

SUPPLEMENTARY PROSPECTUS

ACTINOGEN LIMITED
ACN 086 778 476

1. Important information

This Supplementary Prospectus is dated 31 July 2013 and is supplementary to the prospectus dated 1 July 2013 (**Prospectus**) issued by Actinogen Limited ACN 086 778 476 (**Company**) in relation to the pro-rata entitlement offer of new securities in the Company (**Offer**).

This Supplementary Prospectus was lodged with ASIC on 30 July 2013. Neither ASIC nor ASX take any responsibility for the contents of this Supplementary Prospectus. This Supplementary Prospectus must be read together with the Prospectus.

Unless otherwise indicated, terms in the Supplementary Prospectus will have the same meaning as the terms defined and used in the Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This is an important document that should be read in its entirety. If you do not understand it, you should consult your professional adviser.

2. Amendments to the Prospectus and withdrawal of Offer

The Company advises that the directors of the Company (**Directors**) have resolved to withdraw the Offer as set out in the Prospectus. This Supplementary Prospectus formally withdraws the Offer.

The Company advises that the Offer is now closed and that the timetable for the Offer, as set out in section 2 of the Prospectus, is no longer in effect. Accordingly, no securities will be issued and the Company will not be accepting any further Applications. None of the Applications received by the Company have been or will be processed.

All Application monies received by the Company pursuant to the Prospectus will be refunded.

3. Directors' authorisation and responsibility

The Directors of the Company accept responsibility for the information contained in this Supplementary Prospectus.

This Supplementary Prospectus has been signed by David Zohar on behalf of the Directors, each of whom has consented to the signature, lodgement and issue of this Supplementary Prospectus and has not withdrawn that consent before lodgement.



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David Zohar
Director

31 July 2013