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ASX Announcement

2nd January 2024

DESPATCH OF RIGHTS ISSUE OFFER BOOKLET

On Thursday, 21 December 2023, Genetic Signatures Limited (ASX:GSS), an Australian-based global molecular diagnostics company (**Genetic Signatures** or the **Company**), announced a fully underwritten 1 for 6.65 pro-rata non renounceable entitlement offer of new fully paid ordinary shares (**New Shares**) in Genetic Signatures (**Rights Issue**). All New Shares under the Rights Issue will be issued at a price of \$0.37 per New Share to raise approximately \$8 million.

The Rights Issue opens today, Tuesday, 2 January 2024 and is expected to close at 5:00 pm (Sydney, Australia time) on Thursday, 18 January 2024.

Attached is a copy of the offer booklet for the Rights Issue (**Offer Booklet**) which will be made available to eligible shareholders today, together with a personalised entitlement and acceptance form. The Offer Booklet and personalised entitlement and acceptance form contain important information about the Rights Issue including how eligible shareholders can apply to participate in the Rights Issue. Eligible shareholders should read both in their entirety, as well as any announcement released by the Company, before making an investment decision.

A copy of the attached Rights Issue Offer Booklet is also accessible to eligible shareholders at <https://geneticsignatures.com/investors>.

A letter to shareholders who are ineligible to participate in the Entitlement Offer notifying them of the Rights Issue Offer and their ineligibility to participate has also been despatched.

Shareholder enquiries

Eligible shareholders are encouraged to carefully read the Rights Issue Offer Booklet for further details relating to the Entitlement Offer. If you have any questions in respect of the Rights Issue, please call the Company's Registry, Boardroom Pty Limited, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time from 9:00am to 5:00pm (Sydney time) Monday to Friday during the Rights Issue period, or consult your broker, accountant, legal, financial, tax or other professional adviser.

– ENDS –

Authorisation and Additional Information

This announcement was authorised by the Board of Directors of Genetic Signatures Limited.

For further information, see our website (www.geneticsignatures.com) or contact us as below:

Dr John Melki
Managing Director and
Chief Executive Officer
john.melki@geneticsignatures.com
T: +61 (0)2 9870 7580

Karl Pechmann
Chief Financial and Operating Officer
and Company Secretary
karl.pechmann@geneticsignatures.com

About Genetic Signatures Limited: Genetic Signatures is a specialist molecular diagnostics (MDx) company focused on the development and commercialisation of its proprietary platform technology, **3base®**. Genetic Signatures designs and manufactures a suite of real-time Polymerase Chain Reaction (PCR) based products for the routine detection of infectious diseases under the *EasyScreen™* brand. Genetic Signatures' proprietary MDx **3base®** platform technology provides high-volume hospital and pathology laboratories the ability to screen for a wide array of infectious pathogens, with a high degree of specificity, in a rapid throughput (time-to-result) environment. Genetic Signatures' current target markets are major hospitals and pathology laboratories undertaking infectious disease screening. Genetic Signatures is leveraging strong COVID-19 related sales of its *EasyScreen™* respiratory kits and the growing interest in its gastroenteritis products to further commercialise its **3base®** technology to rapidly and cost effectively screen for a wide array of infectious pathogens including antibiotic resistant bacteria, sexually transmitted infections, meningitis and mosquito borne viral diseases.

Entitlement Offer Booklet

Genetic Signatures Limited
ACN 095 913 205

Underwritten 1 for 6.65 pro-rata non-renounceable entitlement offer of New Shares in the Company at a price of \$0.37 per New Share

**Lead managed and underwritten by Bell Potter Securities Limited (AFSL 243480)
and Taylor Collison Limited (AFSL 247083)**

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

This is an important document which is accompanied by a personalised entitlement and acceptance form and both should be read in their entirety. Please call your stockbroker, accountant, financial adviser, taxation adviser or other independent professional adviser or the share registry if you have any questions.

The Rights Issue closes at 5.00pm (Sydney time) on Thursday, 18 January 2024 (unless extended). Valid applications must be received before that time.

Important notice

This Offer Booklet is dated 2 January 2024 and relates to the Rights Issue by the Company to raise approximately \$7.98 million.

This Offer Booklet has been issued by the Company. The Rights Issue is made pursuant to section 708AA of the Corporations Act 2001 (Cth) (**Corporations Act**) (as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73). This Offer Booklet is not a prospectus or product disclosure statement under the Corporations Act and has not been lodged with ASIC. This Offer Booklet does not contain all of the information which would be required to be disclosed in a prospectus or product disclosure statement. As a result, it is important for you to read and understand the publicly available information on the Company and the Rights Issue prior to deciding whether to accept your Entitlement including the Company's announcements on ASX.

Note to Applicants

The information contained in this Offer Booklet is not financial product advice and does not take into account the investment objectives, financial situation or particular needs of any prospective investor. It is important that you read this Offer Booklet carefully and in full before deciding whether to accept your entitlement. In considering an investment in the Company, you should consider the risks that could affect the financial performance or position of the Company. You should carefully consider these risks in the light of your investment objectives, financial situation and particular needs (including financial and taxation issues) and seek professional advice from your accountant, financial adviser, stockbroker, lawyer or other professional adviser before deciding whether to invest. Some of the risks that should be considered by prospective investors are set out in the Investor Presentation in Section 2.4. There may be risk factors in addition to these that should be considered in the light of your personal circumstances.

No person named in this Offer Booklet, nor any other person, guarantees the performance of the Company, the repayment of capital by the Company or the payment of a return on the Shares.

No person is authorised to give any information or make any representation in connection with the Rights Issue which is not contained in this Offer Booklet. Any information or representation not so contained may not be relied on as having been authorised by the Company or the Directors.

Your right to acquire Shares under the Rights Issue is not transferrable. Eligible Shareholders should carefully read and follow the instructions in Section 1 and in the accompanying personalised Entitlement and Acceptance Form (as defined below) when making the decision whether to accept your Entitlement.

Obtaining a copy of this Offer Booklet

Eligible Shareholders will receive a copy of this Offer Booklet together with an accompanying personalised Entitlement and Acceptance Form. Eligible Shareholders in Australia and New Zealand can also obtain a copy of this Offer Booklet (free of charge) during the Rights Issue period (as defined below) from the Company's website at <https://www.geneticsignatures.com/au/investors> or by calling the Share Registry on 1300 737 760 (from within

Australia) or +61 2 9290 9600 (from outside of Australia) from 9.00am to 5.00pm (Sydney time), Monday to Friday during the Rights Issue offer period. Shareholders in other jurisdictions (including the United States), or who are, or are acting for the account or benefit of, a person in the United States or US Person are not entitled to access the electronic version of this Offer Booklet. Eligible Shareholders who access the electronic version of this Offer Booklet on the Company's website should ensure they download and read the entire Offer Booklet. The electronic version of the Offer Booklet on the Company's website will not include a personalised Entitlement and Acceptance Form.

Statements of past performance

Past performance and pro forma financial information included in this Offer Booklet is given for illustrative purposes only and should not be relied upon as (and is not) an indication of the Company's views on its future financial performance or condition. Investors should note that past performance, including past Share price performance, of the Company cannot be relied upon as an indicator of (and provides no guidance as to) the Company's future performance including future Share price performance. The historical information included in this Offer Booklet is, or is based on, information that has previously been released to the market.

