

DIMERIX 2026 AGM NOTICE OF MEETING

MELBOURNE, Australia, 22 October 2026: Dimerix Limited (ASX: DXB, “Dimerix”), a clinical-stage biopharmaceutical company developing treatments for kidney disease, attaches the following documents regarding the Dimerix 2026 Annual General Meeting (AGM):

- Letter of Access;
- AGM Notice of Meeting; and
- Proxy Form

Authorised for lodgement by the Board of Dimerix

—END—

For further information, please visit our website at www.dimerix.com or contact:

Dr Nina Webster

Dimerix Limited

Chief Executive Officer & Managing Director

Tel: +61 1300 813 321

E: investor@dimerix.com

Jane Lowe

IR Department

Tel: +61 411 117 774

E: jane.lowe@irdepartment.com.au

Follow Dimerix on [LinkedIn](#) and [X](#)

About Dimerix

Dimerix Limited (ASX: DXB) is a clinical-stage biopharmaceutical company focused on developing new therapies for kidney diseases with significant unmet medical need. The Company’s lead program, DMX-200, is currently in Phase 3 clinical development for focal segmental glomerulosclerosis (FSGS), a serious and life-threatening rare kidney disease with limited treatment options. In addition, Dimerix is advancing a second asset, DMX-652, via a Phase 2 program in acute kidney injury (AKI), further strengthening its pipeline in high-need renal indications. With a growing network of five commercial partners supporting global development and future market access, Dimerix is committed to expanding its reach and delivering innovative treatments to as many patients as possible worldwide while creating long-term value for shareholders. For more information, please visit the company’s website at www.dimerix.com.

About DMX-200 in FSGS

FSGS is a rare, serious kidney disorder characterised by progressive scarring (sclerosis) in parts of the glomeruli - the kidney’s filtering units. This scarring leads to proteinuria, progressive loss of kidney function, and often end-stage renal disease. FSGS is increasingly understood to have an inflammatory component, with monocyte and macrophage activation contributing to glomerular injury. In the United States, more than 40,000 people are estimated to be living with FSGS, including both adults and children.¹ There are no therapies specifically

approved for FSGS in the U.S., and disease management relies on non-specific immunosuppressive and supportive therapies. In patients with progressive or treatment-resistant FSGS, the average time from diagnosis to end-stage kidney disease can be as short as five years. Even among those who undergo kidney transplantation, disease recurrence occurs in up to 60% of cases,² underscoring the urgent need for new, disease-modifying treatments.

DMX-200 is a chemokine receptor (CCR2) antagonist administered to patients already receiving an angiotensin II type I receptor (AT1R) blocker, the standard of care treatment for hypertension and kidney disease. DMX-200 is protected by granted patents in various territories until 2032, with patent applications submitted globally that may extend patent protection to 2042, in addition to Orphan Drug Designation granted in the United States, Europe, UK and Japan³.

About DMX-652 in Acute Kidney Injury

Acute kidney injury (AKI) is a prevalent and severe clinical syndrome of substantial unmet need. It can arise from several high-risk clinical settings including, most notably, cardiac surgery and sepsis and is characterised by a rapid decline in kidney function (within hours), often resulting in high morbidity and mortality. The current addressable patient population is estimated to be approximately 260,000 across the major markets of United States, Germany, France, Italy, Spain and United Kingdom per annum,^{4,5} making this indication a potential orphan designation. AKI represents a significant clinical burden. There are no approved therapies for AKI, which is associated with rapid kidney function decline within hours, increased risk of chronic kidney disease and long-term kidney complications.

DMX-652 is a selective inhibitor of USP30 - a mitochondrial enzyme that slows the removal of damaged mitochondria. DMX-652, which is a small molecule delivered as an oral once daily capsule, is designed to support mitochondrial quality control in injured kidney cells, a mechanism indicated in the progression of AKI caused by ischaemia (lack of blood flow resulting in oxygen starvation), toxins or sepsis related causes, as well as in other renal and non-renal indications. The DMX-652 acquisition includes the composition of matter patent, an open IND in the US with a Phase 2 clinical trial protocol which has received approval to proceed by the US Food and Drug Administration (FDA), as well as sufficient pharmaceutical grade (GMP) drug product for the Phase 2 trial and all manufacturing methodology. The Phase 2 trial is designed to investigate DMX-652's potential to prevent kidney injury and preserve renal function.

Dimerix Forward Looking Statement

This release includes forward-looking statements that are subject to risks and uncertainties. Although management believes that the expectations reflected in the forward-looking statements are reasonable at this time, Dimerix can give no assurance that these expectations will prove to be correct. Readers are cautioned not to place undue reliance on forward-looking statements. Actual results could differ materially from those anticipated. Reasons may include risks associated with drug development and manufacture, risks inherent in the regulatory processes, delays in clinical trials, results of clinical trials, contractual risks, risks associated with patent protection, future capital needs or other general risks or factors, including but not limited to those factors outlined in the most recent Dimerix Limited Annual Report.

