



ASX ANNOUNCEMENT

APPENDIX 3Y COMMENTS

REPAYMENT OF CELLMID LOAN ISSUED TO DIRECTOR PURSUANT TO EMPLOYEE INCENTIVE PLAN

SYDNEY, Thursday, 18 April 2019: Cellmid Limited (ASX: CDY) advises that the loan issued to Maria Halasz, the CEO and Managing Director of the Company, in relation to the incentive shares approved by shareholders in 2013 has been satisfied in full, according to the terms and conditions of the loan agreement between Cellmid and Ms Halasz.

The loan agreement required that, at the end of the loan term, the loan must be either repaid or the shares returned to Cellmid in full and final satisfaction of the loan. If returned, Cellmid had the right to either cancel or sell the shares at its discretion. If the shares were to be sold, the proceeds were to be retained by Cellmid.

The loan in relation to the incentive shares was originally issued at 60 cents per share (post-consolidation), which represented a significant premium to the prevailing share price of 21.5 cents at the time the loan was called by Cellmid. Consequently, Ms Halasz returned the shares to Cellmid to satisfy her loan obligations.

Cellmid has since elected to sell the loan shares in an off-market transaction priced at market, being 21.5 cents or the 30-day VWAP of the shares immediately before the sale agreement was made. As per the loan agreement, the proceeds of the share sale will be retained by Cellmid in full and final satisfaction of the incentive share loan agreement.

The attached Appendix 3Y outlines the changes in Ms Halasz's holdings as a result of the transaction.

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Cellmid Limited (ASX: CDY)

Cellmid is an Australian life sciences company with a consumer health business and biotech assets in development. Advangen is Cellmid's wholly owned subsidiary engaged in the development and sale of first in class, best in class, clinically validated anti-aging products for hair, skin and body. Advangen has a range of FGF5 inhibitor hair growth products which are sold in Australia, Japan, USA and China. Advangen has a rich portfolio of hair growth and anti-aging hair care assets which include formulations of products on market, trademarks, patents and patent applications, proprietary assays and manufacturing processes. For further information, please see www.cellmid.com.au and www.evolisproducts.com.au.

Cellmid also has two wholly owned subsidiaries, Lynamid and Kinera, which develop innovative novel therapies and diagnostic tests for fibrotic diseases, cancer and ischemic diseases of the heart. Cellmid holds the largest and most comprehensive portfolio of intellectual property relating to the novel targets midkine (MK) globally.

Forward looking statements

This announcement may have forward-looking statements that are subject to risks and uncertainties. Such statements involve known and unknown risks that may cause the actual results, performance or achievements of Cellmid to be materially different from the statements in this announcement. Actual results could differ materially depending on factors such as the availability of resources, regulatory environment, the results of marketing and sales activities and competition.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Cellmid Limited
ABN	69 111 304 119

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ms Maria Halasz
Date of last notice	13 November 2018

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Direct Capital Group Pty Ltd and Direct Capital Pty Ltd – Entities controlled by the Director
Date of change	15 April 2019
No. of securities held prior to change	Direct 420,000 fully paid ordinary shares 400,000 fully paid ordinary (loan) shares Indirect 1,538,938 fully paid ordinary shares
Class	Fully paid ordinary (loan) shares
Number acquired	Nil
Number disposed	400,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.215 per share (total value of \$86,000)

Appendix 3Y

Change of Director's Interest Notice

No. of securities held after change	Direct 420,000 fully paid ordinary shares Indirect 1,538,938 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	In accordance with the Company's Long Term Incentive Plan (LTIP) the Company holds a lien over Shares issued under its LTIP and may exercise its power to sell or transfer the Shares should an event enabling it to exercise its power arise. These Shares were issued by the Company having been funded by way of a loan and per the terms contained in the 2013 Notice of Annual General Meeting (Resolution 4). The loan term has now expired and, in satisfaction of the loan, the Company has exercised its power to sell the shares to third parties by way of Off Market Transfers. The proceeds of the sales are retained by the Company and used towards repaying the loan.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.