

13 November 2023

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*Not for release to US wire services or distribution in the United States*

Dear Shareholder,

#### NOTIFICATION TO INELIGIBLE SHAREHOLDERS

On Friday, 3 November 2023, Anatara Lifesciences Limited (ASX: ANR) ("**Anatara**" or the "**Company**") announced the launch of a A\$1.055 million entitlement offer of new fully paid ordinary shares (**New Shares**) at an offer price of A\$0.022 per New Share (**Offer Price**) (**Entitlement Offer**).

The Entitlement Offer is comprised of a partially underwritten<sup>1</sup> 2 - for- 5 pro rata non-renounceable entitlement offer of New Shares to raise gross proceeds of approximately A\$1.055 million.

It is expected that approximately 47,969,594 New Shares will be issued under the Entitlement Offer (equating to approximately 28.5% of all the issued shares in the Company following completion of the Entitlement Offer).

The Entitlement Offer is partially underwritten by Taylor Collison Limited (**Underwriter**) up to approximately A\$360,000 (**Underwritten Amount**).

Directors, David Brookes and John Michailidis have committed to take up their full entitlement and sub-underwrite the Entitlement Offer to an additional A\$33,000 and A\$5,500 respectively.

The Entitlement Offer is being made without a prospectus or disclosure document in accordance with section 708AA of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The New Shares will rank equally in all respects with Anatara's existing shares. If an eligible shareholder's entitlement results in a fraction of a New Share, the shareholder's entitlement will be rounded up to the nearest whole number.

An offer booklet for the Entitlement Offer (**Offer Booklet**) will be lodged with the ASX and made available on Monday, 13 November 2023 to eligible retail shareholders with a registered address in Australia or New Zealand as at 7.00pm (Melbourne time) on Wednesday, 8 November 2023 (**Record Date**) (**Eligible Shareholders**).

This notice is to inform you about the Entitlement Offer and explain why you will not be able to subscribe for New Shares under the Entitlement Offer.

#### **Why am I not eligible to participate in the Entitlement Offer?**

You are not eligible to participate in the Entitlement Offer because on the Record Date you did not satisfy one or both of the conditions below for an Eligible Shareholder:

- have an address on the Anatara register in Australia or New Zealand; and
- are not in the United States and are not a person (including nominees or custodians) acting for the account or benefit of a person in the United States.

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<sup>1</sup> Refer to the Offer Booklet for a description of the terms and conditions of the underwriting arrangement.

Shareholders who are not Eligible Shareholders are ineligible shareholders (**Ineligible Shareholders**).

The restrictions upon eligibility under the Entitlement Offer arise because of legal and regulatory requirements in countries other than those listed above and the potential costs to the Company and complexity of complying with these legal and regulatory requirements compared to the relatively small number of shareholders in those countries, the relatively small number of existing Company shares they hold and the relatively low value of the New Shares to which those shareholders would otherwise be entitled.

The Company has determined, pursuant to ASX Listing Rule 7.7.1(a) of the ASX Listing Rules and section 9A of the Corporations Act, that it would be unreasonable to make or extend the Entitlement Offer to shareholders in certain countries.

According to our records, you do not satisfy the eligibility criteria above for an Eligible Shareholder and accordingly you are an Ineligible Shareholder. As such, the Company wishes to advise that in accordance with ASX Listing Rule 7.7.1(b) and section 9A(3) of the Corporations Act, the Entitlement Offer will not be extended to you and you will not be able to subscribe for any New Shares under the Entitlement Offer. You will not be sent the Offer Booklet relating to the Entitlement Offer.

### **No action required**

This notice is to inform you about the Entitlement Offer and explain why you will not be able to subscribe for any New Shares under the Entitlement Offer. This notice is not an offer to issue entitlements or New Shares to you, nor an invitation for you to apply for entitlements or New Shares.

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

On behalf of the Board and management of the Company, we regret that you are not eligible to participate in the Entitlement Offer but thank you for your ongoing support of the Company.

### **Further Information**

If you have any questions in relation to the above, please contact the Share Registry, Computershare, on 1300 850 505 (within Australia) and +61 3 9415 4000 (outside Australia) at any time between 8:30am and 5:00pm (Melbourne time) on Monday to Friday during the Entitlement Offer period.

For other questions, you should consult your broker, solicitor, accountant, tax adviser, financial adviser, or other professional adviser.

Yours sincerely

David Brookes  
Executive Chair  
Anatara Lifesciences Limited

### **Disclaimer**

#### **Forward looking statements**

This document contains certain "forward-looking statements". The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "should", "could", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this document are based on assumptions and contingencies that are subject to change without notice and involve known and unknown risks and uncertainties and other factors that are beyond the control of Anatara, its directors and management. This includes statements about market and industry trends, which are based on interpretations of current market conditions.

Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those

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