



KAZIA THERAPEUTICS LIMITED

ACN 063 259 754

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Postponed **Annual General Meeting** of Kazia Therapeutics will be held at:

TIME: 10.00am (AEDT)

DATE: Thursday, 22nd May 2025 (AEST)

PLACE: Online via:
<https://us02web.zoom.us/j/87897788452> to view and hear the meeting and ask questions through the chat function and
<https://meetnow.global/M6RPU4R> to vote at the meeting.

2024 Annual Report

A copy of Kazia Therapeutics' Annual Report, including the financial report, directors' report and auditors report for the year ended 30 June 2024 is available on the Company's website at

<https://www.kaziatherapeutics.com/site/for-investors/annual-reports>.

KAZIA THERAPEUTICS LIMITED

ACN 063 259 754

NOTICE OF ANNUAL GENERAL MEETING

Thursday, 22nd May 2025 at 10.00am (AEST)

Notice is hereby given that the Annual General Meeting of Shareholders (**AGM**) of Kazia Therapeutics Limited (**Company** or **Kazia**) will be held on **Thursday, 22nd May 2025 at 10.00am** (AEST) online via <https://us02web.zoom.us/j/87897788452> to view and hear the meeting and ask questions through the chat function; and <https://meetnow.global/M6RPU4R> to vote at the meeting.

The Explanatory Statement that accompanies and forms part of this Notice of Meeting describes in more detail the matters to be considered at the AGM. Please ensure you read the Explanatory Statement in full.

AGENDA

1. ANNUAL REPORT

To receive and consider the Annual Report of the Company and its controlled entities for the year ended 30 June 2024 which includes the Financial Report and the Directors' and Auditor's Reports.

2. RESOLUTION 1 – ELECTION OF MR. ROBERT APPLE

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

"That Mr. Robert Apple, who retires in accordance with Clause 20.6 of the Company's Constitution, being eligible, be elected as a director of the Company."

The Board, with Mr. Apple abstaining, recommends the Shareholders vote **in favour** of this resolution.

VOTING AND PARTICIPATION

Your vote is important

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

Determination of entitlement to attend and vote

The Company has determined under regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that for the purpose of voting at the Annual General Meeting or adjourned meeting, securities are taken to be held by those persons recorded in the Company's register of Shareholders as at 7:00pm (Sydney time) on 20 May 2025.

HOW TO VOTE

Shareholders can vote on the resolutions by:

- Submitting their vote before the meeting either online or using the proxy form; or
- At the meeting.

Shareholders are encouraged to lodge their vote prior to the meeting by visiting www.investorvote.com.au and following the instructions **no later than 48 hours before the commencement of the meeting**.

You may also lodge completed Proxy Forms by mail to:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001

or by facsimile to:

1800 783 447 within Australia
+61 3 9473 2555 outside Australia.

Joint holders

When joint holders are named in the register of members, only one joint holder may vote. If more than one of the joint holders is present at the meeting, only the person whose name appears first in the register of members will be entitled to vote. If more than one holder votes at the meeting, only the vote of the first named of the joint holders in the register of members will be counted.

Proxies

All Shareholders who are entitled to participate in and vote at the AGM have the right to appoint a proxy to participate in the AGM and vote in their place. A proxy need not be a Shareholder and can be an individual or a body corporate.

You can direct your proxy how to vote (i.e. to vote 'for' or 'against', or to 'abstain' from voting on, each resolution) by following the instructions either online or on the hard copy voting form. A proxy may decide whether to vote on an item of business, except where the proxy is required by law or the constitution to vote, or abstain from voting, in his or her capacity as proxy. If a proxy is directed how to vote on an item of business, the proxy may only vote on the item as directed. If a proxy is not directed how to vote on an item of business, the proxy may vote as he or she thinks fit.

For your proxy appointment to be effective, it must be received by Computershare not less than 48 hours before the time for holding the AGM (that is by 10.00am (AEDT) on Tuesday, 20th May 2025).

The Chair intends to vote all available (including undirected) proxies in favour of the resolution.

If you are entitled to cast two or more votes, you may appoint two proxies and you may specify the proportion or number of votes that each proxy is appointed to exercise. If your appointment does not specify the proportion or number of your voting rights, each proxy may exercise half your votes (disregarding fractions).

The appointment of one or more duly appointed proxies will not preclude a Shareholder from attending the meeting and voting personally. If the Shareholder votes on a resolution, the proxy must not vote as the Shareholder's proxy on that resolution.

