



KAZIA THERAPEUTICS LIMITED

ACN 063 259 754

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the **Annual General Meeting** will be held at:

TIME: 9.00am (AEDT)

DATE: Thursday, 26th March 2026

PLACE: Online at: <https://kaziatherapeutics.verovoting.com.au>

2025 Financial Statements

A copy of Kazia Therapeutics' Financial Statements, including the financial report, directors' report and auditors report for the year ended 30 June 2025 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, 26th March 2026 at 9.00am (AEDT)

Notice is hereby given that the Annual General Meeting of Shareholders (**AGM**) of Kazia Therapeutics Limited (**Company** or **Kazia**) will be held on **Thursday, 26th March 2026 at 9.00am** (AEDT) online at **<https://kaziatherapeutics.verovoting.com.au>**.

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 2025 which includes the Financial Report and the Directors' and Auditor's Reports.

2. RESOLUTION 1 – RE-ELECTION OF MR. STEVEN COFFEY

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

"That Mr. Steven Coffey, who retires in accordance with Clause 21.1 of the Company's Constitution, being eligible, be elected as a director of the Company."

The Board, with Mr. Coffey 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 24th March 2026.

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 9.00am (AEDT) on 24th March 2026).

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: 24 February 2026

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 2025.

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 2025.

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 2025 Auditor's Report;
- (b) The conduct of the 2025 audit;
- (c) Accounting policies adopted by the Company in relation to the preparation of the 2025 financial statements; and
- (d) The independence of the Auditor in relation to the conduct of the 2025 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 – RE-ELECTION OF DIRECTOR

2.1 General

Clause 21.1 of Kazia's Constitution provides that a Director must not hold office without re-election following the third annual general meeting after that Director's last appointment or re-election or for more than three years, whichever is the longer. A Director who retires from office under the Constitution will be eligible for re-election to the Board at the meeting at which that Director retires from office.

Mr. Steven Coffey was last re-elected to the Board at the 2022 Annual General Meeting of Kazia. Accordingly, Mr. Coffey retires at the conclusion of this Annual General Meeting and, being eligible, stands for re-election.

2.2 Mr. Steven Coffey

Mr. Steven Coffey is a Chartered Accountant, having spent his career in public practice since graduating from NSW University in 1983. He has been a partner in the chartered accounting firm Watkins Coffey Martin since 1993.

Mr. Coffey is a registered company auditor and audits a number of large private companies as well as a number of not-for-profit entities. He has previously served on the board of an Australian listed public company and is currently a board member of two private ancillary funds (PAFs).

Mr. Coffey was appointed as a non-executive director to the Company in November 2012 and is considered to be an independent director. He is Chair of the Audit and Governance Committee and a member of the Remuneration and Nomination Committee.

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 2025.

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.