
RHYTHM BIOSCIENCES LIMITED

ACN 619 459 335

NOTICE OF 2026 ANNUAL GENERAL MEETING

TIME: 11:00 AM (AEDT)

DATE: Tuesday, 24 November 2026

PLACE: The meeting is a **hybrid meeting**

In Person:

The Offices of K&L Gates
Rialto South Tower
Level 25, 525 Collins Street
Melbourne, Victoria, 3000.

Online:

Please pre-register prior to the day of the meeting at:

https://us02web.zoom.us/webinar/register/WN_UxCQLsaNSW63hJyVwvPrpQ

THIS NOTICE OF ANNUAL GENERAL 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.

SHOULD YOU WISH TO DISCUSS THE MATTERS IN THIS NOTICE OF ANNUAL GENERAL MEETING PLEASE DO NOT HESITATE TO CONTACT THE COMPANY SECRETARY ON (03) 8689 9997 OR VIA EMAIL TO AU.COSEC@ACCLIME.COM

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TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

Notice is hereby given that the Annual General Meeting of the shareholders of Rhythm Biosciences Limited ACN 619 459 335 (**Company**) will be held at the Offices of K&L Gates, Rialto South Tower, Level 25, 525 Collins Street, Melbourne, Victoria at 11:00 AM (AEDT) on Tuesday, 24 November 2026 (**Annual General Meeting**) and online via:

https://us02web.zoom.us/webinar/register/WN_UxCQLsaNSW63hJyVwvPrpQ

YOUR VOTE IS IMPORTANT

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

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by:

- (a) post to Rhythm Biosciences Limited C/- Automic Registry Services, GPO Box 5193, Sydney NSW 2001; or
- (b) facsimile to Automic Registry Services, on facsimile number +61 2 8583 3040; or
- (c) in person to Automic, Level 5, 126 Phillip Street, Sydney, NSW 2000; or
- (d) by email at meetings@automicgroup.com.au
- (e) online by using your computer or smartphone to appoint a proxy at: <https://investor.automic.com.au/#/loginsah>.

so that it is received not later than 11:00 AM (AEDT) on Sunday, 22 November 2026.

Proxy forms received later than this time will be invalid.

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); and
- 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; and
- 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; and
- the appointed proxy is not the Chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting;
 - 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.

Voting in person and online

To vote in person, attend the Meeting at the time, date and place set out above. The Company is pleased to also provide shareholders with the opportunity to attend and participate in the Meeting through an online meeting platform, where shareholders will be able to watch, listen, ask relevant questions and vote online.

To access the virtual meeting:

1. Prior to the day of the Meeting, open your internet browser and go to: https://us02web.zoom.us/webinar/register/WN_UxCQLsaNSW63hJyVwvPrpQ
2. Enter your registered holding name, HIN/SRN and postcode and click "register".
3. Shareholders are encouraged to pre-register well prior to the day of the meeting to ensure there is no delay in attending the meeting.
4. Once your details are verified, you will receive a separate email with details of how to login on the day of the meeting.
5. Click on the URL you will be sent to join the webcast where you can view and listen to the hybrid meeting, as well as ask questions in relation to the business of the meeting.

6. Once the Chair of the Meeting has declared the poll open for voting, please follow the steps below:
- Go to <https://investor.automic.com.au/#/home>
 - Or click on 'Register' if you don't have an Automic account
 - Once logged in you will see that the meeting is open for registration. Click on "view"
 - Click on "register" to register your attendance for the meeting
 - Once the Chair of the Meeting declares voting open, you should select "refresh"
 - To vote simply select the direction in which you would like to cast your vote, the selected option will change colour.
 - Once voting is declared closed you must select "next" and then "confirm" to submit your vote. select "For", "Against" or "Abstain" for each resolution.

LETTER FROM THE CHAIR

Dear Shareholder

I am pleased to invite you to the 2026 Annual General Meeting which will be held at 11:00 AM (AEDT) on Tuesday, 24 November 2026.

The Meeting will be held as a hybrid meeting, allowing shareholders to either attend in-person at the offices of K&L Gates, Level 25, South Tower, 525 Collins Street Melbourne VIC, 3000 or online.

Online attendees will be able to watch, listen, ask relevant questions and vote online on the day. To pre-register, go to:

https://us02web.zoom.us/webinar/register/WN_UxCQLsaNSW63hJyVwvPrpQ

Shareholders intending to attend online are encouraged to register well prior to the day of the meeting to ensure there is no delay in attending the meeting.

Shareholders are strongly encouraged to lodge their proxy votes by 11:00 AM (AEDT) on Sunday, 22 November 2026 (Proxy Deadline) and in accordance with the instructions set out on the Proxy Form that accompanies this letter.

In accordance with section 110D of the Corporations Act 2001 (Cth) (as inserted by the Corporations Amendment (Meetings and Documents) Act 2022 (Cth)), the Company will not be dispatching physical copies of the Notice of Meeting and Explanatory Memorandum (Notice), instead a copy of the Notice is available for download from:

- The Company's share registry, Automic;
- The Company's Information page on ASX; or
- From the Company's website: <https://rhythmbio.com/investor-center/>

All resolutions will be decided by way of a Poll. If you are unable to attend the Meeting, you may wish to email any relevant questions you want addressed at the Meeting by emailing them to the Acclime Corporate Services Australia P/L attention: Au.cosec@acclime.com by 11:00 AM (AEDT) on Tuesday, 17 November 2026.

The Board look forward to welcoming you to the Meeting.

Ms Sue MacLeman
Interim Chair
26 October 2026

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the 2026 Annual General Meeting of shareholders of the Company will be held on **Tuesday, 24 November 2026, at 11:00 AM (AEDT)** as a hybrid meeting at the Offices of K&L Gates, Rialto South Tower, Level 25, 525 Collins Street, Melbourne, Victoria and online.

The Explanatory Memorandum to this Notice of Annual General Meeting provides information on matters to be considered at the Annual General Meeting. The Explanatory Memorandum and the proxy form are part of this Notice of Annual General Meeting.

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 of the Company at 7.00 PM (AEDT) on Sunday, 22 November 2026.

Terms and abbreviations used in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary.

AGENDA – GENERAL BUSINESS

REPORTS AND ACCOUNTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

The first item on the agenda for the Notice of Annual General Meeting deals with the presentation of the Company's Annual Financial Report for the year ended 30 June 2026 together with the Directors' Declaration, the Directors' Report, the Remuneration Report and the auditor's report.

Shareholders should consider this document and raise any matters of interest with the Directors when this item is being considered.

No resolution is required to be moved in respect of this item of business.

RESOLUTION 1: ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That the Remuneration Report for the year ended 30 June 2026 as set out in the Company's Annual Report for the year ended 30 June 2026 be adopted."

Please note that section 250R(3) of the Corporations Act 2001 (Cth) provides that the vote on this resolution is advisory only and does not bind the Directors or the Company.

RESOLUTION 2: RE-ELECTION OF MS SUE MACLEMAN

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That pursuant to the Company's Constitution and for all other purposes, the members of the Company approve the re-election of Ms Sue MacLeman as a Director of the Company, who pursuant to Article 59 of the Company's Constitution is retiring by rotation and being eligible offers herself for re-election."

RESOLUTION 3: ELECTION OF MS MAUREEN BAKER

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That pursuant to the Company's Constitution and for all other purposes, the members of the Company approve the election of Ms Maureen Baker as a Director of the Company, who pursuant to Article 57(2) of the Company's Constitution is retiring and being eligible offers herself for election, be appointed as a Director of the Company."

RESOLUTION 4: ELECTION OF MR CARL STUBBINGS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That pursuant to the Company's Constitution and for all other purposes, the members of the Company

approve the election of Mr Carl Stubbings as a Director of the Company, who pursuant to Article 57(2) of the Company's Constitution is retiring and being eligible offers himself for election, be appointed as a Director of the Company."