References

-
- 1 *Nephcure FSGS Facts* (<https://nephcure.org/>)
 - 2 *Front. Immunol.*, (July 2019) | <https://doi.org/10.3389/fimmu.2019.01669>
 - 3 *ASX releases: 14 December 2015, 21 November 2018, 07 June 2021, 30 September 2025*
 - 4 Demirjian S, Bashour CA, Shaw A, et al. Predictive Accuracy of a Perioperative Laboratory Test-Based Prediction Model for Moderate to Severe Acute Kidney Injury After Cardiac Surgery. *JAMA* 2022;327:956–64. <https://doi.org/10.1001/jama.2022.1751>.
 - 5 Hobson C, Ruchi R, Bihorac A. Perioperative Acute Kidney Injury. *Crit Care Clin* 2017;33:379–96. <https://doi.org/10.1016/j.ccc.2016.12.008>

22 October 2026

Upcoming Annual General Meeting of Shareholders

Dear Shareholder,

Dimerix Limited ACN 001 285 230 (ASX: **DXB** or the **Company**) advises that the 2026 Annual General Meeting will be held in person at Dimerix Limited's office at 425 Smith Street, Fitzroy VIC 3065 on Wednesday, 25 November 2026 at 3:30pm (Melbourne time) (**Meeting**).

Notice of Meeting

The Notice of Meeting and Explanatory Statement (**Notice**) for the Meeting is available online and can be viewed and downloaded by shareholders of the Company (**Shareholders**) from the Company's website at <https://investors.dimerix.com/investor-centre/?page=asx-announcements> or the Company's ASX market announcements platform at www.asx.com.au (ASX: DXB).

In accordance with sections 110C–110K of the Corporations Act 2001 (Cth), Shareholders will not be sent a hard copy of the Notice or Proxy Form unless Shareholders have already notified the Company that they wish to receive documents such as the Notice and Proxy Form in hard copy.

Voting by Proxy

Online scan the QR code below using your smartphone 	Lodge the Proxy Form online at https://investor.automic.com.au/#/loginsah by following the instructions: 1. Login to the Automic website using the holding details as shown on your holding statement. 2. Click on 'View Meetings' - 'Vote'. To use the online lodgment facility, Shareholders will need their holder number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown at the top of your holding statement.
---	---

Proxy appointments must be received by 3:30pm (AEDT) on Monday, 23 November 2026.

For further information on the online proxy lodgment process, or if you require a hard copy Proxy Form, please contact the Company's Share Registry, Automic Registry Services (**Automic**), at hello@automicgroup.com.au or via phone on 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas).

Shareholder queries in relation to the Meeting

Shareholders can contact the Company Secretary with any questions prior to the Meeting via email at investor@dimerix.com.

Copies of all Meeting related material, including the Notice and the Company's Annual Report, are available to download from the Company's website and the Company's ASX market announcements platform. In the event it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information will be provided to Shareholders via the ASX and the Company's website.

Authorised for ASX release by the Company Secretary.

DIMERIX LIMITED

ACN 001 285 230

NOTICE OF ANNUAL GENERAL MEETING

TIME: 3:30pm (Melbourne time)

DATE: Wednesday, 25 November 2026

PLACE: Dimerix Limited's office at 425 Smith Street, Fitzroy VIC 3065

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary, Michael Tonroe, on 1300 813 321.

CONTENTS PAGE

Item	Page
Business of the Meeting (setting out the proposed Resolutions)	5
Explanatory Statement (explaining the proposed Resolutions)	7
Glossary	15
Annexure A – Proportional Bid Provisions	17

IMPORTANT INFORMATION

Time and place of Meeting

Notice is given that the Annual General Meeting of the Shareholders to which this Notice of Meeting relates will be held at 3:30pm (Melbourne time) on Wednesday, 25 November 2026 at Dimerix Limited's office at 425 Smith Street, Fitzroy VIC 3065.

The Notice is being made available to Shareholders electronically and can be viewed and downloaded online at the following link: www.dimerix.com

Instructions on how to attend the Meeting and vote are in the Explanatory Statement which forms part of this Notice of Meeting.

Your vote is important

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

Voting eligibility

The Directors have determined pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders at 3:30pm (Melbourne time) on Monday, 23 November 2026.

Voting

To vote in person, attend the Annual General Meeting at the time, date and place set out above.