Investors should also be aware that certain financial data included in this Offer Booklet may be '*non-IFRS financial information*' under Regulatory Guide 230 Disclosing non-IFRS financial information published by ASIC. The Company believes this non-IFRS financial information provides useful information to users in measuring the financial performance and condition of the Company. The non-IFRS financial information does not have a standardised meaning prescribed by Australian Accounting Standards and, therefore, may not be comparable to similarly titled measures presented by other entities, nor should they be construed as an alternative to other financial measures determined in accordance with Australian Accounting Standards. Investors are cautioned, therefore, not to place undue reliance on any non-IFRS financial information and ratios (if any) included in this Offer Booklet.

Financial information

All dollar values are in Australian dollars unless noted otherwise, rounded to the nearest \$0.1 million and financial data is presented as at or for the financial year ended 30 June 2023 unless stated otherwise. Any discrepancies between totals and sums of components in tables contained in this Offer Booklet are due to rounding.

Forward looking statements

This Offer Booklet contains forward looking statements which are identified by words such as '*may*', '*could*', '*believes*', '*estimates*', '*expects*', '*intends*' and other similar words that involve risks and uncertainties. Any forward-looking statements are subject to various risk factors that could cause the Company's actual results to differ materially from the results expressed or anticipated in these statements. Accordingly, such forward looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, the Directors and management. The Company cannot and does not give any assurance that the results, performance or achievements expressed or implied by the forward-looking statements contained in this Offer Booklet will actually occur and prospective investors

are cautioned against placing undue reliance on these forward-looking statements. Forward looking statements should be read in conjunction with, and are qualified by reference to, the risk factors as set out in the Investor Presentation in Section 3, as well as the other information in this Offer Booklet.

The Company has no intention to update or revise forward looking statements, regardless of whether new information, future events or any other factors affect the information contained in this Offer Booklet, except where required by law.

No cooling-off period

No cooling off rights apply to applications submitted under the Rights Issue.

No entitlements trading

Entitlements are non-renounceable and cannot be traded on ASX or any other exchange nor can they be privately transferred.

Photographs and diagrams

Photographs and diagrams used in this Offer Booklet (including in the Investor Presentation) that do not have descriptions are for illustration purposes only and should not be interpreted to mean that any person shown in them endorses this Offer Booklet or its contents or that the assets shown in them are owned by the Company. Diagrams used in this Offer Booklet (including in the Investor Presentation) are illustrative only and may not be drawn to scale. Unless otherwise stated, all data contained in charts, graphs and tables is based on information available at the date of this Offer Booklet.

Company website

Any references to documents included on the Company's website at <https://geneticsignatures.com/au/> are for convenience only, and none of the documents or other information available on the Company's website are incorporated herein by reference.

Defined terms and time

Capitalised terms and abbreviations used in this Offer Booklet have the meanings given to them in the Glossary. Unless otherwise stated or implied, references to times in this Offer Booklet are to Sydney, Australia time.

Disclaimer

Except as required by law, and only to the extent so required, neither the Company nor any other person warrants or guarantees the future performance of the Company, or any return on any investment made pursuant to this Offer Booklet.

As set out in Section 1, it is expected that the New Shares will be quoted on ASX. The Company, the Lead Managers and the Share Registry (in each case, as defined below) disclaim all liability, whether in negligence or otherwise, to persons who trade New Shares before receiving their holding statements.

Selling restrictions

This Offer Booklet does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. No action has been taken to register or qualify the Shares, or the Rights Issue, or to otherwise permit an offering of Shares, in any jurisdiction outside Australia and New Zealand. The distribution of this Offer Booklet outside Australia and New Zealand may be restricted by law and persons who come into possession of this Offer Booklet outside Australia or New Zealand should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

In particular, the Shares have not been, and will not be, registered under the US Securities Act or the securities laws of any state of the United States and may not be offered or sold in the United States or to US Persons unless the Shares are registered under the US Securities Act, or offered or sold in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws. The Shares to be offered and sold in the Rights Issue will only be offered and sold outside the United States to non-US Persons in "offshore transactions", as defined and in compliance with Regulation S under the US Securities Act.

Privacy

By filling out the personalised Entitlement and Acceptance Form to apply for New Shares you are providing personal information to the Company through the Company's securities registry, Boardroom Pty Limited, which is contracted by the Company to manage applications. The Company, and the Share Registry on its behalf, may collect, hold and use that personal information in order to process your application, service your needs as an investor, provide facilities and services that you request and carry out appropriate administration. If you do not provide the information requested in the personalised Entitlement and Acceptance Form, the Company and the Share Registry may not be able to process or accept your application.

Your personal information may also be provided to the Company's members, agents and service providers on the basis that they deal with such information in accordance with the Company's privacy policy. The members, agents and service providers of the Company may be located outside Australia where your personal information may not receive the same level of protection as that afforded under Australian law. The types of agents and service providers that may be provided with your personal information and the circumstances in which your personal information may be shared are:

- the Share Registry for ongoing administration of the register of members;
- printers and other companies for the purpose of preparation and distribution of statements and for handling mail;
- market research companies for the purpose of analysing the Shareholder base and for product development and planning; and
- legal and accounting firms, auditors, contractors, consultants and other advisers for the purpose of administering, and advising on, the Company's issued securities and for associated actions.

The information contained in the Company's register of members must remain there even if that person ceases to be a Shareholder. Information contained in the Company's register of members is also used to facilitate dividend payments and corporate communications (including the Company's financial results, annual reports and other information that the Company may wish to communicate to its members) and compliance by the Company with legal and regulatory requirements. An Applicant has a right to

gain access to the information that the Company and the Share Registry hold about that person, subject to certain exemptions under law. A fee may be charged for access. Access requests must be made in writing or by telephone call to the Company's registered office or the Share Registry's office, details of which are disclosed in the corporate directory set out on the last page of this Offer Booklet.

Key Rights Issue Dates

Event	Date
Announcement of Placement and Rights Issue	Thursday, 21 December 2023
Record Date for the Rights Issue	7.00pm Thursday, 28 December 2023
Allotment of New Shares under Placement	Friday, 29 December 2023
Rights Issue opens	Tuesday, 2 January 2024
Despatch of personalised Entitlement and Acceptance Forms and this Offer Booklet to Eligible Shareholders	Tuesday, 2 January 2024
Rights Issue closes	5.00pm Thursday, 18 January 2024
Allotment of New Shares under the Rights Issue	Thursday, 25 January 2024
Quotation of New Shares under the Rights Issue	Monday, 29 January 2024

Dates and times in this Offer Booklet are indicative only and subject to change. All times and dates refer to Sydney time. The Company reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to vary the dates of the Rights Issue without prior notice, including extending the Rights Issue or accepting late Applications, either generally or in particular cases, or to withdraw the Rights Issue without prior notice. Applicants are encouraged to submit their personalised Entitlement and Acceptance Forms as soon as possible. The commencement of quotation of New Shares is subject to confirmation from ASX.

