

HaemaLogiX_____

Scientific Advisory Board Charter

HaemaLogiX Limited
ACN 603 314 496

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HAEMALOGIX LIMITED SCIENTIFIC ADVISORY BOARD CHARTER

This charter (**Charter**) outlines the purpose, composition and responsibilities of the Scientific Advisory Board (the **SAB**) for HaemaLogiX Ltd (the **Company**).

1. PURPOSE

The primary purpose of the SAB is to:

- (a) make recommendations to management regarding the Company's research and development strategies, priorities and opportunities that will impact the company's portfolio and support the target product profile (**TPP**) / desired label claims. This may include but is not limited to advice on:
 - (i) indications to prioritise for development for specific assets;
 - (ii) the choice of comparators within preclinical and clinical experiments;
 - (iii) the inclusion/exclusion criteria within clinical trials; and
 - (iv) other experimental or clinical design features that will best characterise the overall profile of a product;
- (b) advise the Company on key preclinical and/or clinical design approaches to expedite development, achieve and highlight a desirable scientific profile; and
- (c) provide input as requested on business development opportunities identified by the Company.

2. SAB COMPOSITION

- (a) The Committee shall be composed of a minimum of four members (including the chairperson).
- (b) The members of the Committee shall be invited to serve at the pleasure of the Company for a 3-year period subject to the mutual agreement of the parties.
- (c) The SAB members shall have authority to delegate the responsibilities listed herein to a subcommittee of, or individual members of the SAB if the SAB determines such delegation would be in the best interest of the Company.

3. SAB MEETING REQUIREMENTS

- (a) The SAB shall meet as necessary to enable it to fulfill its responsibilities, but at least once each year. Each SAB meeting will be scheduled for between one half and one full day.
- (b) Company management members with appropriate scientific expertise shall serve as advisory members to the SAB on matters related to regulatory requirements, resource needs, including the financial and capabilities required to execute the Company's plans.
- (c) The chairperson of the SAB (**Chair**) together with the Chief Scientific Officer of the Company (**CSO**) shall be responsible for preparing the agenda and

identifying the key goals and questions on which the Company is seeking advice. They will also preside over SAB meetings and agree to a summary of each SAB meeting for circulation to the Board of the Company.

- (d) On occasion the Chair together with the Company may request an individual SAB member to take the role of a “discussion leader” on a specific topic.
- (e) The SAB may ask members of management or others whose advice and counsel are relevant to issues being considered by the SAB to inform and to provide pertinent information to the SAB that they may need to be able to make their recommendations.
- (f) The CSO shall at each meeting of the SAB:
 - (i) update the SAB on any changes to the strategy of the Company relevant to the scientific plans of the Company and seek input from the SAB on such changes; and
 - (ii) provide a brief summary of the decisions and actions taken by the Company, including the rationale for such decisions, related to the prior SAB recommendations.

4. SAB RESPONSIBILITIES

In carrying out its responsibilities, the SAB should maintain flexibility and be able to react to a changing competitive landscape and new evolving scientific knowledge relevant to the Company’s products. Accordingly, the SAB may from time to time:

- (a) provide strategic advice and make recommendations to the Company regarding current and planned research and development programs;
- (b) advise the Company regarding the scientific merit of technology or products involved in licensing and acquisition opportunities; and
- (c) provide strategic advice to the Company regarding emerging science and technology issues and evolving trends related to the Company’s products and strategies.

On an ad hoc basis the Company may request the support of SAB members, subject to their availability, in discussions with regulators or to consider specific scientific matters pertinent to their expertise. For consultations extending beyond an hour or if the issue requires repeat consultations the costs and associated compensation for such ad hoc services will be the responsibility of the Company as agreed prior to each consultation but will be in general accordance the compensation provisions outlined below.

5. EXTERNAL ADVISORS TO THE SAB

From time to time the SAB may recommend that at the Company’s expense, external advisors be consulted on technical or regulatory issues as it deems necessary to carry out its duties. The Company shall have sole authority to retain such advisors.

6. DISCLOSURE

- (a) The Company recognizes and accepts that the SAB members are required to disclose their membership of the SAB and the consequent compensation.
- (b) The Company requests the right to also disclose the members of the SAB in appropriate materials, such as presentations to investors and on the Company website.

7. COMPENSATION FOR ADVISORY BOARD MEMBERS

- (a) SAB meeting attendance
 - (i) Members attending an SAB meeting either in person, via a video or teleconference facility will be compensated according to an agreed per diem specified in their individual contract or pro-rata thereof in accordance with the SAB meeting duration.
 - (ii) The Company will attempt to coordinate SAB meetings with key scientific congress meetings where possible. In accordance with the professional association and industry compliance guidelines the Company may provide the following additional funding for full travel costs to and from such meetings if the SAB member has no other commitments to attend such congress. If the SAB member has other commitments to attend and is funded by their institution or from other sources, then the Company will enter into a cost sharing arrangement with the SAB member specific for each meeting.
 - (A) Airline travel costs shall be established on the basis of a business class fare for flights in excess of 3 hours and premium economy for flights of less than 3 hours.
 - (B) Accommodation for each SAB meeting will ordinarily be provided for one night prior to and the night of the SAB meeting in an appropriate 4- or 5-star hotel within a reasonable distance of the congress centre, subject to their availability. The Company may sponsor a dinner on one of those evenings subject to the availability of the members.
 - (C) Reasonable meals and incidental expenses incurred, (e.g. taxi's etc) with the accompanying receipt shall be reimbursed by the Company.
 - (iii) An expense report with accompanying receipts must be provided by the SAB member to the Company for reimbursement of any and all expenses incurred. This is a necessary requirement for reimbursement for Australian tax purposes.
- (b) Ad hoc services or consultations provided by SAB members
 - (i) The reimbursement provisions outlined in paragraph 7(a) above will provide the basis for reimbursement to SAB members for any services or consultations provided. Depending on the nature of the service the

terms for the consultation fees will be agreed upfront on either a per diem basis or the related pro-rata per/hour rate.

- (ii) Any travel, accommodation, meals or incidental costs incurred will be provided or reimbursed on the same basis as specified in paragraph 7(a) above.

8. REVIEWS

- (a) The Board is responsible for:
 - (i) reviewing the effectiveness of this Charter and the operations of the SAB; and
 - (ii) considering any amendments to this Charter.
- (b) The SAB shall review its performance on an annual basis.

9. APPROVED AND ADOPTED

This Charter was approved by the Board on 9 July 2025 and adopted from the date the Company is listed on the ASX.