To vote by proxy, please complete and sign the enclosed Proxy Form and return it by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, members are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of the Company; and
- a member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed);
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;
- if the proxy is the Chair of the Meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the Chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Transfer of non-chair proxy to Chair in certain circumstances

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members;
- the appointed proxy is not the Chair of the meeting;
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - o the proxy is not recorded as attending the meeting; or
 - o the proxy does not vote on the resolution,

the Chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

BUSINESS OF THE MEETING

AGENDA

Financial statements, Directors' and Auditor's Reports

To receive and consider the Annual Report of the Company and its controlled entity for the financial year ended 30 June 2026, together with the declaration of the Directors, the Directors' Report, the Remuneration Report and the Auditor's Report for that financial year.

Note: This item of ordinary business is for discussion only and is not a resolution.

Pursuant to the Corporations Act, Shareholders will be given a reasonable opportunity at the Meeting to ask questions about, or make comments in relation to, each of the aforementioned reports during consideration of these items.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as a **non-binding ordinary resolution**:

“That, for the purpose of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's Annual Report for the financial year ended 30 June 2026.”

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company.

Voting Prohibition Statement: In accordance with section 250R of the Corporations Act, a vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the **Restricted Voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a Restricted Voter and either:

- (a) the Restricted Voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the Restricted Voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even if this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company or, if the Company is part of a consolidated entity, for the entity.

2. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – CLINTON SNOW

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

“That Clinton Snow, being a Director who retires by rotation in accordance with Article 6.3(c) of the Constitution, being eligible and offering himself for re-election, be re-elected as a Director.”

3. RESOLUTION 3 – ASX LISTING RULE 7.1A APPROVAL OF 10% PLACEMENT CAPACITY

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as a **special resolution**:

“That, for the purpose of ASX Listing Rule 7.1A and for all other purposes, the Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue), calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement which accompanies and forms part of this Notice of Meeting.”

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

- (a) a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or
- (b) an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to the proxy or attorney to vote on this Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on this Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on this Resolution; and
 - (ii) the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Eligible Entity: Resolution 3 will only be put to Shareholders if the Company is an Eligible Entity at the date of the Meeting. An Eligible Entity is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less. If the Company is not an Eligible Entity at the date of the Meeting, Resolution 3 will be withdrawn and will not be put to Shareholders.

4. SPECIAL RESOLUTION 4 – REINSERTION OF PROPORTIONAL BID PROVISIONS IN THE CONSTITUTION

To consider and, if thought fit, to pass the following Resolution as a **special resolution**:

“That, for the purposes of sections 136(2) and 648G of the Corporations Act and for all other purposes, the Shareholders approve the reinsertion of the proportional takeover approval provisions in Schedule 5 of the Constitution, in the form set out in Annexure A, for a period of three years from the date of the Meeting.”

DATED: 22 OCTOBER 2026

BY ORDER OF THE BOARD

Michael Tonroe
Company Secretary

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of the Shareholders in connection with the business to be conducted at the Annual General Meeting to be held at 3:30pm (Melbourne time) on Wednesday, 25 November 2026 at Dimerix Limited's office at 425 Smith Street, Fitzroy VIC 3065.

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 Resolutions which are the subject of the business of the Meeting.

If you are in any doubt about what to do in relation to the Resolutions contemplated in the Notice of Meeting and this Explanatory Statement, it is recommended that you seek advice from an accountant, solicitor or other professional adviser.

Full details of the business to be considered at the Annual General Meeting are set out below.

HOW TO ATTEND THE MEETING AND VOTE

The persons who will be entitled to attend and vote at the Meeting are those persons (or their proxies or representatives) registered as holding Shares on Dimerix's share register at 3:30pm (Melbourne time) on Monday, 23 November 2026.

To vote in person, attend the Annual General Meeting at the time, date and place set out above.

Asking questions

A discussion will be held on all items to be considered at the Meeting. The Company will endeavour to give all Shareholders a reasonable opportunity to ask questions, including an opportunity to ask questions of the Company's external auditor.

To ensure that as many Shareholders as possible have the opportunity to participate, Shareholders are requested to observe the following:

- all Shareholder questions should be stated clearly and should be relevant to the business of the Meeting, including matters arising from the Annual Report and general questions about the performance, business or management of the Company;
- if a Shareholder has more than one question on an item, all questions should be asked at one time; and
- Shareholders should not ask questions at the Meeting regarding personal matters or those that are commercial in confidence.

1. FINANCIAL STATEMENTS AND REPORTS

Shareholders will be offered the opportunity to discuss the Annual Report at the Meeting. Copies of the report can be found on the Company's website at www.dimerix.com or by contacting the Company on 1300 813 321.

There is no requirement for Shareholders to approve the Annual Report.