RESOLUTION 5: APPROVAL OF 10% PLACEMENT CAPACITY

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

"That pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the increase in the capacity of the Company to issue 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 Listing Rule 7.1A.2 and on the terms and conditions stated in the Explanatory Memorandum."

RESOLUTION 6: ADOPTION OF EMPLOYEE INCENTIVE OMNIBUS PLAN

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

"That, for the purposes of ASX Listing Rule 7.2 Exception 13, and for all other purposes including sections 259B and 260C of the Corporations Act 2001 (Cth), approval is given for the Company to adopt an employee incentive omnibus plan as described in the Explanatory Memorandum."

RESOLUTION 7A: RATIFICATION OF PRIOR ISSUE OF UNDERWRITING AGREEMENT OPTIONS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders ratify the prior issue of 9,166,667 Listed Options previously issued under Listing Rule 7.1 placement capacity on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 7B: RATIFICATION OF PRIOR ISSUE OF UNDERWRITER OPTIONS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders ratify the prior issue of 3,000,000 Listed Options to CPS Capital Group Pty Ltd (and its nominees) previously issued under Listing Rule 7.1 placement capacity on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 8: APPROVAL OF ISSUE OF DEFERRED SHARES TO DR DAVID ATKINS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of Listing Rule 10.14 and for all other purposes, approval is given for the issue to Dr David Atkins, being a Director of the Company, or his nominee of 287,669 Deferred Shares under the Company's Employee Incentive Omnibus Plan in accordance with the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 9: APPROVAL OF ISSUE OF OPTIONS TO MS MAUREEN BAKER

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That subject to the approval of Resolution 3, for the purposes of Listing Rule 10.14 and for all other purposes, approval is given for the issue to Ms Maureen Baker, being a Director of the Company, or her nominee of 1,245,259 unlisted options under the Company's Employee Incentive Omnibus Plan in accordance with the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 10: APPROVAL OF ISSUE OF OPTIONS TO MR CARL STUBBINGS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That subject to the approval of Resolution 4, for the purposes of Listing Rule 10.14 and for all other purposes, approval is given for the issue to Mr Carl Stubbings, being a Director of the Company, or his

nominee of 1,245,259 unlisted options under the Company's Employee Incentive Omnibus Plan in accordance with the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 11: APPROVAL OF ISSUE OF OPTIONS TO DR DAVID ATKINS

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purposes of Listing Rule 10.14 and for all other purposes, approval is given for the issue to Dr David Atkins, being a Director of the Company, or his nominee of 1,006,374 unlisted options under the Company's Employee Incentive Omnibus Plan in accordance with the terms and conditions set out in the Explanatory Memorandum."

ASX Listing Rules - Voting Exclusion Statements

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of the relevant Resolution by or on behalf of:

Resolution 1: Adoption of Remuneration Report	(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. (c) However, a person (the Voter) described above may cast a vote on the resolution as a proxy if the vote is not cast on behalf of a person described above and either: (d) the Voter is appointed as a proxy by writing that specifies the way the proxy is to vote on the Resolution; or (e) the Voter is the chair of the meeting and the appointment of the chair as proxy: (i) does not specify the way the proxy is to vote on the Resolution; and (ii) expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel for the Company.
Resolution 2: Re-election of Ms Sue MacLeman	No voting exclusions apply to Resolution 2.
Resolution 3: Election of Ms Maureen Baker	No voting exclusions apply to Resolution 3.
Resolution 4: Election of Mr Carl Stubbings	No voting exclusions apply to Resolution 4.
Resolution 5: Approval of 10% Placement Capacity	A person, or any associate of that person, who is expected to participate in, or will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of Shares). In accordance with Listing Rule 14.11 and the relevant note under that rule concerning Rule 7.1A, as at the date of this Notice of Meeting it is not known who may participate in the proposed issue (if any). On that basis, no security holders are currently excluded.
Resolution 6: Adoption of Employee Incentive Omnibus Plan	Any person who is eligible to participate in the Employee Incentive Omnibus Plan or any associate of that person.
Resolution 7A: Ratification of Prior Issue of Underwriting Agreement Options	The Underwriting Agreement Option Participants or any person who participated in the issue or who is a counterparty to the agreement being approved, or an associate of that person or those persons.
Resolution 7B: Ratification of Prior Issue of Underwriter Options	CPS Capital Group Pty Ltd or any person who participated in the issue or is a counterparty to the agreement being approved or any associate of those persons.
Resolutions 8 to 11: Approval of issue of Deferred Shares to Dr David Atkins and options to Ms Maureen Baker, Mr Carl Stubbings and Dr David Atkins	A person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Employee Incentive Omnibus Plan or any associate of that person.

The above voting exclusions do not apply to a vote cast in favour of the relevant Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote, in accordance with directions

given to the proxy or attorney to vote on the Resolution in that way;

- (b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the 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 they are not excluded from voting, and are not an associate of a person excluded from voting, on the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

CORPORATIONS ACT - VOTING PROHIBITION STATEMENTS

Resolution 1: Adoption of Remuneration Report

In accordance with section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on this Resolution 1 if:

- (a) the proxy is either:
 - (i) a member of the Key Management Personnel; or
 - (ii) a Closely Related Party of such a member; and
- (b) the appointment does not specify the way the proxy is to vote on this Resolution.

However, the above prohibition does not apply if:

- (a) the proxy is the Chair; and
- (b) the appointment expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

By order of the Board

Mark Licciardo
Company Secretary
26 October 2026

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted as the Annual General Meeting of the Company, will be held at the Offices of K&L Gates, Rialto South Tower, Level 25, 525 Collins Street, Melbourne, Victoria on **Tuesday, 24 November 2026**, commencing at **11:00 AM** (AEDT) and online.

The purpose of this Explanatory Memorandum is to provide information that the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Annual General Meeting.

1. ACCOUNTS AND REPORTS

The Corporations Act requires the Company to provide before the Annual General Meeting, the Financial Report, Directors' Report (including the Remuneration Report) and the Auditor's Report for the financial year ended 30 June 2026.

Shareholders will be offered the opportunity to discuss the Financial Report, Directors' Report and Auditor's Report at the Meeting. Copies of these reports can be found on the Company's website <https://rhythmbio.com/investor-center/#annual-financial-report>.

There is no requirement for Shareholders to approve the Financial Report, Directors' Report and Auditor's 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 comments on the management of the Company; and
- (c) ask the auditor questions about the conduct of the audit and preparation and content of the Auditor's Report.

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

- (a) the preparation and 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 no later than 5 business days before the Annual General Meeting to the Company Secretary at the Company's registered office.

2. RESOLUTION 1: ADOPTION OF REMUNERATION REPORT

2.1 Corporations Act

Under the Corporations Act, listed entities are required to put to the vote a resolution that the Remuneration Report section of the Directors' Report be adopted. This Remuneration Report can be found in the Company's 2026 Annual Report. It sets out a range of matters relating to the remuneration of Directors, the Company Secretary and senior executives of the Company.

A vote on this Resolution 1 is advisory only and does not bind the Directors or the Company. A copy of the Company's 2026 Annual Report can be found on its website at <https://rhythmbio.com/investor-center/#annual-financial-report>.

The Corporations Act provides that:

- (a) members of the Key Management Personnel whose remuneration details are included in the Remuneration Report (and any closely related party of those members) are not permitted to vote on a resolution to approve the Remuneration Report, and
- (b) if the vote to approve the Remuneration Report receives a “no” vote by at least 25% of the votes cast, this will constitute a “strike”.

The Company did not receive a first strike at its 2025 Annual General Meeting.

2.2 Board recommendation

As set out in the Notice of Meeting, any member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, together with a closely related party of those members, are excluded from casting a vote on Resolution 1.

Accordingly, the Board **abstains** from making a recommendation in relation to Resolution 1. The Chair intends to exercise all undirected proxies in favour of Resolution 1.

3. RESOLUTION 2: RE-ELECTION OF MS SUE MACLEMAN

3.1 Background

Article 59 of the Constitution of the Company provides that at each Annual General Meeting one-third of the Directors, if their number is not a multiple of 3, then the number nearest to (but not exceeding) one-third of the Directors must retire from office, and that a director must not hold office, without re-election, for more than 3 years. ASX Listing Rule 14.4 provides that there must be an election of directors every annual general meeting. Ms Sue MacLeman was last re-elected to the Board at the Company's Annual General Meeting held on 5 November 2025.

In accordance with Article 59 of the Constitution of the Company, Ms MacLeman who retires by rotation, is eligible for re-election and has submitted herself for re-election at this Annual General Meeting.

Ms MacLeman has more than 30 years' experience as a pharmaceutical, biotechnology and medical technology executive having held senior roles in corporate, medical, commercial and business development. She has served as CEO and Board member of several ASX, AIM and NASDAQ listed companies in the healthtech sector. Currently, she is Non-Executive Director at Medicines Australia, Smartways Logistics (HOS Ltd), Viral Vector Manufacturing Facility Pty Ltd, Health Translation Group Ltd and Omico. Ms MacLeman also holds appointed positions to several industry, academic and government advisory boards.

Her broad commercial and technical experience is underpinned by a Bachelor of Pharmacy from the University of Queensland, a Master of Laws from Deakin University and a Master of Marketing from Melbourne Business School.

She is also a Fellow of ATSE and Graduate of Australian Institute of Company Directors (AICD).

3.2 Recommendation

The Directors (other than Ms Sue MacLeman) recommend that Shareholders vote in favour of this Resolution 2. The Chair intends to exercise all undirected proxies in favour of Resolution 2.

4. RESOLUTION 3: ELECTION OF MS MAUREEN BAKER

4.1 Background

Article 57 of the Constitution of the Company provides that the Board may at any time appoint an additional Director, such additional Director to hold office until the next following general meeting of the Company and is then eligible for election.

Ms Baker was appointed by the Board as a Director on 27 August 2026 and therefore must stand for election at this Annual General Meeting. Being eligible, Ms Baker seeks shareholder approval to her appointment as Director, effective immediately upon the passing of this Resolution.

Ms Baker is a senior capital markets professional with over 25 years' experience in a variety of financial services roles in the investment banking and securities industry. She is currently a Non-Executive Director of Acorn Capital Investment Fund Limited (ASX: ACQ), where she chairs the Risk and Audit Committee and is also a Non-Executive Director of Vmoto Ltd (ASX: VMT).

She has previously served as the Head of Regional Equity Sales for Deutsche Bank in Hong Kong, covering the Asia-Pacific markets and investors and also held the role of Managing Director, Australian Sales at CLSA, together with other investment banking roles following her return to Australia.

Ms Baker holds a Bachelor of Commerce from the University of Melbourne, an MBA from Melbourne Business School and is a Graduate of the Australian Institute of Company Directors.

4.2 Recommendation

The Directors (other than Ms Maureen Baker) recommend that Shareholders vote in favour of this Resolution 3. The Chair intends to exercise all undirected proxies in favour of Resolution 3.

5. RESOLUTION 4: ELECTION OF MR CARL STUBBINGS

5.1 Background

Article 57 of the Constitution of the Company provides that the Board may at any time appoint an additional Director, such additional Director to hold office until the next following general meeting of the Company and is then eligible for election.

Mr Stubbings was appointed by the Board as a Director on 27 August 2026 and therefore must stand for election at this Annual General Meeting. Being eligible, Mr Stubbings seeks shareholder approval to his appointment as Director, effective immediately upon the passing of this Resolution.

Mr Stubbings is an experienced biotechnology and diagnostics executive with extensive experience in the commercialisation of diagnostic products, including sales, marketing and business development in Australia and international markets.

Mr Stubbings spent 13 years in the USA, where he served as Senior Vice President of Panbio USA Ltd and Vice President of Sales and Marketing for Focus Diagnostics, a subsidiary of Quest Diagnostics (NASDAQ: DGX). Since returning to Australia, he has held a number of executive roles, including Chief Business Officer at Benitec Biopharma Limited (ASX: BLT, NASDAQ: BNTC), CEO and Managing Director of Sienna Cancer Diagnostics Ltd (ASX: SDX), Chief Operating Officer of BARD1 (ASX: IIQ) and Chief Commercial Officer of Genetic Technologies (ASX: GTG, NASDAQ: GENE).

Currently Mr Stubbings is fractional CEO of Aptium AI, Non-Executive Director of Sanguis Bio, Chair of Diag-Nose Medical and Chair of InGeNA, the Industry Genomics Network Alliance.

Mr Stubbings holds a Bachelor of Applied Science (Medical Technology) from Queensland

University of Technology.

5.2 Recommendation

The Directors (other than Mr Carl Stubbings) recommend that Shareholders vote in favour of this Resolution 4. The Chair intends to exercise all undirected proxies in favour of Resolution 4.

6. RESOLUTION 5: APPROVAL OF 10% PLACEMENT CAPACITY

6.1 Placement capacity

Broadly speaking, and subject to a number of exceptions, 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 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 increase this 15% limit by an extra 10% to 25% (**10% Placement Facility**).

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. The Company is an eligible entity for these purposes.

Resolution 5 seeks shareholder approval by way of special resolution for the Company to have the 10% Placement Facility provided for in Listing Rule 7.1A to issue equity securities without shareholder approval.

If this Resolution 5 is passed, the Company will be able to issue equity securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval.

If this Resolution 5 is not passed, the Company will not be able to access the 10% Placement Facility to issue equity securities without shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1.

6.2 Description of Listing Rule 7.1A

Any equity securities issued under the 10% Placement Facility (**Placement Securities**) must be in the same class as an existing quoted class of equity securities of the Company. The Company, as at the date of the Notice, has on issue one class of quoted equity securities, being ordinary shares (**Shares**).

Resolution 5 is a special resolution and therefore requires approval of 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).

Eligible entities which have obtained Shareholder approval at an annual general meeting may issue or agree to issue, during the 12-month period after the date of the annual general meeting, a number of Placement Securities calculated in accordance with the formula in Listing Rule 7.1A.2.

The effect of Resolution 5 will be to allow the Directors to issue the Placement Securities under Listing Rule 7.1A during the 10% Placement Period (as defined below) without using any of the Company's 15% placement capacity under Listing Rule 7.1.

6.3 Specific information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, information is provided in relation to the approval of the 10% Placement Facility as follows:

(a) **Period for which approval will be valid**

Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A is valid from the date of the annual general meeting at which the approval is obtained and expires on the earlier to occur of:

- (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 Company's next annual general meeting; or
- (iii) the time and date of the approval by shareholders of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking), or such longer period if allowed by ASX,

(10% Placement Period).

(b) **Minimum issue price**

If any Placement Securities are issued, the minimum price the Placement Securities will be issued for cash consideration which is not less than 75% of the VWAP of equity securities in the same 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 Placement Securities are to be issued is agreed; or
- (ii) if the Placement Securities are not issued within 10 trading days of the date in paragraph (i) above, the date on which the Placement Securities are issued.

The actual number of Placement Securities that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Placement Securities in accordance with the formula prescribed in Listing Rule 7.1A.2.

(c) **Maximum Number of Shares to be Issued:**

Listing Rule 7.1A.2 provides that an eligible entity which has obtained a 7.1A mandate may, during the period of the mandate, issue or agree to issue a number of equity securities (**N**) equal to the 10% Placement Facility, calculated in accordance with the following formula prescribed in Listing Rule 7.1A.2:

$$N = (A \times D) - E$$

where:

A = is the number of shares on issue 12 months before the date of the issue or agreement:

- plus the number of fully paid ordinary securities issued in the relevant period under an exception in Listing Rule 7.2 other than exception 9, 16 or 17,
- plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within Listing Rule 7.2 exception 9 where:
 - the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or
 - the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4,
- plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within Listing Rule 7.2 exception 16 where:

- the agreement was entered into before the commencement of the relevant period; or
- the agreement or issue was approved, or taken under these rules to have been approved, under Listing Rule 7.1 or Listing Rule 7.4,

- plus the number of any other fully paid ordinary securities issued in the relevant period with approval under Listing Rule 7.1 or Listing Rule 7.4,
- plus the number of partly paid ordinary securities that became fully paid in the relevant period,
- less the number of fully paid ordinary securities cancelled in the relevant period.

