



**IX BIOPHARMA LTD.**

(Incorporated in the Republic of Singapore on 8 May 2004)  
(Company Registration No. 200405621W)

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (“**AGM**”) of iX Biopharma Ltd. (the “**Company**”) will be held at 2 Science Park Drive, Ascent Main Lobby, The Metro, Singapore 118222 on Thursday, 17 October 2024 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 2024 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”). **(Resolution 2)**  
  
(See Explanatory Note 1)
3. To note the retirement of Ms. Angeline Tham Xiwen, who is retiring pursuant to Regulation 85 of the Company’s Constitution, and will not be seeking re-election as a Director of the Company.  
  
(See Explanatory Note 2)
4. To approve the payment of Directors’ fees of up to S\$334,000/- for the financial year ending 30 June 2025, to be paid quarterly in arrears (2024: S\$334,000/-). **(Resolution 3)**  
  
(See Explanatory Note 3)
5. To re-appoint Messrs PricewaterhouseCoopers LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 4)**
6. 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:

7. Authority to allot and issue shares **(Resolution 5)**  
  
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
  - (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 (b)(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 (b)(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 (b)(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 4)

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

**(Resolution 6)**

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 5)

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

**(Resolution 7)**

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 6)

BY ORDER OF THE BOARD

Gwendolin Lee Soo Fern/Lai Kuan Loong, Victor  
Company Secretaries  
1 October 2024

## Explanatory Notes to Resolutions:

1. Mr. Patrick Donald Davies, upon re-election as a Director of the Company, will remain as a Lead Independent Director of the Company, Chairperson of the Remuneration Committee (“RC”) and as a member of the Audit Committee (“AC”) and Nominating Committee (“NC”). Mr. Patrick Donald Davies is considered independent for the purposes of Rule 704(7) of the Catalist Rules.
  - (i) In line with Provisions 2.1 and 4.4 of the Code of Corporate Governance 2018, 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.
  - (ii) 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 Director Seeking Re-election at 2024 Annual General Meeting” of the Company’s Annual Report 2024.
2. Ms. Angeline Tham Xiwen will not be seeking re-election and will retire as a Director of the Company on 17 October 2024, following the conclusion of the Annual General Meeting (“AGM”). Ms. Tham will, upon retirement, cease to be the Chairperson of the NC, and a member of the AC and the Risk Management Committee (“RMC”).
3. Ordinary Resolution 3, 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 2025, 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.
4. Ordinary Resolution 5, if passed, will empower the Directors of the Company, from the date of this AGM until the date of the next AGM, or the date by which the next AGM 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.
5. Ordinary Resolution 6, if passed, will empower the Directors of the Company, from the date of this AGM 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.
6. Ordinary Resolution 7, if passed, will authorise and empower the Directors of the Company, from the date of this AGM 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 Important Notes:

- (i) The AGM of the Company will be held at 2 Science Park Drive, Ascent Main Lobby, The Metro, Singapore 118222 on Thursday, 17 October 2024 at 10.00 a.m. Members are to note that the AGM will be a physical meeting conducted and held in person and that there will not be any virtual participation.
- (ii) The Company’s Annual Report 2024 for the financial year ended 30 June 2024, Sustainability Report, Notice of AGM and the accompanying proxy form (“Proxy Form”) will be published on the Company’s website at <https://www.ixbiopharma.com/newsroom/> or the SGX website at <https://www.sgx.com/securities/company-announcements>. Printed copies of this Notice of AGM and the accompanying Proxy Form will be sent to members by post.

Printed copies of the Annual Report 2024 will not be sent to members. A member may request for a printed copy of the Annual Report 2024 at the Company’s principal place of business during office hours (Monday - Friday, 9.00 a.m - 5.30 p.m.), at 1 Kim Seng Promenade #14-01 Great World City East Lobby Singapore 237994 no later than 5.30 p.m. on 10 October 2024.
- (iii) Members (whether corporate or individual) may vote in person at the AGM or appoint a proxy, including the Chairman of the AGM, to attend, speak and vote on his/her/its behalf at the AGM. Where no specific voting direction is given to the proxy/proxies, the proxy/proxies will vote or abstain from voting at his/her/their discretion, on any matter arising at the AGM and at any adjournment thereof. Only members of the Company or their appointed proxy(ies) whose identities have been duly verified will be entitled to attend the AGM.
- (iv) A member who is not a Relevant Intermediary is entitled to appoint up to 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 Proxy Form. If no such proportion or number is specified, the

first named proxy shall be deemed to represent 100% of his/her shareholding and the second named proxy shall be deemed to be an alternative to the first named.

“Relevant Intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967 (the “Companies Act”).

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 Proxy Form. A proxy need not to be a member of the Company.

- (v) The Proxy Form must be under the hand of the appointor or by his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed as a deed in accordance with the Companies Act or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the directors. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged at the Company’s Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01 Republic Plaza Tower I, Singapore 048619.
- (vi) The Proxy Form must be submitted to the Company in the following manner:
  - (a) if submitted personally or by post, be lodged with the Company’s Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza Tower I, Singapore 048619; or
  - (b) if submitted electronically, be submitted via email to the Company at [agm@ixbiopharma.com](mailto:agm@ixbiopharma.com),and in each case, must be lodged and received (as the case may be) not less than seventy-two (72) hours before the time appointed for the AGM (i.e. by 10.00 a.m. on 14 October 2024).
- (vii) An investor who buys shares using CPF monies and/or SRS monies (“CPF and 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 (CPF agent banks or SRS operators) to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.
- (viii) CPF and SRS Investors who wish to exercise their voting rights at the AGM should approach the CPF Agent bank or SRS operators (as the case may be) to submit their votes at least seven (7) working days before the AGM (i.e. by 5.00 p.m. on 7 October 2024) in order to allow sufficient time for their respective relevant intermediaries to submit the Proxy Form to vote on their behalf by the cut-off date. CPF Investors and SRS Investors should not directly appoint the Chairman as proxy to direct the vote.
- (ix) All questions from members may be submitted in advance of the AGM, by no later than 10.00 a.m. on 8 October 2024 (i.e. seven (7) calendar days from the publication of the Notice of AGM), either (a) in hard copy by sending personally or by post at the Company’s principal place of business at 1 Kim Seng Promenade, #14-01, Great World City East Lobby, Singapore 237994; (b) or electronically, via email to the Company at [agm@ixbiopharma.com](mailto:agm@ixbiopharma.com).
- (x) Members submitting questions are required to provide their particulars as follows:
  - (a) Full name (for individuals) or 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 held in the capital of the Company;
  - (d) Contact Number; and
  - (e) Email Address.

(xi) Members are strongly encouraged to submit questions and Proxy Forms electronically, via email.

(xii) The Management and Board of Directors of the Company will endeavour to address all substantial and relevant questions received from members by 10.00 a.m. on 12 October 2024 (i.e. 48 hours prior to the closing date and time for the lodgement of the proxy forms). The Company’s responses to questions raised by members shall be published on the Company’s website at <https://www.ixbiopharma.com/newsroom/> or the SGX website at <https://www.sgx.com/securities/company-announcements>.

#### **Personal Data Privacy:**

By submitting a Proxy Form 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.

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