Shareholders will be offered the following opportunities:

- (a) discuss the Annual Report for the financial year ended 30 June 2026;
- (b) ask questions or make comment on the management of the Company; and
- (c) ask the auditor, Stantons, questions about the conduct of the audit and the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's auditor about:

- (a) the preparation and the content of the Auditor's Report;
- (b) the conduct of the audit;

- (c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the auditor in relation to the conduct of the audit,

may be submitted in writing to the Company Secretary at investor@dimerix.com no later than 5:00pm (Melbourne time) on Wednesday, 18 November 2026, being the fifth business day before the date of the Meeting.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

General

The Corporations Act requires that at a listed company's Annual General Meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors or the Company.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The Remuneration Report is part of the Directors' Report contained in the Annual Report of the Company for the financial year ended 30 June 2026.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Annual General Meeting.

Section 250R(2) of the Corporations Act provides that the Company is required to put the Remuneration Report to the vote of Shareholders. Section 250R(3) of the Corporations Act provides that Resolution 1 is advisory only and does not bind the Directors or the Company. Of itself, a failure of Shareholders to pass Resolution 1 will not require the Directors to alter any of the arrangements in the Remuneration Report.

Sections 250U and 250Y of the Corporations Act give Shareholders the opportunity to remove the Board if the Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings (**Two Strikes Rule**).

Under the Two Strikes Rule, where a resolution on the remuneration report receives a 'no' vote of 25% or more at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the Managing Director) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

At the Company's 2025 Annual General Meeting less than 25% of votes cast were against the adoption of the Remuneration Report. Accordingly, a further resolution relating to the Two Strikes Rule is not relevant for this Meeting.

In summary, if the Remuneration Report receives a 'no' vote of 25% or more at this Meeting, Shareholders should be aware that if there is a 'no' vote of 25% or more at the next annual general meeting the consequences are that all Directors (other than the Managing Director) may be up for re-election.

The Chair will allow a reasonable opportunity for Shareholders as a whole to ask about, or make comments on, the Remuneration Report.

Proxy voting restrictions

A voting prohibition as set out in the Notice of Meeting applies to Resolution 1.

If you appoint a member of the Key Management Personnel (other than the Chair) whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member, as your proxy, you must direct your proxy how to vote on this Resolution. Undirected proxies granted to these persons will not be voted and will not be counted in calculating the required majority if a poll is called on this Resolution.

The Chair intends to exercise all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on

Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention even if Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – CLINTON SNOW

General

Pursuant to Article 6.3(c) of the Company's Constitution, one third of the Directors (or the number nearest one third, rounded down) must retire at each Annual General Meeting and are eligible for re-election. Pursuant to Article 6.3(e), the Director(s) to retire are those who have been in office for 3 years since their appointment or last re-appointment or who have been longest in office since their appointment or last re-appointment or, if the Director(s) have been in office for an equal length of time, by lot unless otherwise agreed. These requirements do not apply to a Managing Director, who is not required to retire by rotation. ASX Listing Rule 14.4 also provides that a director must not hold office (without re-election) past the third annual general meeting following the director's appointment or last election, or 3 years, whichever is longer.

Clinton Snow was appointed as a Director on 1 May 2023 and was last elected by Shareholders at the Company's 2023 Annual General Meeting. Clinton Snow is the Director who has been longest in office since his last election. Accordingly, Clinton Snow retires by rotation under Article 6.3(c) of the Company's Constitution and, being eligible, seeks re-election as a Director.

Biography

Clinton Snow – BEng (Hons), BCom – Non-Executive Director

Clinton joined the Board in May 2023. Clinton is an experienced technology and governance professional with over 20 years in engineering leadership, project delivery, risk management and AI. Clinton is a senior internal auditor at a top-tier ASX-listed company with deep knowledge of regulatory frameworks, board-level governance and enterprise risk management. He currently also serves as a Non-Executive Director of icetana AI (ASX: ICE) and PolyActiva Pty Ltd. Additionally, Clinton provides advisory services to a family office with multiple investments in the Australian biotech sector.

Board recommendation

The Board of Directors (excluding Clinton Snow) unanimously supports the re-election of Clinton Snow.

4. RESOLUTION 3 – ASX LISTING RULE 7.1A APPROVAL OF 10% PLACEMENT CAPACITY

4.1 General

Broadly speaking, and subject to a number of exceptions, ASX Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Under ASX Listing Rule 7.1A, however, an Eligible Entity can seek approval from its members, by way of a special resolution passed at its Annual General Meeting, to add an additional 10% capacity (**10% Placement Capacity**). ASX Listing Rule 7.1A includes additional conditions that must be satisfied to issue Equity Securities under the 10% Placement Capacity, including the class of Equity Security that may be issued and the price per Equity Security. Further details are set out below.

An Eligible Entity means an entity which is not included in the S&P/ASX 300 Index and which has a market capitalisation of \$300 million or less. As at the date of this Notice, the Company is an Eligible Entity. If the Company is not an Eligible Entity at the date of the Meeting, Resolution 3 will be withdrawn.

Resolution 3 seeks Shareholder approval by way of a special resolution for the Company to have the additional 10% Placement Capacity.

If Resolution 3 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in ASX Listing Rules 7.1 and 7.1A without any further Shareholder approval during the 10% Placement Capacity Period (defined below).

If Resolution 3 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval provided for in ASX Listing Rule 7.1A and will remain subject to the 15% limit on issuing Equity Securities without Shareholder approval set out in ASX Listing Rule 7.1.

4.2 Technical information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution:

(a) Minimum price

Any Equity Securities issued under ASX Listing Rule 7.1A.2 must be in an existing quoted class of the Company's Equity Securities and issued for cash consideration.

The minimum issue price at which the Equity Securities may be issued is not less than 75% of the volume weighted average market price of Equity Securities in that class, calculated over the 15 Trading Days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued.

(b) Date of issue

An approval under ASX Listing Rule 7.1A commences on the date of the Annual General Meeting at which the approval is obtained and expires on the first to occur of the following:

- (i) the date that is 12 months after the date of the Annual General Meeting at which the approval is obtained;
- (ii) the time and date of the entity's next Annual General Meeting; and
- (iii) the time and date of the approval by Shareholders of any transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of the Company's activities) or 11.2 (disposal of the Company's main undertaking),

(10% Placement Capacity Period).

(c) Risk of economic and voting dilution

Equity Securities issued under the 10% Placement Capacity must be in an existing quoted class of securities of the entity. As at the date of the Notice, the Company has one class of quoted Equity Securities, being fully paid ordinary shares.

Any issue of Equity Securities under the 10% Placement Capacity will dilute the interests of Shareholders who do not receive any Shares under the issue.

If Resolution 3 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 10% Placement Capacity, the potential economic and voting dilution of existing Shareholders may be as shown in the table below. The table shows the potential dilution of existing Shareholders on the basis of 3 different assumed issue prices and values for the variable "A" in the formula in ASX Listing Rule 7.1A.2:

Number of Shares on issue (Variable "A")	Dilution	\$0.11 50% decrease in Issue Price	\$0.22 Current Issue Price	\$0.33 50% increase in Issue Price
600,396,776 (Current)	Shares issued	60,039,677 Shares	60,039,677 Shares	60,039,677 Shares
	Funds raised	\$6,604,364	\$13,208,729	\$19,813,093
900,595,164 (50% increase)	Shares issued	90,059,516 Shares	90,059,516 Shares	90,059,516 Shares
	Funds raised	\$9,906,547	\$19,813,094	\$29,719,640
1,200,793,552 (100% increase)	Shares issued	120,079,355 Shares	120,079,355 Shares	120,079,355 Shares
	Funds raised	\$13,208,729	\$26,417,458	\$39,626,187

*The number of ordinary securities on issue (variable A in the formula) could increase as a result of the issue of ordinary securities that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under ASX Listing Rule 7.1.

The table above uses the following assumptions:

1. The current Shares on issue are the Shares on issue as at 12 October 2026.
2. The issue price per Share set out above of \$0.22 is the closing price of the Shares on the ASX on 12 October 2026.
3. The Company issues the maximum possible number of Equity Securities under the 10% Placement Capacity.
4. No existing or future convertible securities are converted into Shares.
5. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of issues of Equity Securities under ASX Listing Rule 7.1A based on that Shareholder's holding at the date of this Explanatory Statement.
6. The table shows the effect of an issue of Equity Securities under ASX Listing Rule 7.1A only, not under the Company's 15% capacity to issue Equity Securities under ASX Listing Rule 7.1.

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Equity Securities in that class may be significantly lower on the issue date than on the date of the Meeting; and
- (ii) the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the date of issue.

(d) Purpose of issue under 10% Placement Capacity

As noted above, any Equity Securities issued under ASX Listing Rule 7.1A.2 must be issued for cash consideration. Accordingly, every issue of Equity Securities under ASX Listing Rule 7.1A.2 will have an accompanying proposed use of funds at the time of issue.

As at the date of this Notice, the Company has not formed an intention to offer any Equity Securities under ASX Listing Rule 7.1A during the 10% Placement Capacity Period if Shareholders approve this Resolution. However, if Shareholders approve this Resolution and the Company raises funds from the issue of Equity Securities under ASX Listing Rule 7.1A, based on the Company's existing plans, the Company considers that the funds may be used for the following purposes:

- (i) to further develop the Company's business, including its clinical development programs;
- (ii) to be applied to the Company's working capital requirements; and

- (iii) paying service providers or consultants of the Company.

(e) Allocation policy for issues under ASX Listing Rule 7.1A

The Company's allocation policy and the identity of the allottees of Equity Securities under ASX Listing Rule 7.1A will depend on a number of factors, including:

- (i) the Company's intentions in relation to the possible issue of Equity Securities (for cash consideration) during the 10% Placement Capacity Period;
- (ii) the structure and timeframe of the capital raising opportunities available to the Company and any alternative methods for raising funds that are available to the Company (such as a pro rata offer or an offer under a share purchase plan);
- (iii) the potential effect on the control of the Company;
- (iv) the Company's financial position and likely future capital requirements; and
- (v) advice from the Company's corporate or financial advisers.

