



12 May 2020

Dear Shareholder,

NOTICE OF ANNUAL GENERAL MEETING

The Company advises that the 2020 Annual General Meeting of the Company will be held at 1:30pm AEST on Tuesday, 16 June 2020.

In light of the status of the evolving COVID-19 situation and Government restrictions on public gatherings in place at the date of this letter, the Directors have made a decision that Shareholders will not be able to physically attend the Meeting in person.

Instead, the Company invites shareholders to attend and participate in a virtual Meeting through an online meeting platform powered by 'Lumi' (**Virtual Meeting**), where Shareholders will be able to watch, listen, submit written questions and vote online.

All Shareholders will be able to participate in the Meeting by:

- (a) attending and voting their Shares at the Virtual Meeting to be held on 16 June 2020 at 1:30pm (AEST), per the details below;
- (b) voting their Shares prior to the Meeting by lodging the proxy form attached to the Notice by no later than 1:30pm (AEST) on 14 June 2020; and/or
- (c) lodging questions in advance of the Meeting by emailing the questions to Erlyn Dale, Joint Company Secretary at erlyn@azc.com.au, by no later than 9 June 2020.

Further information on how to access the Virtual Meeting is outlined below.

BUSINESS OF THE MEETING

Important information regarding the matters to be considered at the Annual General Meeting is set out in the **Notice of Meeting and Explanatory Statement**.

A copy of the Notice of Meeting and Explanatory Statement is available for download at: <https://www.cresopharma.com/annual-general-meeting-16-june-2020-1>

Pursuant to relief under Part 2 of The Corporations (Coronavirus Economic Response) Determination (No 1) 2020, the Company will not post hard copies of the Notice of Meeting to Shareholders unless specifically requested to do so. Should you wish to



receive a hard copy of the Notice of Meeting, please contact the Joint Company Secretary on +61 893 893 180 or erlyn@azc.com.au.

As outlined in the Notice of Meeting and Explanatory Statement, the business to be considered at the Annual General Meeting is as follows:

- Resolution 1: Adoption of Remuneration Report
- Resolution 2: Re-election of Director - Dr James Ellingford
- Resolution 3: Approval of 7.1A Mandate
- Resolution 4: Ratification of Prior Issue of Initial Collateral Shares to Lind under the Lind Convertible Securities Agreement
- Resolution 5: Approval to Issue Subsequent Collateral Shares to Lind under the Lind Convertible Securities Agreement
- Resolution 6: Approval to Issue Additional Collateral Shares to Lind under the Lind Convertible Securities Agreement
- Resolution 7: Approval to Issue Convertible Securities to Lind under the Lind Convertible Securities Agreement
- Resolution 8: Ratification of Prior Issue of Additional Collateral Shares to the Nominee of L1 Capital under the New L1 Convertible Securities Agreement
- Resolution 9: Approval to Issue Additional Tranche 1 Collateral Shares to L1 Capital under the Original Convertible Securities Agreement
- Resolution 10: Approval to Issue Additional Tranche 1 Collateral Shares to Chifley under the Original Convertible Securities Agreement
- Resolution 11: Approval to Issue Additional Tranche 1 Collateral Shares to Suburban Holdings under the Original Convertible Securities Agreement
- Resolution 12: Appointment of Auditor at AGM to fill Vacancy
- Resolution 13: Non-Executive Directors' Remuneration
- Resolution 14: Approval to Issue Settlement Shares



The Notice of Annual General Meeting provides important information which the Directors believe to be material to Shareholders in deciding whether or not to pass the above resolutions, and accordingly, the Company encourages all Shareholders to consider this information carefully before casting their vote.

VIRTUAL MEETING ACCESS DETAILS

To access the Virtual Meeting:

1. Open your internet browser and go to **web.lumiagm.com/334572025**. Alternatively, the Lumi AGM app can be downloaded for free from Apple or Google Play stores.
2. Enter the Meeting ID: **334-572-025**
3. Enter your **SRN** or **HIN**, and your registered **postcode or country code** when prompted.

Further information and support on how to use the Virtual Meeting platform is available on the Company's website. Shareholders may access the Virtual Meeting from 12:30pm AEST on 16 June 2020.

The Directors **strongly encourage all Shareholders to either attend the online virtual meeting or lodge a directed proxy form prior to the Meeting.**

This announcement is authorised for market release by Erlyn Dale, Joint Company Secretary. For further information, please contact +61 893 893 180 or erlyn@azc.com.au.

Sincerely,

Erlyn Dale
Joint Company Secretary
Creso Pharma Limited

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