

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

**IMAGION BIOSYSTEMS LIMITED (the Company)**

ABN

**42 616 305 027**

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |   |   |
|---|---|---|
| 1 | +Class of +securities issued or to be issued  | Fully Paid Ordinary Shares ( <b>Shares</b> )  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | The Company will issue a maximum of 327,369,384 Shares ( <b>New Shares</b> ) and 163,984,692 options ( <b>New Options</b> ) pursuant to a renounceable pro-rata rights issue ( <b>Rights Issue</b> ) as detailed in the ASX Announcement released by the Company on 28 October 2019 |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)                       | New Shares – Fully Paid Ordinary Shares<br>New Options – Unlisted options exercisable at \$0.05 per Share until an expiry date of 2 years from the date of issue  |
| 4 | Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?<br>If the additional +securities do not rank equally, please state: <ul style="list-style-type: none"><li>the date from which they do</li></ul> | From their issue date, the New Shares will rank equally in all respects with the existing Shares in the Company.<br>Shares issued on exercise of the New Options will rank equally in all respects with the existing Shares in the Company.   |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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<ul style="list-style-type: none"> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	
5 Issue price or consideration	New Shares – \$0.02 per Share New Options – Nil (Exercise price of \$0.05 per Share)
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The funds raised under the Offer at the targeted amount are proposed to primarily be expended to prepare for and conduct a human study of its MagSense instrument and formulated nanoparticle, and otherwise for general working capital purposes.
6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i> , and comply with section 6i	Yes
6b The date the security holder resolution under rule 7.1A was passed	31 May 2019
6c Number of +securities issued without security holder approval under rule 7.1	N/A
6d Number of +securities issued with security holder approval under rule 7.1A	N/A
6e Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A

**Appendix 3B**  
**New issue announcement**

6f	Number of +securities issued under an exception in rule 7.2	327,369,384 Shares 169,684,692 Options				
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A				
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A				
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	See Annexure 1				
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	20 November 2019				
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="783 1249 991 1294">Number</th> <th data-bbox="991 1249 1375 1294">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="783 1294 991 1438">654,738,768</td> <td data-bbox="991 1294 1375 1438">Fully paid ordinary shares</td> </tr> </tbody> </table>	Number	+Class	654,738,768	Fully paid ordinary shares
Number	+Class					
654,738,768	Fully paid ordinary shares					

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**Appendix 3B**  
**New issue announcement**

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	Performance Rights
	10,750,000	
	5,112,500	Options: Exercisable at \$0.028 and expiring on the earlier of 24/06/2024 or 30 days after the cessation of employment.
	3,000,000	Options: Exercisable at \$0.20 expiring on 20 June 2021
	34,700,000	Options: Exercisable at \$0.06 expiring on 27 November 2020
	2,017,553	Employee Options: Exercisable at various exercise prices between \$0.0256 and \$0.0302 with varying expiry dates between 28/02/2021 and 30/06/2021.
	600,000	Advisory Board Options: Exercisable at \$0.06, vesting quarterly over two years with varying expiry dates between 22/08/2024 and 7/10/2024.
	163,984,692	Options: Exercisable at \$0.05 per expiring on 2 years from the date of issue.

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
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**Part 2 - Pro rata issue**

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Renounceable
13	Ratio in which the +securities will be offered	1 New Share for every 1 Share held
14	+Class of +securities to which the offer relates	Fully Paid Ordinary Shares
15	+Record date to determine entitlements	Thursday, 31 October 2019

**Appendix 3B**  
**New issue announcement**

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16	Will holdings on different registers (or sub registers) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Not required
18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.</small>	Germany, Hong Kong, Malaysia, Singapore, United Arab Emirates and United Kingdom
19	Closing date for receipt of acceptances or renunciations	Thursday, 7 November 2019
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	CPS Capital Group Pty Ltd
23	Fee or commission payable to the broker to the issue	\$60,000 plus 1% of the total amount raised, plus 5% on any amounts placed by the broker, plus 6,000,000 options on the same terms as the options.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	Tuesday, 5 November 2019
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A

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+ See chapter 19 for defined terms.

## Appendix 3B New issue announcement

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|----|---|---|
| 28 | Date rights trading will begin (if applicable)  | Wednesday, 30 October 2019  |
| 29 | Date rights trading will end (if applicable)  | Thursday, 7 November 2019   |
| 30 | How do security holders sell their entitlements <i>in full</i> through a broker?                            | The rights to Shares under the Offer are renounceable. Accordingly, holders may trade their rights on ASX and dispose of their rights to subscribe for Shares to any other party.<br><br>If a holder wishes to sell their Entitlement, they can complete the form attached to the Prospectus. |
| 31 | How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | As above.   |
| 32 | How do security holders dispose of their entitlements (except by sale through a broker)?                    | N/A   |
| 33 | +Issue date   | Wednesday, 20 November 2019   |

## Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of +securities  
(tick one)
- (a)  +Securities described in Part 1
- (b)  All other +securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

**Appendix 3B**  
**New issue announcement**

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- 36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
 1 - 1,000  
 1,001 - 5,000  
 5,001 - 10,000  
 10,001 - 100,000  
 100,001 and over
- 37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

- 38 Number of +securities for which +quotation is sought
- 39 +Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?  
  
 If the additional +securities do not rank equally, please state:  
 • the date from which they do  
 • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment  
 • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 41 Reason for request for quotation now  
  
 Example: In the case of restricted securities, end of restriction period  
  
 (if issued upon conversion of another +security, clearly identify that other +security)

Number	+Class
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**Appendix 3B**  
**New issue announcement**

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42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)

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**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



**Jovanka Naumoska**  
Company Secretary  
28 October 2019