As at the date of this Notice, no specific intention to issue Equity Securities in relation to any parties, investors or existing Securityholders has been formed. In addition, no intentions have been formed in relation to the possible number of issues, or the time frame in which the issues could be made. Subject to the requirements of the ASX Listing Rules and the Corporations Act, the Board reserves the right to determine, at the time of any issue of Equity Securities under ASX Listing Rule 7.1A, the allocation policy that the Company will adopt for that issue.

If and when the determination is made to proceed with an issue of Equity Securities during the 10% Placement Capacity Period, details regarding the allottees and purposes of issue will be disclosed pursuant to the Company's obligations under ASX Listing Rules 3.10.3 and 7.1A.4.

Offers made under ASX Listing Rule 7.1A may be made to parties (excluding any related parties) including professional and sophisticated investors, existing Shareholders, clients of Australian Financial Services Licence holders and/or their nominees, or any other person to whom the Company is able to make an offer of Equity Securities.

(f) Previous approval under ASX Listing Rule 7.1A

The Company previously obtained Shareholder approval under ASX Listing Rule 7.1A at its Annual General Meeting held on 18 November 2025. In the 12 months preceding the date of the Meeting, the Company did not issue or agree to issue any Equity Securities under ASX Listing Rule 7.1A.2.

4.3 Voting exclusion

A voting exclusion statement is included in this Notice. As at the date of this Notice, the Company has not invited any existing Shareholder (or any other person) to participate in an issue of Equity Securities under ASX Listing Rule 7.1A. Therefore, no existing Shareholders will be excluded from voting on Resolution 3.

4.4 Special resolution

Resolution 3 is a special resolution, requiring approval of at least 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative) in order to be passed. The Board unanimously recommends that Shareholders vote in favour of Resolution 3.

5. SPECIAL RESOLUTION 4 – REINSERTION OF PROPORTIONAL BID PROVISIONS IN THE CONSTITUTION

5.1 Proportional Bid Provisions

Schedule 5 of the Constitution contains provisions dealing with member approval requirements if there was to be any proportional takeover bid for the Company's securities (**Proportional Bid Provisions**).

A "proportional takeover bid" means an off-market bid for a specified proportion of the Company's securities held by each Shareholder in a class for which a takeover bid has been made. It is not a bid for all securities held by all members of that class, only part of the securities each holds.

Part 6.5 Subdivision 5C of the Corporations Act provides that Proportional Bid Provisions cease to apply at the end of 3 years from their adoption (or last renewal), but that they may be renewed, or reinserted, by special resolution of Shareholders.

The Proportional Bid Provisions were last renewed by Shareholders at the 2023 Annual General Meeting held on 21 November 2023 and, under paragraph 2.1(b) of Schedule 5, cease to apply on 21 November 2026, which is before the date of this Meeting. The Board believes it is appropriate that the Proportional Bid Provisions of the Constitution (Schedule 5) be reinserted. The Proportional Bid Provisions proposed to be reinserted are identical to those last renewed by Shareholders at the 2023 Annual General Meeting and are set out in Annexure A.

A soft copy of the Constitution can be sent via email to any Shareholder upon request made to the Company Secretary.

The Resolution to reinsert the Proportional Bid Provisions is proposed as a special resolution. Accordingly, to be passed, at least 75% of the votes validly cast on the Resolution by Shareholders eligible to vote on the Resolution must be in favour of the Resolution.

If Resolution 4 is passed, Shareholders holding at least 10% of the Company's issued ordinary shares may, within 21 days after the Meeting, apply to a court to have the reinsertion of the Proportional Bid Provisions set aside. The court may make an order setting aside the reinsertion of the Proportional Bid Provisions if it is satisfied that it is appropriate in the circumstances to do so.

In seeking Shareholders' approval for the reinsertion of the Proportional Bid Provisions, the Corporations Act requires the information below to be provided to Shareholders.

5.2 Effect of provisions proposed to be reinserted

Schedule 5 of the Constitution provides that the Company is prohibited from registering any transfer of Shares giving effect to a contract of sale pursuant to a proportional takeover bid unless and until the proposed transfer has been approved by the members at a general meeting of the Company (**Approving Resolution**). The person making the offer for the securities (**Offeror**) (and their associates) is not eligible to vote on the Approving Resolution, and the Approving Resolution requires the approval of more than 50% of the votes cast by members who are entitled to vote at that meeting.

