

Lodge your Proxy



Online
www.investorvote.co.nz



By Mail
Computershare Investor Services Limited
Private Bag 92119, Auckland 1142, New Zealand



By Email
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For all enquiries contact



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corporateactions@computershare.co.nz

Proxy/Voting Form



www.investorvote.co.nz

Lodge your proxy online, 24 hours a day, 7 days a week:

Smartphone?

Scan the QR code to vote now.

Your secure access information

Control Number:

CSN/Shareholder Number:

PLEASE NOTE: You will need your CSN/Shareholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy and exercise your vote online.



For your proxy to be effective it must be received by 10.00am on Saturday, 2nd November 2024.

The 2024 Annual Meeting of Rua Bioscience Limited will be held at 10.00am (New Zealand time) on Monday, 4th November 2024 online via Computershare Investor Services Limited's meeting platform <https://meetnow.global/nz>.

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

All shareholders of the Company entitled to attend and vote at the virtual meeting are entitled to appoint a proxy to attend and vote for them instead. A proxy need not be a shareholder of Rua. The Chair of the meeting is willing to act as proxy for any shareholder who may wish to appoint them for that purpose. The Chair will vote as directed on any resolutions, and intends to vote any discretionary proxies in accordance with the Board recommendations, being in favour of all resolutions (to the extent permitted by the NZX Listing Rules and Rua's constitution).

Voting on your holding

To direct your proxy how to vote on the resolutions, you should tick the appropriate box on the Proxy Voting Form. If you appoint a proxy but do not tick one of the boxes in relation to a resolution, you will be deemed to have granted your proxy the discretion to cast your votes as he or she decides. In so doing you acknowledge that the proxy may exercise your right to vote even if he or she has an interest in the outcome of the resolutions (provided that interest does not disqualify him or her from voting under the NZX Listing Rules).

A proxy is able to vote on motions from the floor and/or any resolutions put before the meeting to amend the resolutions stated in this form unless he or she is disqualified from voting under the NZX Listing Rules.

If, in appointing a proxy, you have inadvertently not named someone to be your proxy, or your named proxy does not attend the meeting, the Chair of the meeting will be your proxy and will vote in accordance with your express direction.

Voting Restrictions

Each of the Directors of the Company and their *Associated Persons* (as defined in the Listing Rules) are prohibited from voting on resolution 2 in accordance with Listing Rule 6.3.1, other than where the vote is cast by a Director or Associated Person as a proxy or voting representative for a person who is entitled to vote, and in accordance with the express directions given by that person in the Proxy Voting Form to vote for or against the resolution.

Attending the Virtual Meeting

All shareholders will have the option to attend, vote and participate in the Annual Shareholder Meeting online via an internet connection using a laptop, tablet or smartphone. For further details see the Virtual Meeting Guide that accompanies this form. If a representative of a corporate security holder or proxy is to attend the virtual Meeting, they may need to provide evidence of your authorisation to act prior to admission.

If a shareholder has appointed a proxy, they may attend the virtual meeting but will not be able to vote.

Signing Instructions for Postal Forms

Individual

Where the holding is in one name, the shareholder must sign.

Joint Holding

Where the holding is in more than one name, all of the shareholders should sign.

Power of Attorney

If this Proxy Form has been signed under a power of attorney, a copy of the power of attorney (unless already deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be produced to the Company with this Proxy Form.

Companies

This form should be signed by a Director jointly with another Director, or a Sole Director can also sign alone. Please sign in the appropriate place and indicate the office held.

Comments & Questions

If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form to vote

Proxy/Voting Form

STEP 1

Appoint a Proxy to Vote on Your Behalf

I/We being a shareholder/s of Rua Bioscience Ltd

hereby appoint _____ of _____

or failing him/her _____ of _____

as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions at the **Annual General Meeting of Rua Bioscience Ltd to be held virtually through the Computershare online meeting platform <https://meetnow.global/nz> on Monday, 4th November 2024 at 10.00am** and at any adjournment of that meeting.

STEP 2

Items of Business – Voting Instructions/Ballot Paper

Please note: In the event I/we have not expressed any intention or the intention is unclear (in my/our proxy's sole opinion), my/our proxy will vote as they see fit.

Ordinary Resolutions

	For	Against	Proxy Discretion	Abstain
1.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

1. That the Board be authorised to fix the auditor's remuneration.

2. That the Directors are authorised to issue up to 37,311,522 new ordinary fully paid shares in the Company (**New Shares**) on the following terms:

- (a) The New Shares may be issued to any person subject to the Company complying with the requirements of the Financial Markets Conduct Act 2013 and the NZX Listing Rules in relation to any such issue.
- (b) The New Shares may be issued through a single placement of up to 37,311,522 New Shares or via separate placements of up to 37,311,522 New Shares in aggregate.
- (c) Each New Share shall be issued at an issue price of not less than \$0.03.
- (d) The New Shares may be issued at any time during the course of the 12 month period following the passing of this resolution.
- (e) The New Shares, when issued, shall rank pari passu (equally) with all existing ordinary shares in the Company.

If your proxy is not the Chairman of the Meeting or any other director of the Company, please ensure that you provide their contact details (phone and email address). If this information is not provided, we cannot guarantee remote admission to the virtual meeting for your proxy.

Proxy contact Details (Phone): _____ **and (Email):** _____

SIGN

Signature of Shareholder(s) This section must be completed.

Shareholder 1

or Sole Director/Director

Shareholder 2

or Director (if more than one)

Shareholder 3

Contact Name _____ Contact Daytime Telephone _____ Date _____