

17 OCTOBER 2025

2025 ANNUAL GENERAL MEETING

PYC Therapeutics Limited (ASX:PYC) (**PYC** or the **Company**) advises that the Annual General Meeting of the Company (**AGM**) will be held on Tuesday, 18 November 2025 at 8:30 am AWST.

The AGM will be held at the Auditorium, The Harry Perkins Institute of Medical Research, QEII Medical Centre, 6 Verdun Street, Nedlands, Western Australia.

Please see attached a Notice of Annual General Meeting and a letter to shareholders advising further detail of the meeting and accessing documents.

This announcement was approved for release by the Board of PYC Therapeutics Limited.

About PYC Therapeutics

PYC Therapeutics (ASX: PYC) is a clinical-stage biotechnology company creating a new generation of RNA therapies to change the lives of patients with genetic diseases. The Company utilises its proprietary drug delivery platform to enhance the potency of precision medicines within the rapidly growing and commercially proven RNA therapeutic class. PYC's drug development programs target monogenic diseases – the indications with the highest likelihood of success in clinical development ¹.

For more information, visit pyctx.com, or follow us on [LinkedIn](#).

Forward looking statements

Any forward-looking statements in this ASX announcement have been prepared on the basis of a number of assumptions which may prove incorrect and the current intentions, plans, expectations, and beliefs about future events are subject to risks, uncertainties and other factors, many of which are outside the Company's control. Important factors that could cause actual results to differ materially from assumptions or expectations expressed or implied in this ASX announcement include known and unknown risks. Because actual results could differ materially to assumptions made and the Company's current intentions, plans, expectations, and beliefs about the future, you are urged to view all forward-looking statements contained in this ASX announcement with caution. The Company undertakes no obligation to publicly update any forward-looking statement whether as a result of new information, future events or otherwise.

¹ Advancing Human Genetics Research and Drug Discovery through Exome Sequencing of the UK Biobank
<https://doi.org/10.1101/2020.11.02.2022232>

This ASX announcement should not be relied on as a recommendation or forecast by the Company. Nothing in this ASX announcement should be construed as either an offer to sell or a solicitation of an offer to buy or sell shares in any jurisdiction.

CONTACT US

Investor relations and media contact

investor@pyctx.com





17 October 2025

Dear Shareholders,

ANNUAL GENERAL MEETING – NOTICE AND PROXY FORM

PYC Therapeutics Limited's (**PYC or the Company**) 2025 Annual General Meeting is scheduled to be held at the Auditorium, The Harry Perkins Institute of Medical Research, QEII Medical Centre, 6 Verdun Street, Nedlands, Western Australia on Tuesday, 18 November 2025 at 8.30am (AWST) (**Meeting**).

In accordance with the *Corporations Amendments (Meetings and Documents) Act 2022* (Cth)) which came into effect on 1 April 2022, the Company will not be sending physical copies of the Notice of Meeting, and accompanying Explanatory Memorandum (**Meeting Materials**), to shareholders unless they have made a valid election to receive documents in physical copy.

Instead, a copy of the Meeting Materials will be available electronically on the Company's website at <https://pyctx.com/investors/asx-announcements/>

As you have not elected to receive notices by email, a copy of your personalised proxy form is enclosed for your convenience.

Accordingly, the Directors **strongly encourage all Shareholders to lodge their directed proxy votes prior to the Meeting and appoint the Chair as their proxy** in accordance with the instructions set out in the proxy form. All voting at the Meeting will be conducted by poll.

If Shareholders do not attend the Meeting in person, they will be able to participate by:

- (a) voting prior to the Meeting by lodging the enclosed proxy form attached to the Notice of Meeting by no later than 8.30am (AWST) on 16 November 2025, as per the instructions on the proxy form; and
- (b) lodging questions in advance of the Meeting by emailing the questions to the CEO at investor@pyctx.com by no later than 14 November 2025.

If you have any difficulties obtaining a copy of the Meeting Materials, please contact the Company Secretary at investor@pyctx.com.

PYC shareholders who wish to update their details to be able to receive communications and notices electronically can do so by visiting the Company's share registry website at <https://investor.automic.com.au> and registering an account.

Sincerely,

Kevin Hart
Company Secretary



PYC Therapeutics Limited
ACN 098 391 961

Notice of Annual General Meeting

THIS IS AN IMPORTANT DOCUMENT AND REQUIRES YOUR ATTENTION

If you are in any doubt as to the contents of this document or how to deal with it, please consult your financial or other professional adviser.