QUESTIONS AND COMMENTS FROM SHAREHOLDERS

Kazia Therapeutics welcomes questions from Shareholders and proxyholders in the lead up to and during the AGM. In the interests of all participants, please confine your questions to matters being considered at the AGM that are relevant to Shareholders as a whole. It may not be possible to respond to all questions during the AGM and a number of similar questions may be grouped together and answered by the Chairman or management.

Before the meeting

Shareholders may submit written questions to the Company in advance of the AGM by email to the Company Secretary at elissa.hansen@cosecservices.com.au or by post to the Company's share registry (see address details above).

During the meeting

All Shareholders will have a reasonable opportunity to ask questions during the AGM.

Dated: 27 February 2025

By order of the Board

**Elissa Hansen
Company Secretary**

ANNUAL GENERAL MEETING EXPLANATORY STATEMENT

This Annual General Meeting (AGM) Explanatory Statement has been prepared for the information of Shareholders in connection with the business to be conducted at the AGM.

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the General Meeting resolutions.

1. ANNUAL REPORT

1.1 General

The first agenda item is to receive the Annual Report of the Company for the year ended 30 June 2024.

1.2 Corporations Act

Section 317 of the *Corporations Act 2001 (Cth)* requires the directors to lay before the Annual General Meeting the Financial Report, the Directors' Report and the Auditor's Report for the last financial year that ended 30 June 2024.

The Annual Report is available on the Company's website and a printed copy has been sent to those shareholders who requested it.

In accordance with sections 250S of the Corporations Act, Shareholders present at the Annual General Meeting will be provided with a reasonable opportunity to ask questions or make comment to the Directors present on the management of the Company.

No formal resolution to adopt the Annual Report will be put to the Shareholders at the Annual General Meeting.

Shareholders who are unable to attend the Annual General Meeting are able to submit written questions to the Chairman about:

- (a) The preparation and the content of the 2024 Auditor's Report;
- (b) The conduct of the 2024 audit;
- (c) Accounting policies adopted by the Company in relation to the preparation of the 2024 financial statements; and
- (d) The independence of the Auditor in relation to the conduct of the 2024 audit.

The questions will need to be submitted no later than five (5) business days before the Annual General Meeting to the Company Secretary at the Company's Registered Office or via email to elissa.hansen@cosecservices.com.au.

2. RESOLUTION 1 - ELECTION OF DIRECTOR

2.1 General

Clause 20.6 of Kazia's Constitution provides that, amongst other things, a Director appointed as a casual vacancy (under clause 20.5 of the Constitution) must retire from office at, and will be eligible for re-election at, the next annual general meeting following that Director's appointment.

The Board appointed Mr. Robert Apple as a Non-Executive Director of Kazia on 18 January 2024 to fill a casual vacancy. Accordingly, Mr. Apple retires at the conclusion of this Annual General Meeting and, being eligible stands for re-election at this meeting.

2.2 Robert Apple

Mr. Robert Apple has more than 25 years of senior leadership experience in the pharmaceutical industry, including 16 years with Antares Pharma, Inc. as Senior Vice President, Chief Financial Officer and Corporate Secretary, before going on to become President and Chief Executive Officer from 2016 until its acquisition by Halozyme Therapeutics in 2022. Mr. Apple also served on the Board of Directors at Antares from 2016 until May 2022. He previously served on the Board of Directors of InKine Pharmaceutical, PaxMedica Inc., and Kerathin Inc.

Prior to joining Antares, Mr. Apple served as Chief Operating and Financial Officer at InKine Pharmaceutical. He also held prior roles at Genaera Corporation, Liberty Technologies, and Arthur Andersen & Company.

Mr. Apple holds a B.A. degree in accounting from Temple University, Philadelphia.

GLOSSARY

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

Annual General Meeting Explanatory Statement means the explanatory statement accompanying the Notice of Annual General Meeting.

Annual General Meeting Proxy Form means the proxy form accompanying the Notice of Annual General Meeting.

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

Annual Report means the Company's annual report for the 12-month period ended 30 June 2024.

AEST means Australian Eastern Standard Time (10 hours ahead of Coordinated Universal Time (UTC))

Board means the current board of directors of the Company.

Chair means the chair of the Meeting.

Company means Kazia Therapeutics Limited (ACN 063 259 754).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Director's Report means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Explanatory Statement means the Explanatory Statement accompanying the Notice of Meeting.

Kazia means Kazia Therapeutics Limited (ACN 063 259 754).

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

Resolution means a resolution set out in the Notice of Annual General Meeting.

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

Share Registry means Computershare Investor Services Pty Limited.

Shareholder means a registered holder of a Share.