(Note: "A" has the same meaning as in Listing Rule 7.1 when calculating the 15% capacity);

D = 10%;

E = the number of equity securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period (being the 12-month period immediately preceding the date of the issue or agreement), where the issue or agreement has not been subsequently approved by holders of ordinary securities under Listing Rule 7.4.

(d) Purposes for which Placement Securities may be issued

The Company may seek to issue the Placement Securities as cash consideration for the acquisition of new assets and or other investments, or as cash for general working capital purposes.

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.3 upon issue of any Placement Securities.

(e) Effect on existing (non-participating) Shareholders

If Resolution 5 is approved by Shareholders and the Company issues Placement Securities under the 10% Placement Facility, the existing Shareholders' voting power in the Company will be diluted as shown in the below table. There is a risk that:

- (i) the market price for the Company's equity securities may be significantly lower on the date of the issue of the Placement Securities than on the date of the Annual General Meeting; and
- (ii) the Placement Securities may be issued at a price that is at a discount to the market price for the Company's equity securities on the issue date.

The table below is included for illustrative purposes and shows the potential dilution of existing Shareholders on the basis of the current market price of the Shares as at 2 October 2026 and the current number of Shares for variable "A" (above) calculated in accordance with the formula in Listing Rule 7.1A.2 as at the date of this Notice.

The table also shows:

- (iii) Two examples where variable 'A' has increased by 50% and 100%. Variable 'A' is based on the number of Shares the Company has on issue as at the date of this Notice of Meeting. The number of Shares on issue may increase as a result of issues of Shares that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future shareholders' meeting; and
- (iv) Two examples where the issue price of the Shares has decreased by 50% and increased by 50% as against the current market price.

The table has been prepared on the following assumptions:

- (i) The Company issues the maximum number of Placement Securities available under the 10% Placement Facility.
- (ii) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
- (iii) The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Annual General Meeting.
- (iv) The table shows only the effect of issues of Placement Securities under Listing Rule 7.1A, not under the 15% placement capacity under Listing Rule 7.1.
- (v) The issue of Placement Securities under the 10% Placement Facility consists only of Shares.
- (vi) The issue price is \$0.08, being the closing price of the Shares on ASX on 2 October 2026.

		Dilution			
Number of Shares on Issue (Variable 'A' in Listing Rule 7.1A.2)*		Shares issued – 10% voting dilution	Issue Price		
			\$0.04	\$0.08	\$0.12
			50% decrease	Issue Price	50% increase
			Funds Raised		
Current	353,866,857	35,386,686	\$1,415,467	\$2,830,935	\$4,246,402
50% increase	530,800,285	53,080,029	\$2,123,201	\$4,246,402	\$6,369,603
100% increase	707,733,714	70,773,371	\$2,830,935	\$5,661,870	\$8,492,805

(f) **Company's share allocation policy**

The Company's share allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Placement Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:

- (i) the methods of raising funds that are available to the Company, including but not limited to, issues in which existing security holders can participate;
- (ii) the effect of the issue of the Placement Securities on the control of the Company;
- (iii) the financial situation and solvency of the Company; and
- (iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not been determined as at the date of this Notice of Meeting but may include existing substantial Shareholders and/or new Shareholders who are not related parties or associates of a related party of the Company.

(g) **Information under ASX Listing Rule 7.3A.6**

As at the date of this Notice the Company has not issued any equity securities under Listing Rule 7.1A.2 in the past 12 months preceding the date of the AGM.

Voting exclusion statement

A voting exclusion statement is provided above in this Notice. As at the date of this Notice the Company is not proposing to make an issue of equity securities under Listing Rule 7.1A.2.

6.4 Board recommendation

The Directors believe that Resolution 5 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of this Resolution 5. The Chair intends to vote undirected proxies in favour of this Resolution 5.

7. RESOLUTION 6: ADOPTION OF EMPLOYEE INCENTIVE OMNIBUS PLAN

7.1 Background

Resolution 6 seeks shareholder approval for the adoption of an employee incentive scheme, being the Employee Incentive Omnibus Plan (2026 EIOP). The approval of the 2026 EIOP will replace the 2023 EIOP which was approved by shareholders on 10 October 2023 and, being over 3 years previous, no longer falls within exception 13 of ASX Listing Rule 7.2.

A summary of the terms of the 2026 EIOP is set out in Annexure D.

ASX Listing Rules

ASX Listing Rule 7.1 requires that shareholder approval is required for an issue of securities if the securities will, when aggregated with the securities issued by the entity during the previous 12 months, exceed 15% of the number of securities on issue at the commencement of that 12-month period.

ASX Listing Rule 7.2 Exception 13 provides an exception to ASX Listing Rule 7.1 for securities issued under an employee incentive scheme within 3 years of shareholder approval of the scheme. The Company therefore seeks approval of the 2026 EIOP for the purposes of ASX Listing Rule 7.2 Exception 13 so that issues of securities under the 2026 EIOP do not impede the capacity of the Company to issue up to a further 15% of its capital without shareholder approval.

Other than the proposed issue of securities under the 2026 EIOP set out in this Notice, being:

- 287,669 deferred shares to Dr Atkins in Resolution 8
- 1,245,259 unlisted options to Ms Baker in Resolution 9
- 1,245,259 unlisted options to Mr Stubbings in Resolution 10
- 1,006,374 unlisted options to Dr Atkins in Resolution 11

The Company currently intends to issue an additional 900,000 unlisted options to eligible staff under the EIOP. 13,481,250 securities have been issued under the EIOP since it was last approved by shareholders in 2023.

Subject to the applicable issue cap under section 1100V of the Corporations Act, the maximum aggregate number of securities that may be issued under the 2026 EIOP is 5% of the current RHY Shares on issue. Any issue or agreement to issue securities under the 2026 EIOP will be announced to ASX.

Corporations Act

Approval is also sought through Resolution 6 for the purposes of sections 259B and 260C of the *Corporations Act* 2001 (Cth).

The 2026 EIOP provides that the Company may provide financial assistance (in the form of an interest free, limited recourse loan) to participants to fund the acquisition price of shares issued under the 2026 EIOP, further details of which are set out in summary in Annexure D. Under section 260C(4) of the Corporations Act, a company may financially assist a person to acquire shares if the financial assistance is given under an employee share scheme that is approved by shareholders at a general meeting. Resolution 6 seeks approval of the 2026 EIOP for the purposes of section 260C(4) of the Corporations Act.

The 2026 EIOP also provides for the Company to take security over shares issued under the 2026 EIOP to secure loan repayment obligations and places restrictions on transfer and voting which may constitute taking security over its own shares. Section 259B(1) of the Corporations Act provides that a company must not take security over shares in itself except as permitted by the Corporations Act. Section 259B(2) provides that the Company may take security over shares in itself under an employee share scheme that has been approved by shareholders at a general meeting.

Resolution 6 seeks approval of the 2026 EIOP for the purposes of section 259B(2) of the Corporations Act.

General

An electronic copy of the 2026 EIOP can be made available to shareholders upon request to the Company.

A voting exclusion statement as set out in the Notice applies to this Resolution 6.

Voting Note

This Special Resolution must be passed by 75% of votes present, including proxies.

7.2 Board Recommendation

The Directors believe that Resolution 6 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of this Resolution 6. The Chair intends to vote undirected proxies in favour of this Resolution 6.