Enquiries

Before making a decision about investing in the Rights Issue, you should seek advice from your stockbroker, accountant, financial adviser, taxation adviser or other independent professional adviser to determine whether it meets your objectives, financial situation and needs. If you have any questions on how to:

1. complete your personalised entitlement and acceptance form; or
2. take up the New Shares offered to you under the Rights Issue, either in full or in part; or
3. take up your full Entitlement,

please call the Share Registry between 9.00am and 5.00pm (Sydney time) Monday to Friday during the period from and including the date on which the Rights Issue opens until and including the date on which it closes:

Within Australia: 1300 737 760

Outside Australia: +61 2 9290 9600

If you have misplaced your Entitlement and Acceptance Form and would like a replacement form, please call the applicable number above. Alternatively, if you have the Securityholder Reference Number or Holder Identification Number for your holding(s), you can download a replacement form from the Share Registry's secure website at <https://boardroomlimited.com.au>

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Chairman's letter

Tuesday, 2 January 2024

Dear Shareholder,

On behalf of the Company, I invite you to participate in a fully underwritten 1 for 6.65 pro-rata non-renounceable rights issue of New Shares at an Offer Price of \$0.37 per New Share. The Offer Price represents a discount of approximately 20.3% to the 5-day VWAP of the Shares on ASX prior to announcement of the Rights Issue.

The Rights Issue forms part of the capital raising announced by the Company to ASX on Thursday, 21 December 2023 which also included a Placement of approximately 21.5 million New Shares at \$0.37 per New Share to sophisticated and professional investors, raising gross proceeds of \$7.96 million.

The aggregate gross proceeds of the Placement and Rights Issue, expected to be approximately \$15.9 million, will be used to fund additional regulatory approvals, new customer installations, next generation Instrument development and new product development, general working capital and the costs of the capital raising. Following the completion of the Offer, the Company will be well capitalised with a pro-forma cash balance of \$26.4m¹

This Offer Booklet relates to the Rights Issue and the New Shares to be issued under it. The Offer Price of \$0.37 per New Share under the Rights Issue is the same issue price paid by investors under the Placement. New Shares issued under the Placement and Rights Issue will rank equally with existing Shares.

The Rights Issue is fully underwritten by the Lead Managers, Bell Potter Securities Limited ACN 006 390 772 and Taylor Collison Limited ACN 008 172 450.

Details of your Entitlement

Eligible Shareholders are entitled to subscribe for 1 New Shares for every 6.65 existing Shares held at 7.00pm (Sydney time) on 28 December 2023.

Further information

Further information on the Rights Issue is detailed in this Offer Booklet and the Investor Presentation included in Section 3. You should read the entirety of this Offer Booklet carefully before deciding whether to participate in the Rights Issue. An investment in the Company and the New Shares, is speculative and subject to a range of risks, which are more fully detailed in the Investor Presentation in Section 3. If any of these risks or other material risks eventuate, it will likely have a material adverse impact on the Company's future financial performance and position.

If you have any questions in respect of the Offer, please call the Company's Offer Information Line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time from 8:30am to 5:00pm (Sydney, Australia time) Monday to Friday during the Offer Period. This Offer Booklet contains detailed information about the Rights Issue, including instructions on how to participate should you choose to do so. Please read this Offer Booklet carefully and in its entirety before choosing to participate in the Offer.

On behalf of the Directors and management team of the Company, I look forward to welcoming your participation in the Offer and your continued support.

¹ Based on cash balance as at 30 September 2023 and assuming completion of a capital raising of \$15.9m, excluding offer costs.

Yours sincerely

A handwritten signature in black ink, appearing to read 'N Samaras', with a stylized, cursive script.

Nick Samaras
Chairman
Genetic Signatures Limited

1. Details of the Rights Issue and how to apply

1.1 Rights Issue

Eligible Shareholders (as defined in Section 5) are being offered the opportunity to subscribe for 1 New Share for every 6.65 existing Shares held at 7.00pm (Sydney time) on 28 December 2023, at the Offer Price of \$0.37 per New Share.

New Shares issued pursuant to the Rights Issue will be fully paid and will rank equally with existing Shares on issue.

Please consider the Rights Issue in the light of your particular investment objectives and circumstances.

Please consult with your stockbroker, accountant, financial adviser, taxation adviser or other independent professional adviser if you have any queries or are uncertain about any aspects of the Rights Issue.

An investment in Shares is subject to investment and other known and unknown risks, some of which are beyond the control of the Company, including possible loss of income and principal invested. Refer to the risks set out in the Investor Presentation in Section 3 for further details on the risks associated with an investment in the Company. The Company does not guarantee any particular rate of return or the performance of the Company, nor does it guarantee the repayment of capital from the Company or any particular tax treatment.

1.2 Underwriting

The Rights Issue is fully underwritten by the Lead Managers. The Company and the Lead Managers have entered into an underwriting agreement, the key terms of which are set out in Section 2.5.

1.3 Your Entitlement

Your Entitlement is set out in the accompanying personalised Entitlement and Acceptance Form and has been calculated as 1 New Share for every 6.65 existing Shares you held as at the Record Date, rounded up to the nearest whole New Share. If you have more than one registered holding of Shares, you will be sent more than one personalised Entitlement and Acceptance Form and you will have separate Entitlements for each separate holding.

New Shares issued pursuant to the Rights Issue will be fully paid and will rank equally with existing Shares.

If you decide to take up all or part of your Entitlement, please refer to the personalised Entitlement and Acceptance Form and apply for New Shares pursuant to the instructions set out on the personalised Entitlement and Acceptance Form.

The Company reserves the right (in its absolute discretion) to reduce the number of New Shares allocated to Eligible Shareholders or persons claiming to be Eligible Shareholders if their claims prove to be incorrect or overstated or if they fail to provide information to substantiate their claims.

1.4 Nominees

The Rights Issue is only being made to Eligible Shareholders. The Company is not required to determine whether or not any registered holder is acting as a nominee or the identity or residence of any beneficial owners of Shares (e.g. for the purposes of determining whether any such persons may participate in the Rights Issue).

Where any holder is acting as a nominee for a foreign person, that holder, in dealing with its beneficiary, will need to assess whether indirect participation by the beneficiary in the Rights Issue is compliant with applicable foreign laws. Any person that is in the United States or is a US Person with a holding through a nominee may not participate in the Rights Issue and the nominee must not take up any Entitlement or send any materials into the United States or to any person it knows to be in the United States or a US Person.

The Company assumes no obligation to advise you on any foreign laws.

1.5 No rights trading

There will be no trading of rights on ASX and you may not dispose of your rights to subscribe for New Shares under the Rights Issue to any other party.

1.6 Risks

As with any securities investment, there are risks associated with investing in the Company. Having regard to the risks applicable to the Company and its business, Eligible Shareholders should be aware that an investment in the New Shares offered under this Offer Booklet should be considered speculative and there exists a risk that you may, in the future, lose some or all of the value of your investment.

Before deciding to invest in the Company, investors should read this Offer Booklet in its entirety, in particular the specific risks associated with an investment in the Company (detailed in the Investor Presentation in Section 3) and should consider all factors in light of their personal circumstances and seek appropriate professional advice.

1.7 Options available to you

If you are an Eligible Shareholder, you may take any one of the following options:

Option	Action
Take up all of your Entitlement	If you take up and pay for all of your Entitlement in accordance with the instructions below, before the close of the Rights Issue, you will be issued your New Shares on 25 January 2024.
Do nothing	If you take no action or your Application is not supported by cleared funds, your entitlement will lapse. You should note that if you allow all or part of your Entitlement to lapse, then your percentage holding in the Company will be diluted by your non-participation in the Rights Issue. Entitlements will not be able to be traded on ASX or another financial market, or otherwise privately transferred.
Take up part of your Entitlement and allow the balance to lapse	If you elect to take up and pay for part of your Entitlement in accordance with the instructions below, before the close of the Rights Issue, you will be issued New Shares with respect to that part of your Entitlement on 25 January 2024. The balance of your Entitlement will lapse.

