



Announcement Summary

Entity name

REGENEUS LTD

Announcement Type

New announcement

Date of this announcement

Friday December 20, 2019

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
RGS	ORDINARY FULLY PAID	22,794,531

Proposed issue date

Monday February 3, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

REGENEUS LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ABN

Registration Number

13127035358

1.3 ASX issuer code

RGS

1.4 The announcement is

New announcement

1.5 Date of this announcement

Friday December 20, 2019

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the below approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity required to be given/met for the placement or other type of issue**

No

Part 7B - Issue details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +Security Code and Description

RGS : ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

22,794,531

Purpose of the issue

The termination Agreement included a clause that AGC had the right to convert US\$2.5 million of their upfront and milestone payments at the exchange rate of USD and AUD at the average exchange rate from 19 December 2018 to 18 December 2019

Offer price details for retail security holders



Issue Currency	Offer Price or consideration per +security	Estimated or Actual?
AUD - Australian Dollar	AUD 0.16000	<input checked="" type="checkbox"/> Actual

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

No

Part 7C - Timetable

7C.1 Proposed issue date

Monday February 3, 2020

Part 7D - Listing Rule requirements

7D.1 Are any of the +securities proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.2 Are any of the +securities proposed to be issued without security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

Yes

7D.2a How many +securities are proposed to be issued without security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

22794531

7D.3 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

No

7D.4 Will any of the +securities to be issued be +restricted securities for the purposes of the Listing Rules?

No

7D.5 Will any of the +securities to be issued be subject to +voluntary escrow?

No

7D.6 Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a security purchase plan in which existing ordinary security holders would have been eligible to participate

Under the termination agreement, AGC has the right to convert US\$2.5 million of upfront and milestone payments using the exchange rate of USD and AUD from 19 December 2018 to 18 December 2019.



Part 7E - Lead Manager/Broker & Underwriter details

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue