



16 September 2019

ASX Limited  
 Level 6, Exchange Centre  
 20 Bridge Street  
 Sydney NSW 2000

**NOXOPHARM LIMITED (“NOX”)  
 Results of General Meeting (“GM”) of Members – 16 September 2019**

We advise that:

A. A summary of valid and eligible proxies received for the above meeting was as follows:

Resolution No and Type	Resolution Item	Proxy Results					
		For	Against	Abstain	Valid Open Proxy’s Discretion ***	Invalid/ Excluded/ Open unusable **	Total *
1 Ordinary	<b>Resolution 1</b> Subsequent approval of Prior Issue of Unlisted Options	45,836,773	115,989	91,799	11,530,778	1,702,224	59,277,563
2 Ordinary	<b>Resolution 2</b> Subsequent approval of Prior Issue of Collateral Shares	45,921,572	115,989	7,000	11,530,778	1,702,224	59,277,563
3 Ordinary	<b>Resolution 3</b> Subsequent approval of Prior Issue of Convertible Securities	45,941,572	95,989	7,000	11,530,778	1,702,224	59,277,563
4 Ordinary	<b>Resolution 4</b> Subsequent approval of Prior Issue of First Tranche Shares	45,921,572	115,989	7,000	11,530,778	1,702,224	59,277,563
5 Ordinary	<b>Resolution 5</b> Approval of Issue of Replacement Convertible Securities	45,924,572	100,989	19,000	11,530,778	1,702,224	59,277,563
6 Ordinary	<b>Resolution 6</b> Approval of Issue of Subsequent Tranche Shares	<b>RESOLUTION WITHDRAWN</b>					
7 Ordinary	<b>Resolution 7</b> Approval of Issue of Second Tranche Shares	45,912,572	112,989	19,000	11,530,778	1,702,224	59,277,563

<b>8</b>	<b>Ordinary</b>	<b>Resolution 8</b> Approval of Issue of Third Tranche Shares	45,912,572	112,989	19,000	11,530,778	1,702,224	59,277,563
<b>9</b>	<b>Ordinary</b>	<b>Resolution 9</b> Approval of Issue of Fourth Tranche Shares	45,912,572	112,989	19,000	11,530,778	1,702,224	59,277,563

\* There were no invalid votes.

\*\* Votes in the "votes excluded / no instruction" column in the table above represent where the nominee registered shareholder had not received instructions from the beneficial shareholder.

\*\*\* Of the 'undirected votes', 70,959 votes were cast with the Chair as proxy, which as outlined in the Notice of Meeting would be voted FOR all resolutions.

B. The following resolutions were passed by a poll at the GM of NOX on 16 September 2019.

Resolution 1:

***Subsequent approval of Prior Issue of Unlisted Options***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,220,822 (99.80%)	115,989 (0.20%)	1,332,666

There was excluded votes of Nil.

Resolution 2:

***Subsequent approval of Prior Issue of Collateral Shares***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,305,621 (99.80%)	115,989 (0.20%)	1,247,867

There was excluded votes of Nil.

Resolution 3:

***Subsequent approval of Prior Issue of Convertible Securities***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,325,621 (99.84%)	95,989 (0.16%)	1,247,867

There was excluded votes of Nil.

Resolution 4:

***Subsequent approval of Prior Issue of First Tranche Shares***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,305,621 (99.80%)	115,989 (0.20%)	1,247,867

There was excluded votes of Nil.

Resolution 5:

***Approval of Issue of Replacement Convertible Securities***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,308,621 (99.83%)	100,989 (0.17%)	1,259,867

There was excluded votes of Nil.

Resolution 6:

***Approval of Issue of Subsequent Tranche Shares***

As per the Addendum mailed on 29 August 2019, this resolution was withdrawn and not put to the meeting.

Resolution 7:

***Approval of Issue of Second Tranche Shares***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,296,621 (99.81%)	112,989 (0.19%)	1,259,867

There was excluded votes of Nil.

Resolution 8:

***Approval of Issue of Third Tranche Shares***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,296,621 (99.81%)	112,989 (0.19%)	1,259,867

There was excluded votes of Nil.

Resolution 9:

***Approval of Issue of Fourth Tranche Shares***

The motion was **carried** as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
58,296,621 (99.81%)	112,989 (0.19%)	1,259,867

There was excluded votes of Nil.

Yours Sincerely



**David Franks**  
Company Secretary  
Noxopharm Limited