1.8 Eligible Shareholders

The Rights Issue is only available to Eligible Shareholders, who are those holders of Shares who:

1.8.1 are registered as a holder of Shares as at the Record Date;

- 1.8.2 have an address on the Company Share register in Australia or New Zealand as at the Record Date;
- 1.8.3 are not in the United States or a US Person or acting for the account or benefit of a person in the United States or a US Person; and
- 1.8.4 are eligible under all applicable laws to receive an offer under the Rights Issue without a prospectus, disclosure document, product disclosure statement or any lodgement, filing, registration or qualification.

Shareholders who do not satisfy each of these criteria are Ineligible Shareholders. See Section 1.9 for further details on Ineligible Foreign Shareholders.

The Company may (in its absolute discretion) extend the Rights Issue to any Shareholder in other foreign jurisdictions (subject to compliance with applicable laws).

The Company, in its absolute discretion, reserves the right to determine whether a Shareholder is an Eligible Shareholder and is therefore able to participate in the Rights Issue, or an Ineligible Shareholder and is therefore unable to participate in the Rights Issue. The Company disclaims all liability to the maximum extent permitted by law in respect of any determination as to whether a Shareholder is an Eligible Shareholder or an Ineligible Shareholder.

The Rights Issue is not being extended to any Shareholders outside Australia and New Zealand. By returning a completed Entitlement and Acceptance Form or making a payment by BPAY, you will be taken to have represented and warranted that you satisfy each of the criteria listed above. Eligible Shareholders who are nominees, trustees or custodians are therefore advised to seek independent professional advice as to how to proceed.

1.9 Ineligible Foreign Shareholders

The Company has decided that it is unreasonable to make offers under the Rights Issue to Shareholders who are holders of Shares and who have registered addresses outside Australia and New Zealand (**Ineligible Foreign Shareholders**), having regard to the number of such holders in those places and the number and value of Shares that they would be offered and the cost of complying with the relevant legal and regulatory requirements in those places. As a result, these Shareholders will not be able to participate in the Offer.

1.10 How to apply

If you decide to take up all or part of your Entitlement, please:

- 1.10.1 pay your Application Monies via BPAY; or
- 1.10.2 complete and return the personalised Entitlement and Acceptance Form with the requisite Application Monies, by following the instructions set out on the personalised Entitlement and Acceptance Form.

The Company will treat you as applying for as many New Shares as your payment will pay for in full up to your full Entitlement. Amounts received by the Company in excess of your full Entitlement (**Excess Amount**), will be refunded to you except where that amount is less than \$2.00, in which case it will be retained by the Company. The method by which you receive the refund will be at the discretion of the Company. No interest will be paid on any Excess Amount received or refunded.

To participate in the Rights Issue, your payment must be received no later than the close of the Rights Issue, being 5.00pm (Sydney time) on 18 January 2024. Eligible Shareholders

who wish to pay via cheque, bank draft or money order will need to also ensure that their completed personalised Entitlement and Acceptance Form is also received by that time using the reply-paid envelope provided with this Offer Booklet or otherwise.

1.11 Payment methods

1.11.1 Payment by BPAY

For payment by BPAY, please follow the instructions on the personalised Entitlement and Acceptance Form (which includes the biller code and your unique Customer Reference Number (**CRN**)). You can only make a payment via BPAY if you are the holder of an account with an Australian financial institution that supports BPAY transactions. Please note that should you choose to pay by BPAY:

- (a) you do not need to submit the personalised Entitlement and Acceptance Form but are taken to have made the declarations on that personalised Entitlement and Acceptance Form; and
- (b) if you do not pay for your full Entitlement, you are deemed to have taken up your Entitlement in respect of such whole number of New Shares as is covered in full by your Application Monies.

When completing your BPAY payment, please make sure to use the specific biller code and unique CRN provided on your personalised Entitlement and Acceptance Form. If you receive more than one personalised Entitlement and Acceptance Form (i.e. where you have multiple holdings), please only use the CRN specific to the Entitlement on that form. If you inadvertently use the same CRN for more than one of your Entitlements when paying by BPAY, you will be deemed to have applied only for New Shares on the Entitlement to which the reference number applies.

Should you choose to pay by BPAY it is your responsibility to ensure that your BPAY payment is received by the Share Registry by no later than 5.00pm (Sydney time) on 18 January 2024. You should be aware that your financial institution may implement earlier cut-off times with regard to electronic payment and you should therefore take this into consideration when making payment. The Company takes no responsibility for any failure to receive Application Monies or payment by BPAY before the Rights Issue closes arising as a result of, among other things, delays in postage or processing of payments by financial institutions.

1.11.2 Payment by cheque, bank draft or money order

Should you choose to pay by cheque, bank draft or money order it is your responsibility to ensure that your payment is received by the Share Registry by no later than 5.00pm (Sydney time) on 18 January 2024. Cash payments will not be accepted. Receipts for payment will not be issued.

1.11.3 Confirmation of your Application and managing your holding

You may access information on your Shareholding, including your Record Date balance and the issue of New Shares from this Rights Issue, and manage the standing instructions the Share Registry records on your holding on the share registry website <https://www.investorserve.com.au/>. To access the share registry you will need your Security Reference Number (**SRN**) or Holder Identification Number (**HIN**) as shown on your Issuer Sponsored or CHESS statements and you will need to pass the security requirements on the site. To log into InvestorServe you will need to use the user name and password that they have already

established. If you do not have one you can contact the Share Registry by phone fax or mail to update details but identification processes will need to be gone through.

Mail

To participate in the Rights Issue, your payment must be received no later than the close of the Rights Issue, being 5.00pm (Sydney time) on 18 January 2024. If you make payment via cheque, bank draft or money order, you should:

- (a) mail your completed personalised Entitlement and Acceptance Form together with Application Monies to:

Genetic Signatures Limited Entitlement Offer
C/- Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

- (b) deliver your completed personalised Entitlement and Acceptance Form together with Application Monies by hand to:

Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000

A reply paid envelope is supplied.

Monies will not be accepted at the Company's corporate offices, or other offices of the Share Registry.

1.12 ASX quotation and trading

The Company will apply for quotation of the New Shares under the Rights Issue on ASX on 25 January 2024. While the Company is not aware of any reason why quotation would be denied, there is no assurance that the application will be granted. If quotation is not granted, New Shares under the Rights Issue will not be issued and Application Monies will be refunded to applicants without interest.

The fact that ASX may grant quotation of the New Shares is not to be taken in any way as an indication of the merits of the Company, or the New Shares issued under the Rights Issue.

It is expected that the quotation and trading of New Shares issued under the Rights Issue will commence on or about 29 January 2024 (on a normal settlement basis).

It is the responsibility of each Applicant to confirm their holding before trading in New Shares. Any Applicant who sells New Shares before confirming their holding will do so at their own risk. The Company, the Share Registry and the Lead Managers disclaim all liability in tort (including negligence), statute or otherwise, to any person who trades in New Shares before receiving their confirmation of issue, whether on the basis of a confirmation of issue provided by the Company, the Share Registry or the Lead Managers, or otherwise.

1.13 No withdrawal or cooling-off rights

You cannot withdraw your Application once it has been accepted. Cooling-off rights do not apply to an investment in New Shares.

The Company reserves the right to withdraw the Rights Issue at any time before the issue of New Shares to Eligible Shareholders, in which case the Company will refund any Application Monies already received in accordance with the Corporations Act and will do so without interest being payable to applicants.

