

Pre-Quotation Disclosure Statement

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with:

- the initial public offering of fully paid ordinary shares (**Shares**) in Clarity Pharmaceuticals Ltd (ACN 143 005 341) (**Company**) by the Company (**Offer**); and
- the admission of the Company to the official list of ASX, official quotation of Shares and commencement of the trading of Shares on ASX.

Capitalised terms not defined in this document have the meaning given to them in the Prospectus dated 16 July 2021 (**Prospectus**).

Confirmations

1. The Company confirms that the Offer has closed and the issue of 65,714,286 ordinary fully paid shares to investors at an issue price of \$1.40 per Share has been completed.
2. The Company confirms it has a free float (being the percentage of Shares not subject to mandatory or voluntary escrow at the time of Listing) of 38.91%.
3. The intended date for the despatch of:
 - (a) in relation to all holdings on the CHESS sub-register, a notice from the Company under ASX Settlement Operating Rule 8.9.1;
 - (b) in relation to all other holdings, issuer sponsored holding statements; and
 - (c) any refund money,

is Wednesday 25, August 2021.

4. The Company has provided to the ASX with the following documents for release to the market:
 - (a) the Company's Appendix 1A and Information Form and Checklist;
 - (b) the Prospectus dated 16 July 2021;
 - (c) the Supplementary Prospectus dated 18 August 2021;
 - (d) the Company's Constitution;
 - (e) the Company's audited accounts for the full year ended 30 June 2019;
 - (f) the Company's audited accounts for the full year ended 30 June 2020;
 - (g) the Company's reviewed accounts for the half year ended 31 December 2020;
 - (h) the full terms and conditions of the Equity Incentive Plan;
 - (i) the Company's Corporate Governance Statement; and
 - (j) the Company's Securities Trading Policy.

5. Distribution Schedule:

The numbers of holders in each class of security to be quoted, setting out the number and percentage of holders, is set out below.

CLARITY PHARMACEUTICALS LIMITED

INVESTOR RANGES MONDAY 23 AUGUST 2021

Ranges	Investors	Securities	% Issued Capital
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Security Group: ORD ALL FULLY PAID ORDINARY SHARES

Totals for Security Group ORD

1 to 1000	7	4,319	.00
1001 to 5000	174	587,235	.23
5001 to 10000	155	1,138,452	.45
10001 to 100000	355	11,420,740	4.46
100001 and Over	165	242,981,800	94.87
Total	856	256,132,546	100.00

6. Top 20 Shareholders:

The capital structure of the Company on completion of the Offer will be as follows:

Rank	Name of Shareholder	No of Shares	% Issued Share Capital
1	TM VENTURES PTY LTD	18,788,460	7.34%
2	CABBIT PTY LTD	17,911,280	6.99%
3	GENESISCARE VENTURES	15,362,700	6.00%
4	A.C.N. 136 437 913 PTY LTD	13,266,660	5.18%
5	CHARLES WAITE MORGAN	12,330,220	4.81%
6	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	10,669,568	4.17%
7	NATIONAL NOMINEES LIMITED	8,020,161	3.13%
8	BOORRIS PTY LTD	7,815,800	3.05%
9	VANTRES PTY LTD	7,487,340	2.92%
10	YARRAWAH PTY LTD	6,752,859	2.64%
11	FIRETRAIL INVESTMENTS PTY LTD	6,000,000	2.34%
12	MOORE FAMILY NOMINEE PTY LTD	5,800,000	2.26%
13	HAT INVESTMENTS ATF HUNTER ANGELS TRUST NO 1	5,599,180	2.19%
14	SMARTER CAPITAL PTY LTD	5,500,000	2.15%
15	CITICORP NOMINEES PTY LIMITED	5,187,176	2.03%

16	KYLACO PTY LTD	3,896,280	1.52%
17	UBS NOMINEES PTY LTD	3,648,150	1.42%
18	AUSTRALIAN NUCLEAR SCIENCE + TECHNOLOGY ORGANISATION	3,599,920	1.41%
19	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	3,571,429	1.39%
20	CS THIRD NOMINEES PTY LIMITED	3,500,000	1.37%
Total		164,707,183	64.31%

7. The capital structure of the Company following completion of the Offer is as follows:

Securities	Number
Shares	256,132,546
Options	51,088,812
Total diluted share capital	307,221,358

8. The Company confirms that, in relation to any funds raised under the institutional bookbuild as described in the Prospectus (Bookbuild):

- (a) 49,428,576 Shares were allocated to the Institutional Offer under the Bookbuild at the Offer Price of \$1.40 per Share;
- (b) no material number of Shares have been taken up by a promoter or related party of the Company;
- (c) no concessionary fees or other arrangements were entered into which have had the result that the effective transfer price paid by some allottees differs materially from the Bookbuild price announced by the Company and which is not received by other allottees; and
- (d) no arrangements have been entered into with the associates of the Company or the bookrunner to avoid a shortfall, or the appearance of a shortfall, in the Bookbuild.

9. The allocation of Shares to applicants under the Institutional Offer has been determined by agreement between the Company and the Joint Lead Managers during the bookbuild, which occurred prior to lodgement of the Prospectus. Institutional investors have been notified of their allocations.

10. The allocation of Shares to applicants under the Broker Firm Offer has been determined by the Brokers have regard to the allocation policy under section 7.3.4 of the Prospectus. The Brokers have now allocated Shares among their respective clients, and applicants will be able to confirm their allocation through their Broker.

11. The allocation of Shares to applicants under the Priority Offer has been determined by the Company.

12. The Company confirms that the final issue and sale price of Shares to be issued or transferred under each of the following components (as defined in the Prospectus) of the Offer is \$1.40. The number of Shares that have been issued under each component of the Offer is:

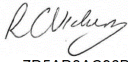
- (a) Institutional Offer: 49,428,576 shares;
- (b) Broker Firm Offer: 9,097,708 shares; and
- (c) Priority Offer: 7,188,002 shares.

13. A total of 90,680,965 Shares and 37,762,132 Options are subject to mandatory escrow / ASX Restrictions for various periods of time.

The number of securities subject to ASX restrictions, and the restriction period applied to those securities, is as follows:

- (a) 6,265,585 Shares will be subject to mandatory escrow for a period of 12 months from the date of issue until 29 September 2021;
- (b) 6,642,100 Shares will be subject to mandatory escrow for a period of 12 months from the date of issue until 15 December 2021;
- (c) 728,572 Shares will be subject to mandatory escrow for a period of 12 months from the date of issue until 29 June 2022;
- (d) 25,543,912 Options will be subject to mandatory escrow for a period of 12 months from the date of issue until 1 July 2022;
- (e) 77,044,708 Shares will be subject to mandatory escrow for a period of 24 months from the date of quotation of the Company's securities on ASX; and
- (f) 12,218,220 Options will be subject to voluntary escrow for a period of 24 months from the date of quotation of the Company's securities on ASX.

14. A total of 65,796,554 Shares will be subject to voluntary escrow for a period of 6 months from the date of quotation of the Company's securities on ASX.

DocuSigned by:

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Robert Vickery

Company Secretary, Clarity Pharmaceuticals Ltd

23 August 2021