The Annual General Meeting will be held:

- at the Auditorium, The Harry Perkins Institute of Medical Research, QEII Medical Centre, 6 Verdun Street, Nedlands, Western Australia
- on Tuesday, 18 November 2025 at 8.30am AWST

You can vote by:

- attending and voting at the meeting; or
- appointing someone as your proxy to attend and vote at the meeting on your behalf, by completing and returning the Proxy Form to the Company in the manner set out in the Proxy Form accompanying this Notice.

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**PYC Therapeutics Limited
ACN 098 391 961
(Company)**

Notice of Annual General Meeting

Notice is given that the Annual General Meeting of PYC Therapeutics Limited (**PYC** or **Company**) will be held at the Auditorium in The Harry Perkins Institute of Medical Research, QEII Medical Centre, 6 Verdun Street, Nedlands, Western Australia on Tuesday, 18 November 2025 at 8.30am AWST.

An Explanatory Memorandum containing information on each of the following Resolutions accompanies this Notice. The Explanatory Memorandum and the Proxy Form forms part of this Notice. This Notice of Annual General meeting also includes at **Schedule 2** information with respect to your right to elect to receive documents electronically or physically as required by The *Corporations Amendment (Meetings and Documents) Act 2022* (Amendment Act).

Terms used in this Notice are defined in **Schedule 1**.

Agenda

1 Annual Report

To receive and consider the Annual Report of the Company for the financial year ended 30 June 2025 which includes the Financial Report, Directors' Report and Auditor's Report.

2 Resolutions

Resolution 1: Remuneration Report

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

'That the Remuneration Report for the year ended 30 June 2025 be adopted by the Company.'

Note: Votes on this Resolution are advisory only and do not bind the Directors or the Company. A voting exclusion applies to this Resolution (see below).

Resolution 2: Re-elect Mr Alan Tribe as a Director of the Company

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

'That Mr. Alan Tribe be re-elected as a Director.'

Resolution 3: Re-elect Professor Ian Constable AO as a Director of the Company

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

'That Prof. Ian Constable AO be re-elected as a Director.'

Voting Exclusion Statement

Resolution 1: In accordance with the Corporations Act, a vote on Resolution 1 must not be cast by, or on behalf of, a member of the Key Management Personnel whose

remuneration details are included in the Remuneration Report, or a Closely Related Party of such member.

However, the Company need not disregard a vote on Resolution 1 if:

- (a) it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form; or
- (b) it is cast by the Chair pursuant to an express authorisation to exercise the proxy even if this Resolution 1 is connected directly or indirectly with the remuneration of the Key Management Personnel.

By order of the Board

A handwritten signature in black ink, appearing to be 'Kevin Hart', with a long horizontal stroke extending to the right.

Kevin Hart
Company Secretary
PYC Therapeutics Limited

Date: 17 October 2025

PYC Therapeutics Limited
ACN 098 391 961
(Company)

Explanatory Memorandum

1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting. The Explanatory Memorandum forms part of the Notice which should be read in its entirety.

2. Action to be taken by Shareholders

Shareholders should read the Notice including this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Voting entitlement

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations *Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 4.00pm AWST on Friday, 14 November 2025.

2.2 Voting in person

To vote in person, attend the Meeting on the date and at the place set out above in the Notice.

If you attend the Meeting, please bring your personalised Proxy Form with you to assist with registration. If you do not bring your form with you, you will still be able to attend the Meeting but you will need to verify your identity.

2.3 Voting by proxy

A Proxy Form is located at the end of the Explanatory Memorandum.

To vote by proxy, please use one of the following methods:

Online	visiting https://investor.automic.com.au/#/loginsah or by scanning the QR code, found on the Proxy Form with your mobile device
By post	Automic Group, GPO Box 5193, Sydney NSW 2001
By hand	Automic, Level 5, 126 Phillip Street, Sydney NSW 2000

Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. **Proxy Forms received later than this time will be invalid.**

2.4 Power of Attorney

If the Proxy Form is signed under a power of attorney on behalf of a Shareholder, then the attorney must make sure that either the original power of attorney or a certified copy is sent with the Proxy Form, unless the power of attorney has already been provided to the Registry.

2.5 **Corporate Representatives**

If a representative of a corporate shareholder or a corporate proxy will be attending the Meeting, the representative should bring to the Meeting adequate evidence of their appointment, unless this has previously been provided to the Registry.

2.6 **Chair's voting intentions**

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention.

If the Chair is your proxy, either by appointment or by default, and you have not indicated your voting intention, you expressly authorise the Chair to exercise the proxy in respect of Resolution 1 even though these Resolutions are connected directly or indirectly with the remuneration of the Company's Key Management Personnel.

3. **Annual Report**

The Corporations Act requires the Company's Financial Report, Directors' Report and Auditors Report for the last financial year to be presented to the Annual General Meeting. The Financial Report, Directors' Report and Auditor's Report are contained in the 2025 Annual Report.

The Annual Report is available from the Company's website at www.pyctx.com/investors/reports/

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

Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the accounts and on the management of the Company.

The Auditor will be present at the Meeting. The Chair will also give Shareholders a reasonable opportunity to ask the Auditor or the Auditor's representative questions relevant to:

- (a) the conduct of the audit;
- (b) the preparation and content of the independent audit report;
- (c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the Auditor by the Company in relation to the conduct of the audit.

The Chair will also allow a reasonable opportunity for the Auditor or their representative to answer any written questions submitted to the Auditor under section 250PA of the Corporations Act.

4. **Resolution 1: Adoption of Remuneration Report**

4.1 **Background**

The Corporations Act requires a resolution that the adoption of the Company's Remuneration Report be put to a vote at its Annual General Meeting.

The Remuneration Report explains the Board's policies in relation to the nature and level of remuneration paid to the Key Management Personnel (including the Directors), sets out details

of the remuneration and service agreements for each member of Key Management Personnel and sets out the details of any share-based compensation.

An opportunity will be given to Shareholders as a whole, to ask questions about, or make comments on, the Remuneration Report. The Remuneration Report is set out in the Annual Report which is available online at www.pyctx.com

Resolution 1 is advisory only and does not bind the Directors or the Company. If, Resolution 1 is not passed, the Directors will not be required to alter any of the arrangements in the Remuneration Report. However, the Board will take the outcome of the vote very seriously when considering the Company's future remuneration policy.

If the Company's Remuneration Report receives a 'no' vote of 25% or more (**Strike**) at two consecutive annual general meetings, Shareholders will have the opportunity to remove the whole Board, except the managing director (if any).

Where a resolution on the Remuneration Report receives a Strike 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, if any) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

The Company's Remuneration Report did not receive a Strike at the 2024 Annual General Meeting. If the Remuneration Report receives a Strike at this Meeting, Shareholders should be aware that if a second Strike is received at the 2026 Annual General Meeting, this may result in the re-election of the Board.

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

4.2 **Recommendation**

The Directors unanimously recommend that Shareholders vote in favour of Resolution 1. The Chair of the meeting intends to vote all available proxies in favour of Resolution 1.

5. **Resolution 2: Re-Election of Mr Alan Tribe**

5.1 **Background**

Mr Alan Tribe is the Company's Non-Executive Chair. Mr Tribe was first appointed to the Board on 10 April 2018 and was last re-elected at the 2022 AGM held on 23 November 2022.

Mr Tribe retires as a Director by way of rotation pursuant to Rule 20.6 of the Constitution at the conclusion of the Meeting. Mr Alan Tribe offers himself, and is eligible for, re-election at this Meeting.

If Resolution 2 is passed, Mr Tribe will be re-elected as Non-Executive Chair of the Company. If Mr Alan Tribe is not re-elected, Mr Tribe will retire as a Director. The Board may consider an alternative Director be appointed, with ratification at the Company's next AGM.

5.2 **Profile**

Mr Tribe has a background in the accounting profession both in the UK and Australia. Moving into industry, he became the Managing Director of a group of companies with interests in

natural resources in Australia and overseas. The group also included a technology company which grew through both successful product development and acquisitions.

He was closely involved in establishing subsidiary operations in the USA, UK and Singapore to access markets worldwide.

Most recently he was the catalyst for the development of large retail operations in Western and South Australia.

Mr Tribe will contribute his broad experience in successfully commercialising technology internationally.

Mr Tribe has held no other Australian listed company directorships in the last three years.

Mr Alan Tribe is not considered an independent Director due to his substantial shareholding in the Company of approximately 32.01%

5.3 **Recommendation**

The Directors (other than Mr Tribe) recommend that Shareholders vote in favour of the re-election of Mr Tribe as set out in this Resolution 2. Mr Tribe makes no recommendation in respect of Resolution 2.

6. **Resolution 3: Re-election of Professor Ian Constable AO**

6.1 **Background**

Rule 20.3 of the Constitution allows the Board to appoint at any time a person to be a Director. Any Director so appointed automatically retires at the next annual general meeting and is then eligible for re-election. ASX Listing Rule 14.4 also provides that each additional director appointed during the year is to hold office until the next annual general meeting and is then eligible for election as a Director of the Company.