1.14 Warranties made on acceptance of the Rights Issue

By completing and returning your personalised Entitlement and Acceptance Form or making a payment by BPAY you will be deemed to have acknowledged, represented and warranted that you, and each person on whose account you are acting:

- 1.14.1 acknowledge that you have fully read and understood both this Offer Booklet and your Entitlement and Acceptance Form in their entirety and you acknowledge the matters and make the warranties and representations and agreements contained in this Offer Booklet and the Entitlement and Acceptance Form;
- 1.14.2 agree to be bound by the terms of the Rights Issue, the provisions of this Offer Booklet and the Company's bylaws and Constitution;
- 1.14.3 authorise the Company to register you as the holder(s) of New Shares issued to you;
- 1.14.4 declare that all details and statements in the Entitlement and Acceptance Form are complete and accurate;
- 1.14.5 declare you are over 18 years of age and have full legal capacity and power to perform all your rights and obligations under the Entitlement and Acceptance Form;
- 1.14.6 acknowledge that once the Company receives your Entitlement and Acceptance Form or any payment of Application Monies via BPAY, you may not withdraw your Application or funds provided except as allowed by law;
- 1.14.7 agree to apply for and be issued with up to the number of New Shares specified in the Entitlement and Acceptance Form, or for which you have submitted payment of any Application Monies via BPAY, at the Offer Price per New Share;
- 1.14.8 authorise the Company, the Lead Managers, the Share Registry and any of their respective officers or agents to do anything on your behalf necessary for New Shares to be issued to you, including to act on instructions of the Share Registry upon using the contact details set out in your Entitlement and Acceptance Form;
- 1.14.9 declare that you were the registered holder(s) at the Record Date of the Shares indicated on the Entitlement and Acceptance Form as being held by you on the Record Date;
- 1.14.10 acknowledge that the information contained in this Offer Booklet and your Entitlement and Acceptance Form is not investment advice or financial product advice nor have they been prepared taking into account your investment objectives, financial circumstances or particular needs or circumstances;
- 1.14.11 acknowledge that this Offer Booklet and your Entitlement and Acceptance Form is not a recommendation that New Shares are suitable for you given your investment objectives, financial situation or particular needs;
- 1.14.12 acknowledge that you have read and understood risks set out in the Investor Presentation in Section 3 and that investments in the Company are subject to a high degree of risk;

- 1.14.13 acknowledge that none of the Company, the Lead Managers, or their respective related bodies corporate, affiliates or respective directors, officers, partners, employees, representatives, agents, consultants or advisers, guarantee the performance of the Company, nor do they guarantee the repayment of capital;
- 1.14.14 agree to provide (and direct your nominee or custodian to provide) any requested substantiation of your eligibility to participate in the Rights Issue and of your holding of Shares on the Record Date;
- 1.14.15 authorise the Company to correct any errors in your Entitlement and Acceptance Form or other form provided by you;
- 1.14.16 represent and warrant that the law of any place does not prohibit you from being given this Offer Booklet and the Entitlement and Acceptance Form, nor does it prohibit you from making an Application for New Shares; and
- 1.14.17 represent and warrant that your acceptance of the Rights Issue does not breach any laws in a jurisdiction outside Australia or New Zealand.

By completing and returning your personalised Entitlement and Acceptance Form or making a payment by BPAY, you will also be deemed to have acknowledged, represented and warranted on your own behalf and on behalf of each person on whose account you are acting that you are an Eligible Shareholder (as defined in section 5) or otherwise eligible to participate in the Rights Issue and:

- 1.14.18 you are not in the United States or a US Person;
- 1.14.19 you and each person on whose account you are acting are not in the United States or a US Person, and are not otherwise a person to whom it would be illegal to make an offer of or issue of Entitlements or New Shares under the Rights Issue and under any applicable laws and regulations;
- 1.14.20 the New Shares have not been, and will not be, registered under the US Securities Act or the securities laws of any state or other jurisdiction in the United States, and, accordingly, the New Shares may not be offered or sold in the United States or to US Persons, except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and any other applicable securities laws;
- 1.14.21 understand and acknowledge that the New Shares may only be sold outside the United States to non-US Persons in 'offshore transactions' (as defined in and in compliance with Regulation S under the US Securities Act);
- 1.14.22 you and each person on whose account you are acting have not and will not send any materials relating to the Rights Issue to any person in the United States or any US Person, or a person that is acting for the account or benefit of a person in the United States or a US Person, or elsewhere outside Australia or New Zealand;
- 1.14.23 if in the future you decide to sell or otherwise transfer the New Shares, you will only do so in regular transactions on ASX where neither you nor any person acting on your behalf know, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, a person in the United States or a US Person; and
- 1.14.24 if you are acting as a nominee or custodian, each beneficial holder on whose behalf you are submitting the Entitlement and Acceptance Form (i) is resident in Australia or New Zealand and (ii) is not in the United States or a US Person, or elsewhere outside Australia or New Zealand.

2. Purpose and Effect of the Rights Issue

2.1 Use of proceeds

The Company is seeking to raise up to \$15.9 million under the Placement and Rights Issue (with approximately \$7.96 million of that amount being raised under the Placement and approximately \$7.98 million of that amount being raised under the Rights Issue) before fees and costs of the Rights Issue.

The gross proceeds of the Rights Issue, expected to be approximately \$7.98 million will be used to fund additional regulatory approvals, new customer installations, next generation Instrument development and new product development, general working capital and the costs of the capital raising. Further details of the use of proceeds are set out in the Investor Presentation in Section 3.

2.2 Capital structure

A table setting out the effect of the Rights Issue on the capital structure of the Company is set out below:

	As at the Record Date	On completion of the Placement	On completion of the Rights Issue
Shares	143,405,996	164,916,895	186,481,706
Options	7,974,750	7,974,750	7,974,750

2.3 Effect on control

Eligible Shareholders should note that if they do not participate in the Rights Issue, their holdings will be diluted.

If all Entitlements are accepted by Eligible Shareholders to the full extent, then the Rights Issue will not result in any material change to the control of the Company.

The Rights Issue is not expected to have a material impact on the control of the Company.

2.4 Risks

There are a number of risks associated with an investment in the Company which may affect its financial performance, financial position, cash flows, growth prospects and Share price. The key risk factors are set out in the Investor Presentation included in Section 3.

2.5 Underwriting

The Rights Issue is lead managed and fully underwritten by the Lead Managers pursuant to an underwriting agreement dated 21 December 2023 (**Underwriting Agreement**).

A summary of the key terms of the Underwriting Agreement is provided on pages 62 to 64 of the Investor Presentation.

The Underwriting Agreement contains certain customary:

- conditions precedent that must be satisfied or waived before the Lead Managers are obliged under the Underwriting Agreement to, among other things, underwrite the Rights Issue;
- representation and warranties relating the Rights Issue and the Company's operations, in favour of the Lead Managers;
- undertakings in favour of the Lead Managers including in relation to the conduct of the Rights Issue and the business of the Company.

The Underwriting Agreement is subject to generally customary termination events, with the key termination events summarised on slides 62 to 64 of the Investor Presentation. If a Lead Manager terminates the Underwriting Agreement in accordance with its terms, that Lead Manager will be released from its obligations under the Underwriting Agreement.

The Lead Managers will receive an underwriting fee of 3% and a management fee of 3% of the gross proceeds raised under the Rights Issue. The Lead Managers will also be reimbursed by the Company for certain expenses incurred in relation to the Rights Issue. The Company has also agreed to indemnify the Lead Managers and certain affiliated parties from any losses suffered by those parties in connection with the Rights Issue.

The Underwriters have entered into a sub-underwriting agreement with Chatonsky Superannuation Fund. Chatonsky Superannuation Fund is an associate of Stephane Chatonsky, a director (and accordingly related party) of the Company. The extent of the sub-underwriting is \$75,000 and no fee, commission or other consideration is payable to it for acting as sub-underwriter.

2.6 Reporting and disclosure obligations

The Company is a disclosing entity for the purposes of the Corporations Act and is therefore subject to regular reporting and disclosure obligations under the Corporations Act and ASX Listing Rules. These obligations require ASX to be notified periodically and on a continuous basis of information about specific events and matters as they arise for the purpose of ASX making the information available to the financial market operated by it.

In particular, the Company has an obligation under ASX Listing Rules (subject to certain limited exceptions) to notify ASX immediately of any information concerning the Company, of which it becomes aware, which a reasonable person would expect to have a material effect on the price or value of the Company's securities. The Company is also required to prepare and lodge with ASIC and ASX both yearly and half-yearly financial statements accompanied by a Directors' declaration and report, and an audit or review report and is also required to prepare and lodge with the ASX quarterly cash flow and activity reports.

2.7 Rights and liabilities attaching to Shares underlying Shares

Immediately after issue and allotment, the New Shares being offered under the Rights Issue will be fully paid Shares and will rank *pari passu* with the Shares currently on issue.

Detailed provisions relating to the rights attaching to the Shares are set out in the Company's Constitution. A copy of the Company's Constitution is available from the Company on request free of charge.

The rights attaching to Shares may be varied with the majority approval of Shareholders.

3. ASX Announcement and Investor Presentation

Not for distribution or release in the United States or to U.S. persons

ASX Announcement

21st December 2023

GENETIC SIGNATURES ANNOUNCES \$15.9 MILLION CAPITAL RAISING

HIGHLIGHTS:

- Successful Placement to new and existing, sophisticated and professional investors with binding commitments received totaling approximately \$8 million
- Fully underwritten 1-for-6.65 Rights Issue to raise an additional approximately \$8 million
- Total proceeds from the capital raising of approximately \$15.9 million before costs
- Proceeds will be used to fund growth initiatives including US regulatory clearances, US product launches, new instrument development and working capital

Genetic Signatures Limited (GSS or the Company) is pleased to announce a capital raising of approximately \$15.9 million by way of a **Placement** and a fully-underwritten **Rights Issue**. Under the Placement and Rights Issue, the Company will issue a total of approximately 43.1 million new fully paid ordinary shares (**New Shares**) at an issue price of \$0.37 per New Share (**Capital Raising**). The issue price of \$0.37 per New Share (**Issue Price**) represents a 15.9% discount to the last traded price of \$0.44 on 18 December 2023.

The Capital Raising has received strong support by the Company's existing shareholders with all major shareholders committing to participate. In addition, GSS will welcome a number of new sophisticated and institutional investors to the register through their participation in the Placement. All eligible Directors of GSS have also elected to participate in the Rights Issue.

"We are delighted with the strong support we have seen from both new and existing shareholders in this raise," said Dr Nick Samaras, Non-Executive Chairman of Genetic Signatures. "The Company is at a particularly exciting time with our first product currently under review for US clearance by the US Food & Drug Administration and the second product in late-stage clinical testing to support a second US regulatory clearance. In addition, the development of our high-throughput, sample-to-answer instrument will progress and promises to be a game-changer for the high-volume user sites we will be targeting in the US market. The proceeds from this raise, along with our

existing cash balance and the \$6.9 million R&D tax refund we received earlier this month, will provide the Company with the balance sheet it requires to fully realise the potential of these exciting growth opportunities.”

Capital Raising

The Capital Raising comprises:

- a placement of approximately 21.5 million New Shares to sophisticated and professional investors to raise \$7.96 million (**Placement**); and
- a fully underwritten pro-rata non-renounceable entitlement offer of 1 New Share for every 6.65 existing fully paid ordinary shares in the Company (**Shares**) held by eligible shareholders at the Record Date to raise a further \$7.98 million and result in the issue of approximately 21.6 million New Shares (**Rights Issue**).

The Issue Price represents a discount of:

- 15.9% discount to the last traded price on Monday, 18 December 2023, of \$0.44;
- 20.3% discount to the 5-day VWAP of \$0.464;
- 21.8% discount to the 15-day VWAP of \$0.473; and
- 12.4% discount to the Theoretical Ex Rights Price (TERP) of \$0.42.

New Shares issued under the Capital Raising will rank equally with existing Shares.

Joint Lead Managers

Bell Potter Securities Limited and Taylor Collison Limited (**Joint Lead Managers or the Underwriters**) are acting as joint lead managers to the Capital Raising and underwriters to the Rights Issue pursuant to a lead mandate letter and underwriting agreement (**JLM Agreements**). The Rights Issue is fully underwritten by the Joint Lead Managers. The Company has agreed to pay certain fees to the Joint Lead Managers in accordance with the JLM Agreements. For details of the fees payable to the Joint Lead Managers in connection with the Capital Raising, see Appendix 3B released to the ASX on 21 December 2023.

Intended Use of Funds

Funds raised under the Capital Raising will be used for additional regulatory approvals, new customer installations, next generation Instrument development and new product development, general working capital and the costs of the Capital Raising.

Details of the Placement

The approximately 21.5 million New Shares subscribed for under the Placement are expected to be settled on Thursday, 28 December 2023 with allotment occurring on Friday,

29 December 2023. The Placement will be issued in accordance with the Company's available placement capacity under ASX Listing Rule 7.1.

No New Shares under the Placement were issued or agreed to be issued to any person identified within ASX Listing Rule 10.11 (related parties).

Details of the Rights Issue

Participation in the Rights Issue will be open to shareholders in the Company who are registered holders of Shares at 7.00 pm (Sydney time) on Thursday, 28 December 2023 (**Record Date**) and who have a registered address in Australia or New Zealand (**Eligible Shareholders**).

The Rights Issue will allow Eligible Shareholders to receive one (1) New Share for every 6.65 existing Shares held by Eligible Shareholders on the Record Date, at the Offer Price of \$0.37 per New Share.

The Rights Issue will be open from Tuesday, 2 January 2024 to 5.00pm (Sydney time) on Thursday, 18 January 2024 to Eligible Shareholders.

Any New Shares not applied for under the Rights Issue as well as any entitlements that would have been offered to shareholders who are not Eligible Shareholders (if they had been entitled to participate in the Rights Issue), will form part of the shortfall from the Rights Issue which will be allocated to the Underwriters.

The Rights Issue is non-renounceable and entitlements will not be tradeable on ASX or otherwise transferable. Eligible Shareholders who do not take up their entitlements will not receive any value for those entitlements that they do not take up.

Further information in relation to the Rights Issue will be sent to Eligible Shareholders in the offer booklet and accompanying personalised entitlement and acceptance form, which are expected to be dispatched on Tuesday, 2 January 2024.

If you have any questions in respect of the Rights Issue, please call the Company's Registry, Boardroom Pty Limited, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time from 9:00am to 5.00pm (Sydney time) Monday to Friday during the Rights Issue period, or consult your broker, accountant, legal, financial, tax or other professional adviser.

