

23 July 2018

Clare Porta  
Listings Compliance, Adviser  
ASX Pty Ltd  
20 Bridge Street  
Sydney  
NSW 2000

Dear Clare

#### PRICE QUERY

In reference to your letter of 23 July 2018 regarding the increase in price and volume of Regeneus Ltd's (**Regeneus** or **RGS**) traded securities, the response to your queries in alphabetical order is as follows:-

- A. Regeneus is not aware of any information concerning it which, if known by some in the market could explain the recent trading in securities, and that has not been announced to the market.
- B. Not applicable, see answer to question 1 above.
- C. No.

However as recently noted in Regeneus' update released on 3 July, Regeneus is on track to complete licensing of Progenza to a clinical partner in Japan and is currently in active discussions with several parties. These discussions are ongoing and incomplete and Regeneus is unable to announce further details. Once discussions are complete and binding, an announcement will be made.

Regeneus announced on 10 July that the United States Patent Office had issued a notice of allowance for the issuance of a patent covering the composition and use of Progenza.

Regeneus does not believe these discussions are an explanation for the recent trading in securities. However, if discussions are successful they could be expected to have a positive effect on the price of Regeneus' securities.

- D. It is confirmed that Regeneus is in compliance with the disclosure provisions of the Listing Rules and, in particular Listing Rule 3.1.
- E. It is confirmed that Regeneus' response to the questions above have been authorised and approved in accordance with its published continuous disclosure policy.

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Please do not hesitate to contact me if you would like to discuss any of the above matters.

Yours sincerely

**REGENEUS LTD**



Sandra McIntosh  
Company Secretary

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23 July 2018

Ms Sandra McIntosh  
Company Secretary  
Regeneus Ltd  
25 Bridge Street  
Pymble NSW 2073

By email

Dear Ms McIntosh,

**Regeneus Ltd (“RGS”): price query**

We note the increase in the price of RGS’s securities from a closing price of \$0.185 on 19 July 2018 to a high of \$0.235 today.

We also note the significant increase in the volume of RGS’s securities traded in the past few days.

In light of this, ASX asks RGS to respond separately to each of the following questions and requests for information:

- A. Is RGS aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
- B. If the answer to question 1 is “yes”:
- a) Is RGS relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?  
  
Please note that the recent trading in RGS’s securities would suggest to ASX that such information may have ceased to be confidential and therefore RGS may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is “yes”, you need to contact us immediately to discuss the situation.
  - b) Can an announcement be made immediately?  
  
Please note, if the answer to this question is “no”, you need to contact us immediately to discuss requesting a trading halt (see below).
  - c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
- C. If the answer to question 1 is “no”, is there any other explanation that RGS may have for the recent trading in its securities?
- D. Please confirm that RGS is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
- E. Please confirm that RGS’s responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of RGS with delegated authority from the board to respond to ASX on disclosure matters.

**When and where to send your response**

This request is made under, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by not later than **half an hour before the start of trading (i.e. before 9.30 am AEST) on Tuesday, 24 July 2018**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in RGS’s securities under Listing Rule 17.3.

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You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, RGS's obligation is to disclose the information "immediately". This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

#### **Listing Rules 3.1 and 3.1A**

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

In responding to this letter, you should have regard to RGS's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

It should be noted that RGS's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

#### **Trading halt**

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in RGS's securities under Listing Rule 17.1.

If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We may require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely,

*[Sent electronically without signature]*

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**Clare Porta**  
Adviser, Listings Compliance (Sydney)