

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

MEI PHARMA, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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MEI PHARMA, INC.

Important Notice Regarding the Internet Availability of Proxy Materials for the Annual Meeting of Stockholders to be held virtually on December 18, 2023 at 9:00 A.M. Pacific time

This communication is not a form of voting and presents only an overview of the more complete proxy materials that are available to you on the internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The Notice to Stockholders, Proxy Statement and Annual Report are available at <http://viewproxy.com/MEIPharma/2023/>

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before December 8, 2023 to facilitate timely delivery.

Important information regarding the internet availability of the Company's proxy materials, instructions for accessing your proxy materials and voting online and instructions for requesting paper or e-mail copies of your proxy materials are provided on the reverse side of this Notice.

STOCKHOLDERS ARE CORDIALLY INVITED TO ATTEND THE ANNUAL MEETING.

To the Stockholders of MEI Pharma, Inc.

The 2023 Annual Meeting of Stockholders of MEI Pharma, Inc. will be held virtually on December 18, 2023 at 9:00 A.M. Pacific time. As a Registered Holder, you may attend the Annual Meeting via the internet and vote your shares during the Annual Meeting by first registering at <http://viewproxy.com/MEIPharma/2023/> and then using your Virtual Control Number below. Your registration must be received by 11:59 PM Eastern time on December 15, 2023. On the day of the Annual Meeting, if you have properly registered, you may log in using the password you received via email in your registration confirmation and follow the instructions to vote your shares. Please have your Virtual Control Number with you during the Annual Meeting in order to vote. Further instructions on how to attend and vote at the Annual Meeting of Stockholders are contained in the Proxy Statement in the sections titled "Voting Information - Attending the Annual Meeting Virtually" and "Voting Information - Voting at the Annual Meeting Virtually".

Voting Items

- To elect three directors to our Board of Directors, to serve until the expiration of their terms in fiscal year 2027 and until their successor is elected and qualified.
- To approve, on an advisory basis, the compensation of our named executive officers as disclosed in the Proxy Statement.
- To approve, on an advisory basis, the frequency of the approval, on an advisory basis, of the compensation of our named executive officers.
- To ratify the appointment of BDO USA, P.C., an independent registered public accounting firm, as our independent auditors for the fiscal year ending June 30, 2024.
 - Mr. Taheer Dato
 - Mr. James Flynn
 - Mr. Steven Wood

To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" EACH OF THE CANDIDATES NOMINATED FOR ELECTION AS DIRECTOR, "FOR" PROPOSALS 2 AND 4, AND "1 YEAR" FOR PROPOSAL 3.

The Securities and Exchange Commission rules permit us to make our proxy materials available to our stockholders via the Internet.

Material for this annual meeting may be requested by one of the following methods:



Go to <http://viewproxy.com/MEIPharma/2023/>. Have the 11-digit control number available when you access the website and follow the instructions.



877-777-2857 TOLL FREE



By email at requests@viewproxy.com

* If requesting material by e-mail, please send a blank e-mail with the company name and your 11-digit virtual control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

You must use the 11-digit control number located in the box below to attend the Annual Meeting virtually, to vote via Internet or to request proxy materials

VIRTUAL CONTROL NO.

MEI PHARMA, INC.

HOW TO REGISTER FOR THE VIRTUAL ANNUAL MEETING

The 2023 Annual Meeting of Stockholders of MEI Pharma, Inc. will be held virtually on December 18, 2023 at 9:00 A.M. Pacific time. As a Registered Holder, you may attend the Annual Meeting via the Internet and vote your shares during the Annual Meeting by first registering at <http://viewproxy.com/MEIPharma/2023/> using your Virtual Control Number. Your registration must be received by 11:59 P.M. Eastern time on December 15, 2023. On the day of the Annual Meeting, if you have properly registered, you may log in to the Annual Meeting by clicking on the link provided and the password you received via email in your registration confirmations and follow the instructions to vote your shares. Please have your Virtual Control Number with you during the Annual Meeting in order to vote. Further instructions on how to attend and vote at the Annual Meeting of Stockholders are contained in the Proxy Statement in the sections titled "Voting Information - Attending the Annual Meeting Virtually" and "Voting Information - Voting at the Annual Meeting Virtually".

HOW TO REGISTER FOR THE VIRTUAL ANNUAL MEETING

The following proxy materials are available to you to review:

- The Company's Annual Report
- The Company's 2023 Proxy Statement

HOW TO REGISTER FOR THE VIRTUAL ANNUAL MEETING

View Online:

Have your 11-digit control number in hand and visit
<http://viewproxy.com/MEIPharma/2023/>

Request and Receive a Paper or E-Mail Copy:

By Internet: <http://viewproxy.com/MEIPharma/2023/>

By Telephone: 1-877-777-2857 TOLL FREE

By E-Mail: requests@viewproxy.com. Please include the company name and your 11-digit control number in the subject line; do not include any other text or message in the e-mail.

VOTING METHODS

Via Internet Prior to the Annual Meeting: Go to www.AALvote.com/MEIP Have your 11-digit control number available and follow the prompts.

Your electronic vote prior to the Annual Meeting authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated and returned a proxy card.

Via Internet during the Annual Meeting: Go to www.AALvote.com/MEIP Have your 11-digit control number available and follow the prompts

Via Mail: Request a paper copy of the materials which includes a proxy card. Follow the instructions on the proxy card for voting by mail.

Via Telephone: Request a paper copy of the materials, which includes a proxy card. Follow the instructions on the proxy card for voting by telephone.
