



24 September 2024

Dear Shareholder

**Ineligible shareholders – Actinogen Medical Limited Share Purchase Plan Offer**

This letter is to inform you that according to our records, under the terms of the SPP Offer described below you are an ineligible shareholder and therefore not eligible to subscribe for New Shares (and New Options) under the Offer. Accordingly, the Company is not extending the Offer to you and this letter is not an offer to issue New Shares or New Options to you, nor an invitation for you to apply for New Shares (and New Options).

**You are not required to do anything in response to this letter.**

**Background**

On 18 September 2024, the Company announced to the Australian Securities Exchange (**ASX**) an \$11.1 million capital raising comprising:

- an \$8.1 million share placement to existing and new professional and institutional investors (**Placement**), which, subject to shareholder approval, will include a \$1.13 million combined investment by Directors
- a \$3.0 million Share Purchase Plan Offer to existing eligible shareholders on the same financial terms as the Placement (**SPP Offer or Offer**).

Shareholders who are eligible to participate in the Offer 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 or New Zealand or, under limited circumstances and by invitation only, the United States.

The SPP Offer is being made pursuant to a prospectus dated 20 September 2024 issued in accordance Section 713 of the Corporations Act (**Prospectus**). A copy of the above announcement, together with further details of the Offer, are available on the Company's website at <https://actinogen.com.au> and also on the ASX Announcement Platform. A copy of the Prospectus has been lodged with the Australian Securities and Investments Commission (**ASIC**) and the ASX and is available for viewing on the ASIC website, the ASX website and the Company's website.

Restrictions apply regarding eligibility to participate in the Offer. As permitted by law, the Company has decided, pursuant to ASX Listing Rule 7.7.1(a) and section 9A(3)(a) of the Corporations Act, that it is unreasonable to make the Offer to any Shareholder with a registered address outside Australia or New Zealand or, under limited circumstances and by invitation only, the United States as at the Record Date (namely 7:00pm Sydney time, 17 September 2024), having regard to:

- (a) the relatively small number of Shareholders with addresses in such other countries as a proportion of total Shareholders in the Company;
- (b) the relatively small number and value of the Shares those Shareholders would be offered under the Offer; and
- (c) the cost to the Company of complying with applicable legal and regulatory requirements in such other countries.

**Accordingly, the Offers will not be made to shareholders resident in the jurisdiction in which your shareholding is registered.**

If you have any questions, please call the Company's share registry, Automic Registry Services, on +61 2 9698 5414 Monday to Friday between 8:30am and 5:00pm Sydney time.

For other questions, you should contact your stockbroker, accountant, taxation advisor, financial advisor or other professional advisor.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Peter Webse', with a small flourish at the end.

**Peter Webse**  
Company Secretary