Indicative Timetable

The indicative timetable for the Capital Raising is set out below:

Event	Time (Sydney time) / Date
Announcement of Capital Raising	Thursday, 21 December 2023
Lodgement of Appendix 3B with ASX and notice to ASX under section 708AA(2)(f) of the Corporations Act	Thursday, 21 December 2023
Rights Issue ex date	Wednesday 27 December 2023
Rights Issue Record Date	7.00 pm Thursday, 28 December 2023
Settlement of Placement securities	Thursday, 28 December 2023
Allotment of Placement securities	Friday, 29 December 2023
Offer booklet dispatched	Tuesday, 2 January 2024
Rights Issue opens	
Last day to extend the offer closing date	Monday, 15 January 2024
Rights Issue closes	5.00pm Thursday, 18 January 2024
Allotment of Rights Issue securities	Thursday, 25 January 2024
Lodgement of Appendix 2A with the ASX	
Last day to Announce results of the Rights Issue	Thursday, 25 January 2024

Note: The timetable above is indicative only and may be subject to change. All times and dates refer to Sydney time. GSS reserves the right to amend any or all of these dates and times without notice, subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws. In particular, GSS reserves the right to extend the closing date of the Rights Issue, to accept late applications under the Rights Issue (either generally or in particular cases) and to withdraw the Rights Issue without prior notice. Any extension of the closing date will have a consequential effect on the issue date of New Shares under the Rights Issue.

– ENDS –

Authorisation and Additional Information

This announcement was authorised by the Board of Directors of Genetic Signatures Limited.

For further information, see our website (www.geneticsignatures.com) or contact us as below:

Dr John Melki
Managing Director and
Chief Executive Officer
john.melki@geneticsignatures.com
 T: +61 (0)2 9870 7580

Karl Pechmann
Chief Financial and Operating Officer
and Company Secretary
karl.pechmann@geneticsignatures.com

About Genetic Signatures Limited: Genetic Signatures is a specialist molecular diagnostics (MDx) company focused on the development and commercialisation of its proprietary platform technology, **3base®**. Genetic Signatures designs and manufactures a suite of real-time Polymerase Chain Reaction (PCR) based products for the routine detection of infectious diseases under the *EasyScreen™* brand. Genetic Signatures' proprietary MDx **3base®** platform technology provides high-volume hospital and pathology laboratories the ability to screen for a wide array of infectious pathogens, with a high degree of specificity, in a rapid throughput (time-to-result) environment. Genetic Signatures' current target markets are major hospitals and pathology laboratories undertaking infectious disease screening. Genetic Signatures is leveraging strong COVID-19 related sales of its *EasyScreen™* respiratory kits and the growing interest in its gastroenteritis products to further commercialise its **3base®** technology to rapidly and cost effectively screen for a wide array of infectious pathogens including antibiotic resistant bacteria, sexually transmitted infections, meningitis and mosquito borne viral diseases.



Capital Raising Presentation

21 December 2023

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



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Proprietary **3base®** technology underpinning an automated diagnostic workflow

- A revolutionary approach to **molecular diagnostic** assays for infectious diseases
- Detects a wide range of clinically relevant targets, **in one test – Syndromic Testing**
- Uniform sample processing conditions regardless of sample type allowing for a **simplified workflow**
- Robust pipeline with **multiple products cleared for sale** in Australia and Europe
- Over **5 million patients** have been tested to date in multiple markets

Molecular diagnostic (**MDx**) market estimated at ~A\$35b with growing syndromic testing segment expected to reach A\$4.3b by 2026

- The MDx market is a high growth segment, representing ~40% share of infectious disease testing
- Growing adoption of syndromic testing to support early disease diagnosis and improved patient management
- **High gross margins** achieved by being embedded in the diagnostic laboratory workflow

First product to be launched in the US: addresses unmet need

- *EasyScreen™* Gastrointestinal Parasite Detection Kit provides the **broadest molecular syndromic test for 8 clinically relevant GI parasites**
- Currently no stand-alone FDA cleared parasite molecular test which detect more than 3 parasites
- **Displaces traditional testing** which is manual, slow, labour intensive and unreliable
- Molecular **reimbursement code** already in place



Next Generation Instrument development to drive future growth

- Will enable customers to conduct automated, high-throughput syndromic testing **improving efficiency, economics and patient diagnosis**
- Single platform which **consolidates multiple tests** that are currently conducted on numerous instruments
- **Embeds the use of 3base®** with high-throughput customers
- Sample-to-answer instrument expected to **improve gross margins and attract large global customers**

Significant news flow and catalysts expected in the near term

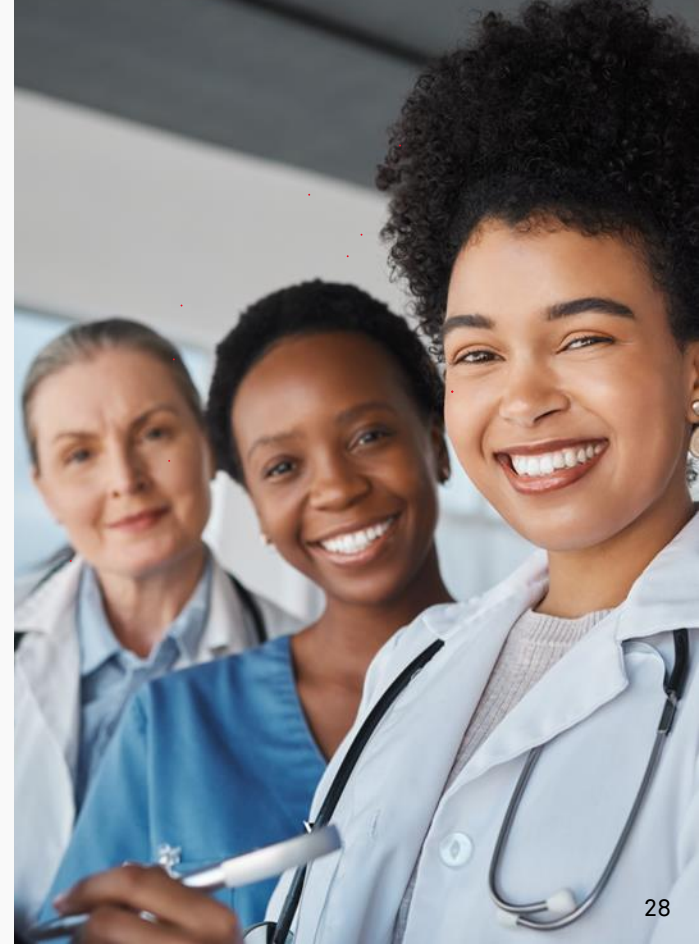
- Anticipating **US FDA clearance** of the *EasyScreen™* Gastrointestinal Parasite Detection Kit
- **Complete US clinical trial** for next *EasyScreen™* product, for respiratory indications
- Increase sales and channel partners in the UK and EMEA markets
- Further R&D initiatives for new products and technology improvements

Seeking to raise \$15.9m to support future growth

- Approximately \$15.9m capital raising comprising a placement and a fully underwritten non-renounceable entitlement offer at A\$0.37 per share
- Funds raised use to complete Next Generation Instrument development, new customer installations, R&D and regulatory submissions
- Post capital raising, GSS is expected to be funded to achieve positive cash flow and profitability



