

**ASX Release**  
**ASX Code: MEM**

**20 November 2025**

## **2025 AGM RESULTS**

ASX Market Announcements  
Level 50, South Tower, Rialto  
525 Collins Street  
Melbourne VIC 3000

Dear Madam/Sir,

### **RESULTS OF ANNUAL GENERAL MEETING**

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution as set out in the attached proxy summary.

Yours faithfully

**MEMPHASYS LIMITED**



**STEFAN ROSS**

**Company Secretary**

**Memphasys Limited**  
**Annual General Meeting**  
**Thursday, 20 November 2025**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies				Number of votes cast on the poll			Resolution Result	If s250U applies
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried	
1. Adoption Of Remuneration Report	Ordinary	256,506,752 92.30%	8,215,433 2.96%	13,162,417 4.74%	6,746,667	483,465,361 98.33%	8,215,433 1.67%	7,480,001	Carried	NO
2. Election Of Lindley Edwards	Ordinary	281,298,877 63.81%	8,107,777 1.84%	151,422,230 34.35%	6,996,667	522,942,679 68.01%	246,025,657 31.99%	6,996,667	Carried	NA
3. Election Of Marjan Mikel	Ordinary	281,298,877 62.85%	8,107,777 1.81%	158,168,897 35.34%	250,000	529,689,346 68.28%	246,025,657 31.72%	250,000	Carried	NA
4. Election Of Mathew Watkins	Ordinary	281,298,877 63.84%	7,877,777 1.79%	151,422,230 34.37%	7,226,667	522,942,679 68.03%	245,795,657 31.97%	7,226,667	Carried	NA
5. Approval Of 7.1A Mandate (Special Resolution)	Special	28,397,931 6.44%	260,858,723 59.20%	151,422,230 34.36%	7,146,667	282,266,458 36.72%	486,383,423 63.28%	7,315,122	Not Carried	NA
6. Ratification Of Prior Issue Of Shares To Placement Participants Under Tranche 1	Ordinary	84,737,209 35.35%	7,727,777 3.22%	147,290,604 61.43%	250,000	367,224,110 97.94%	7,727,777 2.06%	418,455	Carried	NA
7. Ratification Of Agreement To Issue Shares To Placement Participant Under Tranche 2	Ordinary	187,917,765 53.12%	7,727,777 2.18%	158,168,897 44.70%	250,000	674,057,659 98.87%	7,727,777 1.13%	418,455	Carried	NA
8. Approval To Issue Free Attaching Options To Placement Participants	Ordinary	84,507,209 35.25%	7,957,777 3.32%	147,290,604 61.43%	250,000	366,993,407 97.88%	7,958,480 2.12%	418,455	Carried	NA
9. Approval For Director Participation In Placement - Marjan Mikel	Ordinary	272,276,752 62.11%	8,195,433 1.87%	157,931,241 36.02%	250,000	758,178,287 98.93%	8,196,136 1.07%	418,455	Carried	NA
10. Ratification Of Prior Issue Of Shares To Lynx	Ordinary	281,448,877 63.84%	7,957,777 1.81%	151,422,230 34.35%	6,996,667	746,195,877 98.94%	7,957,777 1.06%	7,165,122	Carried	NA
11. Approval To Issue Free Attaching Options To Lynx	Ordinary	281,448,877 63.84%	7,957,777 1.81%	151,422,230 34.35%	6,996,667	746,195,174 98.94%	7,958,480 1.06%	7,165,122	Carried	NA
12. Approval To Issue Securities To Lynx	Ordinary	281,448,877 63.84%	7,957,777 1.81%	151,422,230 34.35%	6,996,667	746,195,877 98.94%	7,957,777 1.06%	7,165,122	Carried	NA
13. Approval To Issue Options To Lynx	Ordinary	281,448,877 63.84%	7,957,777 1.81%	151,422,230 34.35%	6,996,667	746,195,174 98.94%	7,958,480 1.06%	7,165,122	Carried	NA
14. Approval To Issue Shares In Consideration For Services - Chapter One	Ordinary	281,448,877 62.88%	7,957,777 1.78%	158,168,897 35.34%	250,000	529,839,346 68.30%	245,875,657 31.70%	250,000	Carried	NA
15. Approval To Issue Shares In Consideration For Services - Accosec	Ordinary	17,354,139 3.88%	272,052,515 60.78%	158,168,897 35.34%	250,000	278,137,788 35.86%	497,577,215 64.14%	250,000	Not Carried	NA
16. Approval To Issue Shares In Consideration For Services - Allen Legal	Ordinary	272,276,752 60.83%	17,129,902 3.83%	158,168,897 35.34%	250,000	758,985,101 97.79%	17,129,902 2.21%	250,000	Carried	NA
17. Approval To Issue Shares In Lieu Of Director Fees - Lindley Edwards	Ordinary	281,298,877 62.85%	8,345,433 1.86%	157,931,241 35.29%	250,000	767,369,570 98.92%	8,345,433 1.08%	250,000	Carried	NA
18. Approval To Issue Shares In Lieu Of Director Fees - Paul Wright	Ordinary	26,526,264 5.93%	263,118,046 58.78%	157,931,241 35.29%	250,000	287,072,257 37.01%	488,642,746 62.99%	250,000	Not Carried	NA
19. Approval To Issue Shares In Lieu Of Director Fees - Michael Atkins	Ordinary	265,298,877 61.48%	8,345,433 1.93%	157,931,241 36.59%	16,250,000	513,451,690 67.58%	246,263,313 32.42%	16,250,000	Carried	NA
20. Approval To Issue Options To Lindley Edwards	Ordinary	26,181,629 5.94%	263,462,681 59.77%	151,184,574 34.30%	6,996,667	42,062,372 6.68%	588,047,931 93.32%	145,854,700	Not Carried	NA
21. Approval To Issue Options To Marjan Mikel	Ordinary	271,932,117 63.00%	8,540,068 1.98%	151,184,574 35.02%	6,996,667	513,337,560 67.56%	246,458,651 32.44%	6,996,667	Carried	NA

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.