meeting, or the date by which the next Annual General Meeting is required by law to be held, whichever is the earlier, to allot and issue Shares in the Company, collectively of up to a number not exceeding in total 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time pursuant to the exercise of Options under the Share Option Scheme and the Share Plan.
7. Ordinary Resolution 8, if passed, will authorise and empower the Directors of the Company, from the date of this Annual General Meeting until the date of the next Annual General Meeting, or the date by which the next Annual General Meeting is required by law to be held, whichever is the earlier, to allot and issue Shares in the Company, collectively of up to a number not exceeding in total 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time pursuant to the grant of share awards under the Share Plan and the Share Option Scheme.

## Other Notes:

- (i) In line with the advisory by Singapore Exchange Regulation and with the return to normalcy of the COVID-19 situation, the Company will be facilitating live engagement and live voting at its forthcoming Annual General Meeting ("**AGM**").
- (ii) Pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, printed copies of this Notice of AGM and the Proxy Form will **NOT** be sent to members of the Company. Instead, this Notice and the Proxy Form will be sent to members by electronic means via publication on SGXNET at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.ixbiopharma.com/newsroom>.
- (iii) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
- (iv) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies. A proxy need not to be a member of the Company.  
  
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
- (v) The instrument appointing a proxy or proxies must be under the hand of the appointor or by his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
- (vi) The instrument appointing a proxy or proxies must be submitted either (a) by post and deposited at the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #11-02, Singapore 068898; (b) electronically, via email to the company at [agm@ixbiopharma.com](mailto:agm@ixbiopharma.com), not less than seventy-two (72) hours before the time appointed for the AGM.
- (vii) An investor who buys shares using CPF monies ("**CPF Investor**") and/or SRS monies ("**SRS Investor**") (as may be applicable) may attend and cast his/her vote(s) at the AGM in person. CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.  
  
CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective agent banks or SRS operators to submit their votes by 5 p.m. on 4 October 2022.
- (viii) All questions must be submitted no later than 5 p.m. on 30 September 2022 via any of the following means:
  - (a) by email to [agm@ixbiopharma.com](mailto:agm@ixbiopharma.com); or
  - (b) in hard copy by sending personally or by post to the Company's principal place of business at 1 Kim Seng Promenade, #14-01, Great World City East Lobby, Singapore 237994.

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Members submitting questions are required to provide their particulars as follows:

- (a) Full name (for individuals)/company name (for corporates) as per CDP/SRS account records;
  - (b) National Registration Identity Card Number or Passport Number (for individuals)/Company Registration Number (for corporates);
  - (c) Number of shares in the capital of the Company held;
  - (d) Contact Number; and
  - (e) Email Address.
- (ix) Members are strongly encouraged to submit questions and Proxy Forms electronically via email.
- (x) The Management and Board of Directors of the Company will endeavour to address all substantial and relevant questions received from members by 10 am on 8 October 2022, or at, the AGM. The responses to those questions shall be published on SGXNET at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.ixbiopharma.com/newsroom>.

## **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines.