



24 September 2024

Dear Shareholder

Important notice – Share Purchase Plan Offer

On 18 September 2024, **Actinogen Medical Limited (Actinogen, ACW or the Company)** announced to the Australian Securities Exchange (**ASX**) that it had successfully completed an \$8.1 million share placement to existing and new professional and institutional investors (**Placement**) along with the launch of a \$3.0 million Share Purchase Plan (**SPP**) offer to existing shareholders on the same financial terms as the Placement.

The SPP offer

The Actinogen Board is pleased to offer existing eligible shareholders an opportunity to participate in the SPP. **Eligible Shareholders** are holders of shares as of the record date of 7:00pm (Sydney time) on Tuesday 17 September 2024 with a registered address in Australia, New Zealand and (under limited circumstances and by invitation only) the United States.

Eligible Shareholders are invited to apply for up to \$30,000 worth of shares (**New Shares**) at the offer price of \$0.03 (3 cents) per New Share, together with three free attaching options for every four New Shares issued in the Company (**New Options**), exercisable at \$0.05 (5 cents) per New Option. The New Options will have an expiry date of 30 September 2027 and the Company intends to apply for quotation of the New Options (including New Options issued on the same terms under the Placement) on the ASX as soon as practicable following the close of the SPP.

The SPP offer price represents an 18.2% discount to the 5-day volume-weighted average price (VWAP) of \$0.0375 per share to 16 September 2024, the last trading day prior to the announcement of the Placement and SPP to the ASX.

It is intended to raise up to \$3.0 million (before offer-related costs) in the SPP through the issue of up to approximately 100 million New Shares. The Company reserves its right to scale back applications at its absolute discretion (with corresponding pro-rata refunds to applicants subject to scale-back). An application for the quotation of New Shares allotted under the SPP will be made immediately following their issuance.

The SPP offer opens today, Tuesday, 24 September 2024 and **closes at 5:00pm (Sydney time) on Tuesday, 8 October 2024**. The SPP is subject to shareholder approval, and allotment under the SPP (where approved by shareholders) will take place after that shareholder approval. The notice of Extraordinary General Meeting (EGM) relating to the SPP will be lodged with the ASX and despatched as soon as reasonably practicable. If Shareholder approval is not received for the SPP, the New Shares and New Options applied for under the SPP will not be issued and all application monies received will be refunded in full.

Participation in the SPP is completely voluntary, and no brokerage, commissions or other transaction costs apply to participation in the SPP. The SPP is not underwritten and an Eligible Shareholder's right to participate in the SPP is not renounceable and cannot be assigned to any third party.

Use of funds

The proceeds from the Placement and SPP will be used to accelerate the full enrolment of 220 patients with biomarker-positive Alzheimer's disease (AD) in the 36-week placebo-controlled XanaMIA Phase 2b/3 trial being conducted in Australia and the US. The funds will also allow the trial to be administered according to statistical and quality standards required to achieve "pivotal" status as one of two potential trials required for marketing approval in the US and globally for the treatment of AD.

Combined with other available funding sources, this capital raising will provide a cash runway to at least mid-2026.

Board participation in capital raising

The ACW Directors have endorsed the outlook for the Company and will, subject to shareholder approval at the EGM, invest significantly in this capital raising. The CEO and Managing Director Dr Steven Gourlay has committed to investing \$1.0 million in the Placement, while non-executive directors will subscribe for a further \$130,000 combined in the Placement, all subject to shareholder approval.

How to apply

A Prospectus containing the full terms and conditions of the SPP has been lodged with ASX and will be made available to Eligible Shareholders today. **Applications close at 5:00pm (Sydney time) on Tuesday, 8 October 2024.**

A general copy of the Prospectus is also available to view on the ASX website as well as the Actinogen website under the *Investor Centre* tab <https://actinogen.com.au/asx-announcements/> and elsewhere on the ACW website along with other ASX announcements and presentations relating to the capital raising.

Participation in the SPP is voluntary and the ACW Board recommends that shareholders read the Prospectus in full before submitting an application under the SPP. The offer of New Shares and New Options under the Prospectus does not take account of individual shareholder investment objectives, financial or taxation circumstances or particular needs. If shareholders have questions or require professional assistance in relation to the SPP, advice should be sought from a stockbroker, solicitor, accountant or other independent, qualified professional adviser.

If shareholders have not provided an email address to the share registry for electronic delivery of this letter (along with access to the Prospectus and personalized Application Form) details are set out in the table below on how to obtain a copy of the Prospectus and the personalized Application Form using the Automic website. Shareholders with registered addresses outside Australia and New Zealand (or in certain cases by invitation only, the US), are not eligible to participate in the SPP unless certain exemptions apply, as detailed in the Prospectus.

An electronic copy of the Prospectus and personalized Application Form is accessible by Shareholders (using either a Securityholder Reference Number (SRN) or Holder Identification Number (HIN) from a recent Holding Statement (plus shareholder postcode) at the following link: <https://investor.automic.com.au>

Actinogen will **not** be printing / dispatching hard copies of the Prospectus or Application Forms, except in response to a specific request by a Shareholder (please refer below). Shareholders without an email address will receive a letter by traditional mail with these instructions on how to access the Prospectus and personalized Application Form online at the Automic website.

Shareholder applications under the SPP offer must be completed by making payment in accordance with the instructions on the personalized Application Form and in the Prospectus. Applications to participate in the SPP should be made using this online service.

There is no requirement to return any forms with payment when payment instructions are adhered to (including provision of the correct reference code).

To download a personalized SPP Application Form, there are three choices:

I already have an online account with the Automic Share registry	I don't have an online account with Automic – but wish to register for one	I don't have an online account with Automic – but want to use Automic for this Offer only
<p>https://investor.automic.com.au</p> <p>Select: “Existing Users Sign In”</p> <p>Once you have successfully signed in, click on “Documents and Statements”</p> <p>Download the Prospectus and Application Form</p>	<p>https://investor.automic.com.au/#/signup</p> <p>Select: Actinogen Medical Limited from the dropdown list in the ISSUER field.</p> <p>Enter you holder number SRN / HIN (from your latest Holding Statement)</p> <p>Enter Postcode (Aust only) or Country of Residence (if not Australia)</p> <p>Tick box “I am not a robot”, then Next</p> <p>Complete prompts</p> <p>Once you have successfully signed in, click on “Documents and Statements”</p> <p>Download the Prospectus and Application Form</p>	<p>https://investor.automic.com.au/#/loginsah</p> <p>Select: Actinogen Medical Limited from the dropdown list in the ISSUER field</p> <p>Enter you holder number SRN / HIN (from your latest Holding Statement)</p> <p>Enter Postcode (Aust only) or Country of Residence (if not Australia)</p> <p>Tick box “I am not a robot”, then Access</p> <p>Once you have successfully signed in, click on “Documents and Statements”</p> <p>Download the Prospectus and Application Form</p>

If you are unable to access <https://investor.automic.com.au> online, you can obtain a copy of the Prospectus and personalized Application Form – initially by calling Automic Group on 1300 288 664 (within Australia) or +61 2 9698 5414 (international) or by emailing corporate.actions@automicgroup.com.au and asking them to mail a paper copy of the Prospectus and personalized Application Form free of charge. After a shareholder’s request has been acknowledged by Automic, shareholders will need to provide their SRN or HIN and postcode to complete this request.

To accept an Offer using paper documents, Shareholders will still need to make payment via BPay® or via Electronic Funds Transfer (EFT). For shareholders unable to make payment via BPay, please follow the instructions on the Application Form to make payment via Electronic Funds Transfer (EFT).

The Offer closes at 5:00 pm (Sydney time) on Tuesday, 8 October 2024.

Key dates for the SPP offer

Record date	7pm (Sydney time), Tuesday 17 September 2024
Announcement date	Wednesday 18 September 2024
Despatch of Prospectus for the SPP, SPP Options and Placement Options SPP Opening date	Tuesday 24 September 2024
Expected issue date of placement shares and options	Tuesday 24 September 2024
Closing date	5pm (Sydney time), Tuesday 8 October 2024
Announcement of SPP results, (issue subject to shareholder approval)	Thursday 10 October 2024

This timetable is indicative only and subject to change. The Company reserves the right to amend the dates at its discretion and without notice, subject to ASX Listing Rules and the *Corporations Act 2001* (Cth).

If you have any general questions about Actinogen or the SPP, please contact:

- Peter Webse, Actinogen's Company Secretary at pwebse@governancecorp.com.au, or
- Michael Roberts Actinogen's Head of Investor Relations at michael.roberts@actinogen.com.au.

For administrative assistance with the SPP application process, or other registry-related matters, shareholders should contact the ACW share registrar, Automic Registry Services as follows:

Email: corporate.actions@automicgroup.com.au

Phone: 1300 288 664 (within Australia), or +61 2 9698 5414 (international) between 8:30am and 7:00pm (Sydney time) Monday to Friday

Address: Level 5, 126 Phillip St, Sydney NSW 2000

Yours sincerely



Peter Webse
Company Secretary