Prof. Ian Constable was appointed by the Board as a Non-Executive Director on 21 September 2025. Prof. Constable automatically retires from office at the end of the Meeting in accordance with rules 20.3 and 20.8 of the Constitution.

Prof. Constable offers himself, and is eligible for, re-election at this Meeting.

If Resolution 3 is passed, Prof. Constable will be re-elected as a Non-Executive Director. If Resolution 3 is not passed, Prof. Constable will not be a Director of the Company. The Board may consider an alternative Director be appointed, with ratification at the Company's next AGM.

6.2 **Profile**

Professor Ian Constable AO is an internationally recognised clinical and research ophthalmologist based in Perth, Western Australia. He was the founding Managing Director

and now patron of the Lions Eye Institute, one of Australia's largest eye research institutes, dedicated to the investigation, prevention and cure of blinding eye disease.

Prof. Constable's work has contributed to significant developments in ophthalmology, including FDA approvals for an artificial cornea and an ocular implant and two large capital raisings for a glaucoma device and gene therapy of the eye.

Prof. Constable is a member of the Advisory Board of the Lowy Medical Research Institute and Chair of the Scientific Advisory Board of the Snow Vision Accelerator.

6.3 **Recommendation**

The Directors (other than Prof. Constable) recommends that Shareholders vote in favour of Resolution 3. Prof. Constable makes no recommendation in respect of Resolution 3.

Schedule 1 – Definitions

In this Notice:

Term	Meaning
AWST	Australian Western Standard Time.
Annual Report	The Directors' Report, the Financial Report and the Auditor's Report in respect to the financial year ended 30 June 2025.
ASX	The ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.
Auditor	PricewaterhouseCoopers.
Auditor's Report	The auditor's report on the Financial Report.
Board	The board of Directors of the Company.
Chair	The person appointed to chair the Meeting of the Company convened in the Notice.
Closely Related Party	has the meaning given in section 9 of the Corporations Act.
Company or PYC	PYC Therapeutics Limited ACN 098 391 961.
Constitution	The constitution of the Company as at the date of the Meeting.
Corporations Act	The <i>Corporations Act 2001</i> (Cth).
Director	A director of the Company.
Directors' Report	The annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.
Equity Security	has the same meaning as in the Listing Rules.
Explanatory Memorandum	The Explanatory Memorandum which forms part of this Notice.
Financial Report	The annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.
Key Management Personnel or KMP	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Listing Rules	The listing rules of ASX.
Meeting	The Annual General Meeting convened by the Notice.
Notice	This notice of Meeting.
Proxy Form	The proxy form attached to the Notice.
Remuneration Report	The remuneration report of the Company contained in the Directors' Report.
Registry	Atomic Group, the Company's Registry.
Resolution	A resolution referred to in the Notice.
Schedule	A schedule to the Notice.
Section	A section of the Explanatory Memorandum.
Share	A fully paid ordinary share in the capital of the Company.
Shareholder	The holder of a Share.
\$	A reference to "\$" is to Australian currency.

Schedule 2 – Your right to elect to receive documents electronically or physically

The *Corporations Amendment (Meetings and Documents) Act 2022 (Amendment Act)* includes a new requirement for public companies and listed companies to give shareholders notice of their right to elect to be sent documents electronically or physically by the company in section 110K of the Corporations Act.

Recent legislative changes to the Corporations Act 2001 (Cth) mean there are new options for how **PYC Therapeutics Limited** shareholders receive communications. **PYC Therapeutics Limited** will no longer send physical meeting documents unless a shareholder requests a copy to be mailed.

Providing your email address to receive shareholder communications electronically

PYC Therapeutics Limited encourages all shareholders to provide an email address so we can provide investor communications electronically when they become available online, which includes items such as meeting documents and annual reports.

By providing your email address, you will:

- Support the company by reducing the cost of mailing/postage
- Receive your investor communications faster and in a more secure way
- Help the environment through the need for less paper

How do I update my communications preferences?

Shareholders can still elect to receive some or all of their communications in physical or electronic form or elect not to receive certain documents such as annual reports. To review your communications preferences, or sign up to receive your shareholder communications via email, please update your communication preferences at

<https://investor.automic.com.au/>

If you are a shareholder and would like a physical copy of a communication, need further information about the options available to you or have questions about your holding, visit

<https://investor.automic.com.au/> or contact our share registry:

Telephone (within Australia): 1300 288 664

Telephone (outside Australia): +61 2 9698 5414

Email: hello@automicgroup.com.au

Website: <https://investor.automic.com.au/>

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **8:30am (AWST) on Sunday, 16 November 2025**, 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://investor.automic.com.au/#/loginsah> 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:

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IN PERSON:

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