8. RESOLUTIONS 7A RATIFICATION OF PRIOR ISSUE OF UNDERWRITING AGREEMENT OPTIONS AND 7B RATIFICATION OF PRIOR ISSUE OF UNDERWRITER OPTIONS

The Company announced on 25 February 2026 that it had entered into a binding option underwriting agreement (**Underwriting Agreement**) with CPS Capital Group Pty Ltd (**CPS**, the **Underwriter**) to partially underwrite the exercise of Listed Options (ASX: RHYO), as described in the Prospectus dated 30 March 2026 (**Prospectus**).

On 17 April 2026 (**Issue Date**), pursuant to the Underwriting Agreement, the Company issued 9,166,667 RHYOA options to sophisticated and professional investors introduced by CPS (**Underwriting Agreement Options**) and 3,000,000 RHYOA options to CPS (**Underwriter Options**).

The options were issued under the Company's Listing Rule 7.1 capacity.

Resolution 7A seeks Shareholder ratification of 9,166,667 RHYOA Underwriting Agreement Options issued to sophisticated and professional investors and Resolution 7B seeks Shareholder ratification of the 3,000,000 RHYOA Underwriter Options issued to CPS. The terms and conditions of the RHYOA Options are detailed at Annexure A.

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

The issue of the Underwriting Agreement Options and Underwriter Options does not fall within

any of the exceptions to Listing Rule 7.1 and, as it has not yet been approved by the Company's Shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without Shareholder approval under Listing Rule 7.1 for the 12 month period following the Issue Date.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the Company's capacity to issue further equity securities without Shareholder approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

To this end, Resolution 7A and Resolution 7B seek shareholder approval to the issue of the Underwriting Agreement Options and Underwriter Options under and for the purposes of Listing Rule 7.4.

If Resolution 7A and Resolution 7B are passed, the issue of the Underwriting Agreement Options and Underwriter Options will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the Issue Date.

If Resolution 7A and Resolution 7B are not passed, the issue of the Underwriting Agreement Options and Underwriter Options will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without Shareholder approval over the 12 month period following the Issue Date (unless ratified by Shareholders prior to 17 April 2027).

8.1 Technical information required by ASX Listing Rule 7.5

ASX Listing Rule 7.5 requires that the meeting documents concerning a proposed resolution to ratify an issue of securities in accordance with ASX Listing Rule 7.4 must include the following information:

(a) The names of the allottees:

Res 7A Professional and sophisticated investors (as defined in sections 708(8) and 708(11) of the Corporations Act) introduced by CPS Capital Group Pty Ltd
Res 7B CPS Capital Group Pty Ltd and nominees

(b) The number of securities the entity issued:

Res 7A 9,166,667 RHYOA listed options
Res 7B 3,000,000 RHYOA listed options

(c) The date the securities were issued:

Res 7A and Res 7B
17 April 2026

(d) The issue price of the securities:

Res 7A nil consideration (on the basis of 1 RHYOA Option for every 3 Shortfall Shares issued under the Underwriting Agreement)
Res 7B \$0.00001 per Option

(e) The purpose and intended use of the funds raised:

Res 7A and Res 7B

Per the Prospectus, no funds were raised as a result of the Underwriting Agreement Options Offer. The Company will receive \$0.20 for each option exercised. If all Underwriting Agreement Options and Underwriter Options are exercised, the Company will receive approximately \$2.4 million. There is no certainty that any of the Underwriting Agreement Options and Underwriter Options will be exercised. Funds raised from the exercise of the Underwriting Agreement Options and Underwriter Options are intended to be applied

towards working capital. The application of funds will depend on when Underwriting Agreement Options and Underwriter Options are exercised and the status of the Company's projects and requirements at the relevant time.

(f) **If the securities were issued under an agreement, a summary of the material terms of the agreement:**

Res 7A and Res 7B

The Underwriting Agreement Options and Underwriter Options were issued to investors under the Underwriting Agreement with CPS Capital Group Pty Ltd announced on 25 February 2026.

(g) **A voting exclusion statement:**

Res 7A and Res 7B

Voting exclusion statements are provided above in this Notice.

8.2 Board recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 7A and Resolution 7B. The Chair intends to vote undirected proxies in favour of Resolution 7A and Resolution 7B.

9. RESOLUTION 8: APPROVAL OF ISSUE OF DEFERRED SHARES TO DR DAVID ATKINS

Resolution 8 seeks shareholder approval to issue 287,669 Deferred Shares to Director Dr David Atkins under the Company's Employee Incentive Omnibus Plan. Each Deferred Share is proposed to be issued at \$0.085 and escrowed for 2 years from the date of issue.

The Deferred Shares are fully paid ordinary shares ranking equally in all respects with all other fully paid ordinary existing shares on issue in the Company, escrowed for 2 years from date of issue.

Dr Atkins, being a Director, is a related party of the Company for the purposes of the Corporations Act and the ASX Listing Rules.

9.1 Chapter 2E of the Corporations Act

Please refer to section 10.1 of this Explanatory Memorandum for background information in relation to Chapter 2E of the Corporations Act.

The Directors (other than Dr Atkins who has a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the grant of Deferred Shares to Dr Atkins because the proposed grant of the Deferred Shares was negotiated on an arm's length basis and therefore falls within the exception under section 210 of the Corporations Act.

The issue of these Deferred Shares to Dr Atkins has been aligned to his role as Managing Director of the Company.

9.2 ASX Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

- (a) a director of the company (Listing Rule 10.14.1);
- (b) an associate of a director of the company (Listing Rule 10.14.2); or
- (c) a person whose relationship with the company or a person referred to in (a) or (b) is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3), unless it obtains the approval of its shareholders.

The proposed issue of the Deferred Shares to Dr Atkins, being a Director and therefore a related party of the Company, falls within paragraph (a) above (being Listing Rule 10.14.1) and therefore requires the approval of the Company's shareholders under Listing Rule 10.14.

If Resolution 8 is passed, the Company will be able to proceed with the issue of the Deferred Shares no later than 3 years after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules).

If Resolution 8 is not passed, the Company will not issue any Deferred Shares.

9.3 Technical information required by ASX Listing Rule 10.15

ASX Listing Rule 10.15 requires that the notice of meeting in relation to a proposed resolution to approve an issue of securities under Listing Rule 10.14, include the following information:

- (a) **The name of the person to whom the securities will be issued and Listing Rule 10.14 category:**
The Deferred Shares are proposed to be issued to Dr David Atkins (or his associate), being a Director (Listing Rule 10.14.1 applies).
- (b) **The number and class of securities to be issued to the person:**
287,669 Deferred Shares
- (c) **The details of the Director's current total remuneration package is:**
\$562,605
- (d) **Number of securities that have been previously issued to the person under the scheme and the average acquisition price paid (if any)**
Dr David Atkins has been issued with the following securities under the EIOP:
 - *In 2024, 4 million Loan Funded Shares at an issue price of \$0.10 per Share and 4 million unlisted options for nil consideration.*
 - *In 2025, 583,501 Loan Funded Shares at an issue price of \$0.10 per Share, 409,500 deferred shares for nil consideration, and 466,820 unlisted options for nil consideration.*
- (e) **The date by which the entity will issue the securities:**
The Deferred Shares will be issued no later than 3 years after the date of this Meeting.
- (f) **The price at which the entity will issue the securities:**
The Deferred Shares will be issued at a price of \$0.085 per Share.
- (g) **A summary of the material terms of the scheme**
A summary of the material terms of the Company's Employee Incentive Omnibus Plan is set out in Annexure D to this Notice.
- (h) **Statement required under Listing Rule 10.15.11**
The details of any securities issued under the Plan will be published in the Company's annual report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after the resolution is approved and who were not named in this Notice will not participate until approval is obtained under that rule.
- (i) **A voting exclusion statement:**
A voting exclusion statement is provided above in this Notice.

9.4 Board Recommendation

The Directors (other than Dr Atkins) recommend that Shareholders vote in favour of Resolution

8. Due to the interest he has in the outcome of Resolution 8, Dr Atkins makes no recommendation to Shareholders in relation to Resolution 8.

10. RESOLUTIONS 9 TO 11: APPROVAL OF ISSUE OF OPTIONS TO DIRECTORS (MS MAUREEN BAKER, MR CARL STUBBINGS AND DR DAVID ATKINS)

Resolutions 9 to 11 seek shareholder approval for the issue of unlisted options to the Directors of the Company under the Company's Employee Incentive Omnibus Plan (**Plan**) as follows:

(a) **Ms Maureen Baker** - 1,245,259 unlisted options (Resolution 9);

(b) **Mr Carl Stubbings** - 1,245,259 unlisted options (Resolution 10);

each with an exercise price of \$0.20, expiry date of 24 November 2030 and which, upon exercise, entitle the holder to one fully paid ordinary share in the Company (**Related Party Options**),

(c) **Dr David Atkins** – 1,006,374 unlisted options (Resolution 11)

each with an exercise price of \$0.20, expiry date of 21 July 2030 and which, upon exercise, entitle the holder to one fully paid ordinary share in the Company (**MD Options**) under the Company's Employee Incentive Omnibus Plan.

Directors are related parties of the Company for the purposes of the Corporations Act and the ASX Listing Rules. The full terms of the Related Party Options are set out in **Annexure B** to this Notice. The full terms of the MD Options are set out in **Annexure C** to this Notice.

10.1 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act requires that for a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval, unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The proposed grants of Related Party Options and MD Options constitute giving a financial benefit to the directors.

Resolution 9 - The Directors (other than Ms Maureen Baker who has a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the grant of Related Party Options to Ms Baker because the proposed grant of the Related Party Options, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis and therefore falls within the exceptions under section 210 and 211 of the Corporations Act.

Resolution 10 - The Directors (other than Mr Carl Stubbings who has a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the grant of Related Party Options to Mr Stubbings because the proposed grant of the Related Party Options, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis and therefore falls within the exceptions under section 210 and 211 of the Corporations Act.

Resolution 11 - The Directors (other than Dr Atkins who has a material personal interest in the Resolution) consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the grant of MD Options to Dr Atkins because the proposed grant

of the MD Options, is considered reasonable remuneration in the circumstances and was negotiated on an arm's length basis and therefore falls within the exceptions under section 210 and 211 of the Corporations Act.

The issue of these MD Options to Dr Atkins has been aligned to his role as Managing Director of the Company.

10.2 ASX Listing Rule 10.14

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

- (a) a director of the company (Listing Rule 10.14.1);
- (b) an associate of a director of the company (Listing Rule 10.14.2); or
- (c) a person whose relationship with the company or a person referred to in (a) or (b) is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The proposed issues of the Related Party Options to Ms Baker and Mr Stubbings and MD Options to Dr Atkins, each being a Director and therefore related parties of the Company, fall within paragraph (a) above (being Listing Rule 10.14.1) and therefore requires the approval of the Company's shareholders under Listing Rule 10.14.

If Resolutions 9 to 11 are passed, the Company will be able to proceed with the issue of the Related Party Options and MD Options no later than 3 years after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules).

If Resolutions 9 to 11 are not passed, the Company will not issue any Related Party Options and MD Options.

Approval pursuant to ASX Listing Rule 7.1 is not required for the grant of the Related Party Options and MD Options as approval is being obtained under ASX Listing Rule 10.14. Accordingly, the grant of Related Party Options and MD Options to the directors (or their controlled associates) will not be included in the use of the Company's 15% annual placement capacity pursuant to ASX Listing Rule 7.1.

10.3 Technical information required by ASX Listing Rule 10.15

ASX Listing Rule 10.15 requires that the notice of meeting in relation to a proposed resolution to approve an issue of securities under Listing Rule 10.14, include the following information:

- (a) **The name of the person to whom the securities will be issued and Listing Rule 10.14 category:**
The Related Party Options are proposed to be issued to Ms Maureen Baker and Mr Carl Stubbings (or their associates) and the MD Options are proposed to be issued to Dr David Atkins (or his associate), each being a Director (Listing Rule 10.14.1 applies).
- (b) **The number and class of securities to be issued to the person:**

Resolution	Director	Number of securities to be issued
Resolution 9	Maureen Baker	1,245,259 Related Party Options
Resolution 10	Carl Stubbings	1,245,259 Related Party Options
Resolution 11	David Atkins	1,006,374 MD Options

- (c) **The details of the Directors' current total remuneration package are:**

Director	Annual remuneration
David Atkins	\$562,605
Maureen Baker	\$52,500
Carl Stubbings	\$52,500

- (d) **Number of securities that have been previously issued to the person under the scheme and the average acquisition price paid (if any)**

Ms Baker has not previously been issued any securities under the Plan.

Mr Stubbings has not previously been issued any securities under the Plan.

Dr David Atkins has been issued with the following securities under the EIOP:

- In 2024, 4 million Loan Funded Shares at an issue price of \$0.10 per Share and 4 million unlisted options for nil consideration.*
- In 2025, 583,501 Loan Funded Shares at an issue price of \$0.10 per Share, 409,500 deferred shares for nil consideration, and 466,820 unlisted options for nil consideration.*

- (e) **The date by which the entity will issue the securities:**

The Related Party Options and MD Options will be granted no later than 3 years after the date of this Meeting.

- (f) **The price at which the entity will issue the securities:**

The Related Party Options and MD Options will be issued for nil cash consideration, accordingly, no funds will be raised upon issue.

- (g) **Material terms of securities, rationale and value**

The terms and conditions of the Related Party Options are set out in Annexure B to this Notice and the terms and conditions of the MD Options are set out in Annexure C to this Notice.

The reasons for issuing the Related Party Options and MD Options are:

- to align the Directors while preserving the cash resources of the Company;*
- they are considered reasonable remuneration in the circumstances; and*
- they are consistent with the prior issue of options to Directors of the Company.*

Using the Black Scholes method of valuation, the Company values the MD Options at \$48,910 and the Related Party Options and at an aggregate of \$115,560.

- (h) **A summary of the material terms of the scheme**

A summary of the material terms of the Company's Employee Incentive Omnibus Plan is set out in Annexure D to this Notice.

- (i) **Statement required under Listing Rule 10.15.11**

The details of any securities issued under the Plan will be published in the Company's annual report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after the resolution is approved and who were not named in this Notice will not participate until approval is obtained under

that rule.

- (j) **A voting exclusion statement:**
A voting exclusion statement is provided above in this Notice.

10.4 Board Recommendations

Resolution 9 - The Directors (other than Ms Baker) recommend that Shareholders vote in favour of Resolution 9. Due to the interest she has in the outcome of Resolution 9, Ms Baker makes no recommendation to Shareholders in relation to Resolution 9.

Resolution 10 - The Directors (other than Mr Stubbings) recommend that Shareholders vote in favour of Resolution 10. Due to the interest he has in the outcome of Resolution 10, Mr Stubbings makes no recommendation to Shareholders in relation to Resolution 10.

Resolution 11 - The Directors (other than Dr Atkins) recommend that Shareholders vote in favour of Resolution 11. Due to the interest he has in the outcome of Resolution 11, Dr Atkins makes no recommendation to Shareholders in relation to Resolution 11.

11. FURTHER INFORMATION

The Directors are not aware of any other information which is relevant to the consideration by members of the proposed Resolutions set out in this Notice of Meeting.

The Directors recommend members read this Explanatory Memorandum in full and, if desired, seek advice from their own independent financial or legal adviser as to the effect of the proposed resolutions before making any decision in relation to the proposed Resolutions.

Glossary

DEFINITIONS

The following definitions are used in the Notice of Meeting and the Explanatory Memorandum:

Annual General Meeting / AGM means the annual general meeting of the Company to be held at the offices of the Offices of K&L Gates, Rialto South Tower, Level 25 525 Collins Street, Melbourne 3000 Victoria on 24 November 2026 and online at 11:00 AM AEDT pursuant to the Notice of Meeting.