Schedule 5 also provides that:

- (a) if an Approving Resolution is not voted upon at the end of the day before the relevant day in relation to the off-market bid under which offers have been made, the Approving Resolution is deemed approved; and
- (b) if the Approving Resolution is rejected, all unaccepted offers under the proportional takeover bid are deemed withdrawn and the Offeror must rescind each contract created as a result of the acceptance of an offer under that proportional takeover bid.

If Shareholders pass Resolution 4, then Schedule 5 as described above will have effect for a period of three years from the date of the Meeting.

5.3 Reasons for the Resolution

Section 648G(1) of the Corporations Act provides that Proportional Bid Provisions such as those provided in Schedule 5 cease to apply at the end of 3 years from their adoption (or their last renewal).

The Proportional Bid Provisions were last renewed by Shareholders on 21 November 2023 for a period of 3 years and therefore cease to apply on 21 November 2026. Sections 136(2) and 648G(4) of the Corporations Act enable the members to approve the reinsertion of Proportional Bid Provisions by special resolution.

The Directors believe that the members should continue to have the choice of considering whether to accept a bid for what might become control of the Company without the members having the opportunity to dispose of all of their securities (rather than just some of their securities, as would be the case under a proportional takeover bid). To preserve this choice, Schedule 5 needs to be reinserted. If Schedule 5 is reinserted and any proportional takeover bid is subsequently approved by members, each member will still have the right to make a separate decision whether that member wishes to accept the (proportional takeover) bid for their own securities.

5.4 Awareness of current acquisition proposals

As at the date of the Notice, none of the Directors is aware of any proposal for any person to acquire (or increase the extent of) a substantial interest in the Company.

5.5 Advantages and disadvantages of the Proportional Bid Provisions since last renewed

As there have been no takeover bids made for any of the shares in the Company since the Proportional Bid Provisions were last renewed, there has been no application of Schedule 5 with respect to the Company as at the date of the Notice. It may be considered that the potential advantages and disadvantages described below have applied for the period since the last renewal of Schedule 5.

5.6 Potential advantages and disadvantages of the proposed Resolution for Directors and members

The potential advantages and disadvantages of reinserting the Proportional Bid Provisions to Directors include:

- (a) if the Directors consider a partial bid should be opposed, they will be assisted in preventing the bidder from securing control of the Company as the bidder requires a majority of votes to be cast in its favour by the independent members before the bid can succeed;
- (b) with the Proportional Bid Provisions in place, the Directors must call a meeting to seek the members' view if any partial takeover offer is made, even if the Directors believe the offer should be accepted;
- (c) under the Proportional Bid Provisions, the most effective view on a partial bid is the view expressed by the vote of the members themselves, at the meeting;
- (d) the Proportional Bid Provisions may make it easier for Directors to discharge their fiduciary and statutory duties as Directors in the event of a partial takeover bid; and
- (e) the Directors remain free to make a recommendation on whether a proportional takeover bid should be accepted.

The potential advantages of the reinsertion of the Proportional Bid Provisions for members include:

- (a) all members have an opportunity to study a proportional takeover bid, if made, and to attend or be represented by proxy at a meeting called specifically to vote on the proposal. A majority of securities voted at the meeting, excluding the securities of the bidder and its associates, will be required for the applicable resolution to be passed, following which members will be able to decide whether to accept the bid that may result in a change of control of the Company;
- (b) members are able to prevent a proportional takeover bid proceeding if they believe that control of the Company should not be permitted to pass under the bid and, accordingly,

the terms of any future proportional takeover bid are likely to be structured in a manner that is attractive to a majority of members;

- (c) the Proportional Bid Provisions enable members to act together to avoid the coercion of members that might otherwise arise where they believe a partial offer is inadequate, but nevertheless accept due to concerns that a significant number of members may accept;
- (d) members are protected against being coerced into accepting a partial bid at a high premium where the bidder indicates its intention to mount a subsequent bid for the remaining shares at a much-reduced price, putting members under pressure to accept the initial bid to maximise returns;
- (e) if a partial bid is made, the Proportional Bid Provisions may make it more probable that a bidder will set its offer price at a level that is attractive to members;
- (f) members, as a group, may more effectively advise, contribute to or guide the Directors' response to a partial bid; and
- (g) the Proportional Bid Provisions may increase the likelihood that any takeover offer will be a full bid for the whole shareholding of each member, so that members will have the opportunity to dispose of all of their shares rather than only a portion.

The potential disadvantages to members of reinserting the Proportional Bid Provisions include:

- (a) by placing obstacles in the way of partial offers, the proposal may tend to discourage partial offers, thus reducing the opportunity for members to sell a portion of their holdings;
- (b) the continued existence of the Proportional Bid Provisions might adversely affect the market value of the Company's shares by making a partial offer less likely, thus reducing any takeover speculation element in the share price;
- (c) an individual member that wishes to accept the partial offer will be unable to sell to the Offeror unless a majority of members vote in favour of the partial takeover bid; and
- (d) if a partial takeover bid is made, the Company will incur the costs of calling a Shareholders' meeting.

