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ASX Announcement

MONASH IVF GROUP LIMITED (ASX:MVF)

Wednesday, 6 May 2020

COMPLETION OF SETTLEMENT OF INSTITUTIONAL PLACEMENT AND INSTITUTIONAL COMPONENT OF ENTITLEMENT OFFER

Monash IVF Group Limited (**Monash IVF** or **the Company**) is pleased to announce the completion of settlement of the placement to institutional and sophisticated investors (**Placement**) and the institutional component of its 1 for 3.05 accelerated pro rata non-renounceable entitlement offer (**Entitlement Offer**) (together, the **Equity Raising** or **Offer**) of fully paid ordinary shares in the Company (**New Shares**).

A total of 124,693,616 New Shares were issued and commenced trading today as disclosed in the Company's Appendix 2A that was lodged with ASX yesterday, 5 May 2020. New Shares issued under the Placement and Entitlement Offer will rank equally with existing Monash IVF fully paid ordinary shares as at their date of issue, other than that the New Shares will not be entitled to the interim dividend, payment of which was announced to be deferred until 2 October 2020.

RETAIL ENTITLEMENT OFFER

The retail component of the Entitlement Offer (**Retail Entitlement Offer**) opened on Monday, 4 May 2020 and will close at 5.00pm (Sydney time) on Wednesday, 20 May 2020 (unless extended). The retail entitlement offer booklet for the Retail Entitlement Offer (**Booklet**) (along with personalised entitlement and acceptance forms for eligible retail shareholders) was despatched to eligible retail shareholders on Monday, 4 May 2020.

The terms and conditions under which eligible retail shareholders may apply for New Shares under the Retail Entitlement Offer are outlined in the Booklet. Copies of the Booklet will be available on the ASX website and at <http://ir.monashivfgroup.com.au/Investor-Centre/>.

RETAIL INVESTOR ENQUIRIES

For further information in regard to the Retail Entitlement Offer, please do not hesitate to contact the Monash IVF Retail Entitlement Offer Information Line on 1300 553 490 (from within Australia) or +61 1300 553 490 (from outside Australia) at any time between 9.00am and 5:30pm (Sydney time), Monday to Friday from Monday, 4 May 2020.

ASX PLACEMENT CLASS WAIVER CONFIRMATIONS

Monash IVF is pleased to confirm that there were no significant exceptions or deviations from its key objective and allocation principles (referred to in its announcement on 28 April 2020) in allocating the New Shares under the Placement. Monash IVF also confirms that, as far as it is aware, no New Shares were issued under the Placement to a person referred to in ASX Listing Rule 10.11.¹

¹ Monash IVF has conducted the Placement relying on ASX Class Waiver - Temporary Extra Placement Capacity dated 23 April 2020 (Class Waiver) and provides this information under, and for the purposes of, paragraph 1.1.5 of the Class Waiver, including that, as far as it is aware, no securities were issued or agreed to be issued in the Placement to any person referred to in listing rule 10.11 without one of the following applying:

(i) the issue or agreement was approved by, or is conditional upon the approval of, security holders in accordance with listing rule 10.11; (ii) the issue or agreement was made in accordance with an exception in listing rule 10.12; and (iii) the issue or agreement was made in accordance with a waiver granted by ASX from listing rule 10.11.



Authorised by the Board of Directors of the Company.

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ADDITIONAL DETAILS

Further details of the Offer are set out in the Investor Presentation provided to the ASX on 27 April 2020 (**Investor Presentation**). The presentation contains important information including key risks and foreign selling restrictions with respect to the Placement and the Entitlement Offer.

IMPORTANT INFORMATION

This announcement is issued by Monash Group IVF Limited. This announcement is not a prospectus or offering document under Australian law or under any other law. It is for information purposes only and does not constitute an offer, invitation, solicitation, advice or recommendation to subscribe for, retain or purchase any entitlements or securities in Monash Group IVF Limited in any jurisdiction. This announcement does not constitute financial product advice and does not and will not form any part of any contract for the acquisition of entitlements or Monash Group IVF Limited ordinary shares.

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This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, any person in the United States or in any other jurisdiction in which such an offer would be illegal. The New Shares have not been, nor will be, registered under the U.S. Securities Act of 1933 as amended (U.S. Securities Act) or under the securities laws of any state or other jurisdiction of the United States. The New Shares may not be issued to, purchased or traded by, or taken up by, any person in the United States or any person acting for the account or benefit of a person in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.