ASX means ASX Limited ACN 008 624 691.

ASX Listing Rules or **Listing Rules** means the Listing Rules of the ASX as amended from time to time.

Board means the board of Directors of the Company.

Closely Related Party means:

- (a) a spouse or child of the Key Management Personnel;
- (b) a child of the Key Management Personnel's spouse;
- (c) a dependant of the Key Management Personnel or of the Key Management Personnel's spouse;
- (d) anyone else who is one of the Key Management Personnel's family and may be expected to influence the Key Management Personnel, or be influenced by the Key Management Personnel, in the member's dealings with the entity;
- (e) a company under the Key Management Personnel's controls; or
- (f) a person prescribed by the regulations.

Company means Rhythm Biosciences Limited ACN 619 459 335. **Corporations Act or Act** means the *Corporations Act 2001* (Cth). **Director** means a director of the Company.

Explanatory Memorandum means the explanatory memorandum attached to this Notice.

Key Management Personnel or KMP means the key personnel as disclosed in the Remuneration Report.

Meeting means the annual general meeting subject to this Notice.

Notice of Meeting or **Notice** means this notice of Annual General Meeting.

Option means an option acquire a Share.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report of the Company for the year ended 30 June 2026 as set out in the Company's Annual Report for the year ended 30 June 2026.

Resolution means the resolutions referred to in the Notice of Meeting.

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

Share Registry means Automic Registry Services

RHYOA Options means options quoted on ASX with an exercise price of \$0.20 and expiry date of 30 November 2027.

Shareholder means a holder of a Share.

Underwriter Options means options issued under the Underwriter Option Options Offer in the Prospectus dated 30 March 2026.

Underwriting Agreement Options means options issued under the Underwriting Agreement Options Offer in the Prospectus dated 30 March 2026.

Annexure A – RHYOA Option Terms and Conditions

Each option (**Option**) entitles the holder (**Option Holder**) to subscribe for and be issued one fully paid ordinary share (**Share**) in **Rhythm Biosciences Limited** ACN 619 459 335 (**Company**) on the following terms:

1. Subject to clause 2 and any restrictions imposed by the ASX Limited (**ASX**), each Option is exercisable at any time after the date it is issued (**Issue Date**), until and including their expiry date, namely 5 PM (AEDT) on 30 November 2027 (**Expiry Date**). Any Options not exercised by the Expiry Date will automatically lapse at 5 PM on the Expiry Date.
2. The Options may be exercised for part or all of the Options held at a particular time by the Option Holder paying to the Company at its registered office prior to the Expiry Date the exercise price of A\$0.20 per Option (**Exercise Price**).
3. On receipt by the Company of the payment of the Exercise Price, the Company must, within 5 Business Days and if the Shares are listed on the ASX within the time period prescribed by the Listing Rules of the ASX (ASX Listing Rules):
 - (a) allot to the Option Holder one Share in the Company for each Option exercised by the Option Holder;
 - (b) cause to be despatched to the Option Holder the relevant acknowledgement of issue, a holding statement or share certificate (as applicable) as soon as is reasonably practicable detailing the issue of the relevant Share/s; and
 - (c) issue (if applicable) a new holding statement (or option certificate) for the balance of the Options that remain unexercised.
4. Shares allotted on the exercise of Options will rank equally in all respects with the then existing issued ordinary fully paid shares in the capital of the Company (except in respect to any dividends which shall have been declared but not yet distributed before the actual exercise of an Option) and will be subject to the provisions of the Constitution of the Company.
5. The Options are transferable in accordance with the ASX Listing Rules.
6. If any reorganisation (including consolidation, subdivision, reduction, return or cancellation) of the issued capital of the Company occurs before the expiry of any Options, the number of Options to which each Option Holder is entitled or the Exercise Price of his or her Options or both must be reorganised in accordance with the ASX Listing Rules applying to a reorganisation at the time of the reorganisation (which adjustment formula will apply even where the Company is not admitted to the ASX Official List).
7. An Option does not confer the right to participate in new issues of capital offered to holders of Shares during the currency of the Options without exercising the Options. However, the Company will use reasonable endeavours to see that for the purpose of determining Rights Entitlements to any such issue, the Option Holder is to receive at least 2 Business Days written notice from the Company of the pending closing or record date and sufficient time for the Option Holder to exercise the Options prior to that closing or record date in order to qualify for participation.
8. In the event of the liquidation of the Company, all unexercised Options will lapse upon the occurrence of that liquidation.
9. The Options do not provide any entitlement to dividends paid to ordinary shareholders.
10. The Options do not entitle the Option Holder to vote at any meeting of shareholders
11. To the extent (if any) that any of these Option Terms and Conditions are inconsistent with or contrary to the ASX Listing Rules, the ASX Listing Rules provisions will prevail and these Option Terms and Conditions are deemed to incorporate the relevant ASX Listing Rules provisions as an amendment to these terms; and
12. These Option Terms and Conditions are governed by the laws of Victoria. The parties submit to the non-exclusive jurisdiction of the courts of Victoria.

Annexure B – Related Party Option Terms and Conditions

Entitlement	Each Related Party Option entitles the holder to subscribe for one fully paid ordinary share (Share) upon exercise of the Related Party Option.
Exercise Price	The amount payable upon exercise of each Related Party Option will be \$0.20 (Exercise Price), subject to any future reconstruction of capital.
Vesting Conditions	Options will vest upon the achievement of various time-based anniversary and are subject to the recipients remaining as a Directors of the Company over the Vesting Period.
Vesting Period	Options will vest over the period of 2 years from the grant date of the Options.
Cessation of appointment	Pro-rata vesting as to the period of service provided related to the vesting conditions which apply to the Options.
Expiry Date	The Related Party Options will expire on 24 November 2030, if not exercised.
Exercise Period	The Related Party Options are exercisable at any time on or prior to the Expiry Date (Exercise Period) as and to the extent they have satisfied their Vesting Conditions.
Notice of Exercise	The Related Party Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Related Party Option certificate (Notice of Exercise) and payment of the Exercise Price for each Related Party Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
Exercise Date	A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Related Party Option being exercised in cleared funds (Exercise Date).
Timing of issue of Shares on exercise	Within 5 Business Days after the Exercise Date, the Company will: (g) issue the number of Shares required under these terms and conditions in respect of the number of Related Party Options specified in the Notice of Exercise and for which cleared funds have been received by the Company; and (h) if admitted to the office list of ASX at the time, apply for official quotation of ASX of Shares issued pursuant to the exercise of the Related Party Options.
Shares issued on exercise	Shares issued on exercise of the Options rank equally with the then issued shares of the Company (other than those Shares for which dividends may have already been declared).
Change of control	All Options will automatically vest, and all vesting conditions will be deemed to have been satisfied in full if a Liquidity Event occurs. A "Liquidity Event" is defined as: (a) where a bidder under a takeover offer (as defined in the Corporations Act) has acceptances for more than 50% of the ordinary shares in the Company and there are no unsatisfied conditions (or conditions that have not been waived) under the bid, or (b) on shareholder approval being obtained for a scheme of arrangement (as defined in the Corporations Act) with respect to the assets or securities of the Company; or (c) completion under a contract of sale with a third-party purchaser of all, or substantially all, of the assets and undertaking of the Company.
Reconstruction of capital	If at any time the issued capital of the Company is reconstructed, all rights of a Related Party Option holder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.
Participation in new issue	There are no participation rights or entitlements inherent in the Related Party Options and holders will not be entitled to participate in new issues of capital

	offered to Shareholders during the currency of the Related Party Options without first exercising the Related Party Options.
Change in exercise price	A Related Party Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Related Party Option can be exercised.
Transferability	The Related Party Options are transferrable subject to any restrictions applicable under the Vesting Conditions, any restriction or escrow arrangement imposed by ASX or under applicable Australian securities laws.
Liquidation	In the event of the liquidation of the Company, all unvested or unexercised Options will lapse upon the occurrence of that liquidation.
No Dividends	The Options do not provide any entitlement to dividends paid to ordinary shareholders.
No Voting	The Options do not entitle the Option Holder to vote at any meeting of shareholders
ASX Listing Rules Prevail	To the extent (if any) that any of these Option Terms and Conditions are inconsistent with or contrary to the ASX Listing Rules, the ASX Listing Rules provisions will prevail and these Option Terms and Conditions are deemed to incorporate the relevant ASX Listing Rules provisions as an amendment to these terms.
Governing Law	These Terms and Conditions are governed by the laws of Victoria. The parties submit to the non-exclusive jurisdiction of the courts of Victoria.

Annexure C – MD Option Terms and Conditions

Entitlement	Each MD Option entitles the holder to subscribe for one fully paid ordinary share (Share) upon exercise of the Related Party Option.
Exercise Price	The amount payable upon exercise of each MD Option will be \$0.20 (Exercise Price), subject to any future reconstruction of capital.
Vesting Conditions	Options will vest upon the achievement of various time-based anniversary and are subject to the recipients remaining as a Directors of the Company over the Vesting Period.
Vesting Period	Options will vest over the period of 2 years from the grant date of the Options
Cessation of appointment	Pro-rata vesting as to the period of service provided related to the vesting conditions which apply to the Options.
Expiry Date	The Related Party Options will expire on 21 July 2030, if not exercised.
Exercise Period	The Related Party Options are exercisable at any time on or prior to the Expiry Date (Exercise Period) as and to the extent they have satisfied their Vesting Conditions.
Notice of Exercise	The Related Party Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the MD Option certificate (Notice of Exercise) and payment of the Exercise Price for each MD Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.
Exercise Date	A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each MD Option being exercised in cleared funds (Exercise Date).
Timing of issue of Shares on exercise	Within 5 Business Days after the Exercise Date, the Company will: (i) issue the number of Shares required under these terms and conditions in respect of the number of Related Party Options specified in the Notice of Exercise and for which cleared funds have been received by the Company; and (j) if admitted to the office list of ASX at the time, apply for official quotation of ASX of Shares issued pursuant to the exercise of the Related Party Options.
Shares issued on exercise	Shares issued on exercise of the Options rank equally with the then issued shares of the Company (other than those Shares for which dividends may have already been declared).
Change of control	All Options will automatically vest, and all vesting conditions will be deemed to have been satisfied in full if a Liquidity Event occurs. A "Liquidity Event" is defined as: (b) where a bidder under a takeover offer (as defined in the Corporations Act) has acceptances for more than 50% of the ordinary shares in the Company and there are no unsatisfied conditions (or conditions that have not been waived) under the bid, or (d) on shareholder approval being obtained for a scheme of arrangement (as defined in the Corporations Act) with respect to the assets or securities of the Company; or (e) completion under a contract of sale with a third-party purchaser of all, or substantially all, of the assets and undertaking of the Company.
Reconstruction of capital	If at any time the issued capital of the Company is reconstructed, all rights of a MD Option holder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.
Participation in new issue	There are no participation rights or entitlements inherent in the Related Party Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Related Party Options without first exercising the Related Party Options.

Change in exercise price	A MD Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the MD Option can be exercised.
Transferability	The Related Party Options are transferrable subject to any restrictions applicable under the Vesting Conditions, any restriction or escrow arrangement imposed by ASX or under applicable Australian securities laws.
Liquidation	In the event of the liquidation of the Company, all unvested or unexercised Options will lapse upon the occurrence of that liquidation.
No Dividends	The Options do not provide any entitlement to dividends paid to ordinary shareholders.
No Voting	The Options do not entitle the Option Holder to vote at any meeting of shareholders
ASX Listing Rules Prevail	To the extent (if any) that any of these Option Terms and Conditions are inconsistent with or contrary to the ASX Listing Rules, the ASX Listing Rules provisions will prevail and these Option Terms and Conditions are deemed to incorporate the relevant ASX Listing Rules provisions as an amendment to these terms.
Governing Law	These Terms and Conditions are governed by the laws of Victoria. The parties submit to the non-exclusive jurisdiction of the courts of Victoria.

Annexure D – Summary of material terms of 2026 Employee Incentive Omnibus Plan

The purpose of the Employee Incentive Omnibus Plan (Plan or EIOP) is to provide eligible participants with an incentive to contribute to the performance and growth of the Company, assist in attracting and retaining personnel and align the interests of participants with those of Shareholders.

Eligible Participants include employees, contractors and directors (including prospective employees, contractors and directors) of the Company or another member of the Company Group, as selected by the Board.

The Plan provides for the grant of Options, Performance Rights, Loan Shares, Deferred Share Awards and Exempt Share Awards. The Board determines the Participants, number and type of Awards and the terms applicable to each Award, including any issue or exercise price, vesting conditions, expiry date and restriction period.

An Offer must not be made if it would cause the number of Shares issued or that may be issued under Awards made under the Plan to exceed 5% of the Shares on issue at the time of the Offer, subject to the Corporations Act and ASX Listing Rules.

The Company may provide an interest-free, limited recourse Acquisition Loan to a participant to fund the acquisition of Loan Shares. The Company may take security over the Loan Shares and impose a holding lock until applicable vesting conditions are satisfied and / or the Acquisition Loan is repaid.

Awards vest in accordance with any vesting conditions specified in the relevant Offer. The Plan also contains provisions dealing with cessation of employment or engagement, including the treatment of Good Leavers and other Leavers. Unless the Board determines otherwise, a Good Leaver may retain vested Awards but unvested Awards lapse, while both vested and unvested Awards held by a Leaver lapse.

The Plan contains provisions dealing with restrictions on Awards, clawback, takeovers and other change of control events, capital reorganisations and adjustments to Awards. The Board has broad discretion to administer the Plan, subject to the Corporations Act, the ASX Listing Rules and other applicable laws.

The Board may amend, suspend or terminate the Plan subject to applicable law and the protection of participants' accrued rights.

Proxy Voting Form

If you are attending the virtual Meeting please retain this Proxy Voting Form for online Securityholder registration.

Sample

Your proxy voting instruction must be received by **11:00am (AEDT) on Sunday, 22 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)

26 October 2026

Annual General Meeting

Dear Shareholder

The Board of Rhythm Biosciences Limited ACN 619 459 335 (**ASX: RHY**) (the **Company**) advises shareholders that it will be convening its Annual General Meeting (**Meeting**) at 11:00 AM (**AEDT**) on Tuesday, 24 November 2026 at the Offices of K&L Gates, Rialto South Tower, Level 25, 525 Collins Street, Melbourne, Victoria and online.

The Meeting will be a Hybrid meeting. Shareholders attending online will be able to watch, listen, ask questions and vote online. Online attendees are encouraged to pre-register as far in advance of the day of the Meeting as practical:

https://us02web.zoom.us/webinar/register/WN_UxCQLsaNSW63hJyVwvPrpQ

Your proxy voting instruction must be received by 11:00 AM (AEDT) on Sunday, 22 November 2026, not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting. For further information on the proxy lodgement process, please contact the Company's share registry, Automic.

In accordance with section 110D of the Corporations Act 2001 (Cth) (as inserted by the Corporations Amendment (Meetings and Documents) Act 2022 (Cth)), the Company will not be dispatching physical copies of the Notice of Meeting and Explanatory Memorandum (**Notice**) or Proxy Form unless Shareholders have notified the Company of their preference to receive documents in physical form. Instead a copy of the Notice and Proxy Form is available for download from:

- The Company's share registry, Automic; or
- The Company Information page on ASX.

The resolutions will be decided by way of a Poll. If you are unable to attend the Meeting, you may wish to email any questions you want addressed at the Meeting by emailing them to Au.cosec@acclime.com by 11:00 AM (AEDT) on Tuesday 17 November 2026.

The Board looks forward to welcoming you to the Meeting.

Yours faithfully

Mark Licciardo
Company Secretary