5.7 Recommendation on Resolution 4

Balancing the above advantages and disadvantages, the Directors are of the view that the advantages of reinserting the Proportional Bid Provisions outweigh any disadvantages and unanimously recommend that Shareholders vote in favour of Resolution 4. The Chair intends to vote all undirected proxies in favour of Resolution 4.

GLOSSARY

\$ means Australian dollars.

10% Placement Capacity has the meaning given in Section 4 of the Explanatory Statement.

10% Placement Capacity Period has the meaning given in Section 4.2(b) of the Explanatory Statement.

Annual General Meeting or AGM or Meeting means the meeting convened by this Notice.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect of the financial year ended 30 June 2026.

Approving Resolution has the meaning given in Section 5.2 of the Explanatory Statement.

ASIC means the Australian Securities and Investments Commission.

Associate has the meaning given in the ASX Listing Rules.

ASX means ASX Limited (ACN 008 624 691) or the Australian Securities Exchange, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Auditor's Report means the auditor's report on the Financial Report.

Board means the current board of Directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chairperson of the Meeting.

Closely Related Party of a member of the Key Management Personnel means: (a) a spouse or child of the member; (b) a child of the member's spouse; (c) a dependant of the member or the member's spouse; (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity; (e) a company the member controls; or (f) a person prescribed by the Corporations Regulations 2001 (Cth).

Company means Dimerix Limited (ACN 001 285 230).

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

Director means a current director of the Company.

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

Eligible Entity means an entity that, at the date of the relevant general meeting: (a) is not included in the S&P/ASX 300 Index; and (b) has a market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300 million or less.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

Explanatory Statement means the explanatory statement accompanying the Notice.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entity.

Key Management Personnel has the same meaning as in the accounting standards and broadly includes those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company.

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

Offeror has the meaning given in Section 5.2 of the Explanatory Statement.

Option means an option to acquire a Share.

Proportional Bid Provisions has the meaning given in Section 5.1 of the Explanatory Statement.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Directors' Report.

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

Restricted Voter has the meaning given in Resolution 1 of the Notice of Meeting.

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

Shareholder means a holder of a Share.

Trading Day means a day determined by ASX to be a trading day in accordance with the ASX Listing Rules.

ANNEXURE A – PROPORTIONAL BID PROVISIONS (SCHEDULE 5 OF THE CONSTITUTION)

The following is the text of Schedule 5 of the Constitution (Proportional Takeover Bid Approval), which is proposed to be reinserted under Resolution 4. The text is unchanged from that approved by Shareholders at the 2023 Annual General Meeting. Article 4.5(e) of the Constitution provides that Schedule 5 applies and forms part of the Constitution.

Schedule 5 – Proportional Takeover Bid Approval

1. Definitions

In this Schedule:

Approving Resolution means a resolution to approve a proportional takeover bid in accordance with this Schedule.

Deadline means the 14th day before the last day of the bid period for a proportional takeover bid.

Voter means a person (other than the bidder under a proportional takeover bid or an associate of that bidder) who, as at the end of the day on which the first offer under that bid was made, held bid class securities for that bid.

2. Refusal of Transfers

2.1 Requirement for an Approving Resolution

- (a) The Company must refuse to register a transfer of Shares giving effect to a takeover contract for a proportional takeover bid unless and until an Approving Resolution is passed in accordance with this Schedule 5.
- (b) This Schedule 5 ceases to apply on the 3rd anniversary of its last adoption, or last renewal, in accordance with the Corporations Act.

2.2 Voting on an Approving Resolution

- (a) Where offers are made under a proportional takeover bid, the Directors must, call and arrange to hold a meeting of Voters for the purpose of voting on an Approving Resolution before the Deadline.
- (b) The provisions of this Constitution concerning meetings of Members (with the necessary changes) apply to a meeting held under paragraph 2.2(a).
- (c) Subject to this Constitution, every Voter present at the meeting held under paragraph 2.2(a) is entitled to one vote for each Share in the bid class securities that the Voter holds.
- (d) To be effective, an Approving Resolution must be passed before the Deadline.
- (e) An Approving Resolution that has been voted on is taken to have been passed if the proportion that the number of votes in favour of the resolution bears to the total number of votes on the resolution is greater than 50%, and otherwise is taken to have been rejected.
- (f) If no Approving Resolution has been voted on as at the end of the day before the Deadline, an Approving Resolution is taken, for the purposes of this Schedule, to have been passed in accordance with this Schedule.

Your proxy voting instruction must be received by **3:30pm (AEDT) on Monday, 23 November 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://portal.automic.com.au/investor/home> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

<https://automicgroup.com.au>

PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

