

ASX Announcement

30 August 2019

Clarification to Announcement: Non Renounceable Rights Issue Results and Shortfall Notification

Regeneus Ltd (ASX: RGS) (Regeneus or the Company), a clinical-stage regenerative medicine company, wishes to clarify its earlier announcement regarding the results of its non-renounceable rights issue. Subscriptions totalling \$620,158 were received by the Company from existing shareholders under the rights issue, resulting in the issue of 7,751,973 ordinary shares at 8 cents per share.

In addition, as part of the underwriting arrangements entered into between the Company and some of its Directors in respect of this rights issue:

1. \$1.4 million, previously loaned to the Company by these Directors in February 2019 (and which was repayable in March 2020), has been converted to 17.5 million ordinary shares, to be issued to these participating Directors (or related parties) at 8 cents per share; and
2. an additional \$400,000 has been contributed by some Directors in cash, with 5 million ordinary shares to be issued to these Directors (or related parties) under the rights issue at 8 cents per share.

Full disclosure around the underwriting arrangements with Directors was made in the announcement dated 1 August 2019 and in section 1.6 of the Entitlement Booklet, which notes that the offer would be partially underwritten by the Company's Directors and related parties.

The funds raised under the rights issue are in addition to the funds raised by the Company under a private placement recently undertaken by the Company in July 2019 (and announced on 1 August 2019) which raised a total of \$2.34 million new moneys.

Following the company's recent announcements including the private placement and rights issue which raised close to \$3 million, a restructuring resulting in more than 50% reduction in operating costs and a revised strategy and focus to commercialise regenerative therapies that address the large and growing global pain market places the Company in a very strong position.

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About Regeneus Ltd

Regeneus Ltd (ASX:RGS) is a Sydney-based clinical-stage regenerative medicine company using stem cell technologies to develop a portfolio of novel cell-based therapies to address significant unmet medical needs in the human health markets with a focus on osteoarthritis and other musculoskeletal disorders, neuropathic pain and dermatology.

<http://www.regeneus.com.au>

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