- **Australia sales of the Respiratory Pathogen Detection Kit to major customers expected to return their full volume**
 - Material revenue uplift following TGA approval of Influenza B regulatory submission
- **US *EasyScreen*™ Gastrointestinal Parasite Detection Kit**
 - 510(k) clearance
 - Revenue anticipated to commence in 1H FY25
- **Complete US clinical trial for next *EasyScreen*™ product**
 - 510(k) submission for *EasyScreen*™ Essentials Respiratory Detection Kit
- **Increase sales and presence in UK and EMEA markets**
 - Recently appointed a dedicated distribution manager and secured two new distributors to accelerate expansion
- **R&D initiatives for new products**
 - New *EasyScreen*™ detection kits
 - Technology and workflow improvements
 - Development of Next Generation Instrument prototype



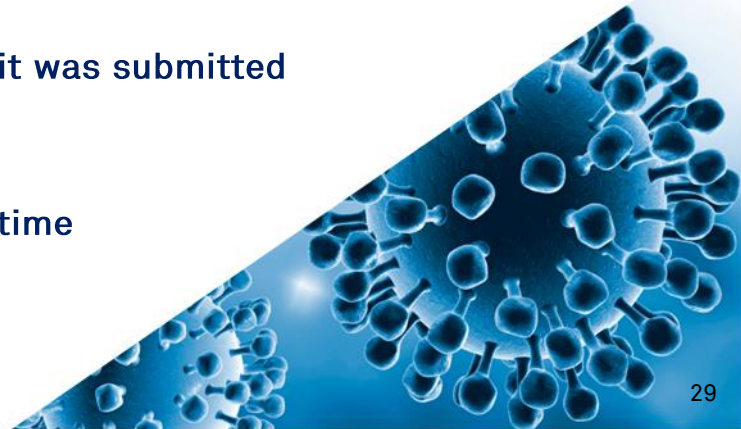


- The Company notified the TGA of reported inconsistencies in the detection of influenza B when employing the *EasyScreen*™ Respiratory Pathogen Detection Kit
 - Syndromic solution detects 14 different respiratory pathogens from a single sample
 - Only the influenza B target was reported with reduced sensitivity predominantly in a small proportion of low viral concentration samples
- Minor changes were made in assay design to restore performance in a short timeframe
- The updated *EasyScreen*™ Respiratory Pathogen Detection Kit was submitted to TGA for review in December 2023
 - Clearance expected in early Q3 FY24
- Revenue has been impacted with major customers during this time
 - Expect all respiratory revenue to be reinstated upon approval



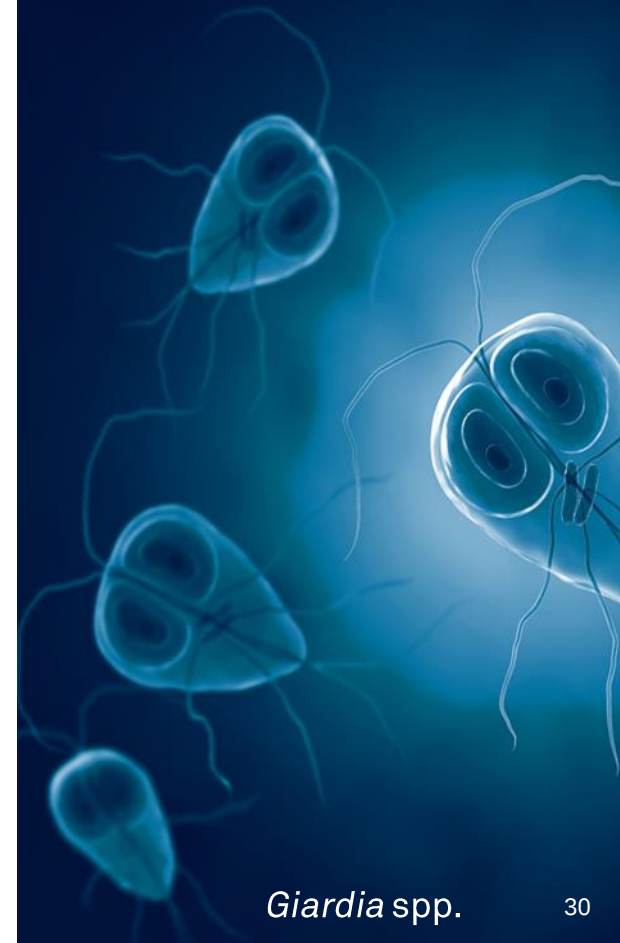
Australian Government

Department of Health
Therapeutic Goods Administration

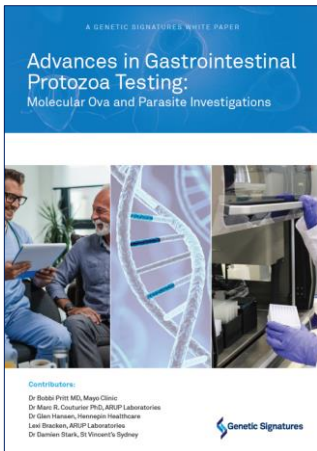




- First product, the *EasyScreen*TM Gastrointestinal Parasite Detection Kit submitted to FDA for sales clearance
- The product addresses an unmet need
 - Broadest molecular syndromic test for 8 clinically relevant GI parasites
 - No current stand-alone FDA cleared molecular test detects >3 parasites
- ~5.5 million traditional tests conducted in the US / year
 - Traditional tests are manual, slow, labour intensive & unreliable
 - Current testing is not profitable for pathology laboratories
- Molecular reimbursement code already in place
 - Higher reimbursement rate than traditional microscopic tests



Giardia spp.



- Clinical trial commenced in 2020 in 3 US sites forming part of the FDA application
- A select, limited number, of pre-qualified customer experience sites in the US are currently evaluating the *EasyScreen*TM Gastrointestinal Parasite Detection Kit
- Highly experienced sales team in place in preparation for commercial launch
- Distribution, warehouse and laboratory facilities in place
- Engagement with key opinion leaders to understand product appeal and positioning
- Attendance at conferences and delivery of white papers and webinars to increase brand awareness in preparation for launch



US team representation at ASM Microbe 2023 conference in Houston, Texas.

Four distinct customer segments – all targets



*EP005 = EasyScreen™ Gastrointestinal Parasite Detection Kit

Target segments	GI parasite testing requirements	Potential TAM = 5.5 m tests	Share of targeted 2.2m EP005* tests by segment	Potential customers
Large commercial reference labs	High volume LabCorp / Quest = >1500 tests / day Others ~100-300 tests / day	1.65 million 30% of TAM	 50%	- LabCorp - Quest - Sonic Health - BioReference Laboratories - Clinical Reference Laboratory
IDN / core labs (large hospitals)	Low to medium volume, Some sites high volume Average ~50-100 tests / day	3.03 million 55% of TAM	 32%	- Kaiser Permanente - Baylor Scott and White - Northwell Health - Cleveland Health Clinic - Sutter Health
Specialty reference labs	Medium to high volume Average ~40-100 tests / day	0.28 million 5% of TAM	 12%	- ARUP Laboratories - Mayo Clinic - Wadsworth Center - University of Nebraska - Emory Medical Laboratory
Independent hospitals	Low to medium volume, Average ~20-40 tests / day	0.55 million 10% of TAM	 6%	- Scripps Laboratories - Sharp Laboratories - John Hopkins - Tampa General - Henry Beaumont

Target size and TAM modelled from various data sources listed here

[Morningstar Credit Ratings, LLC 16th October 2018. Credit Comparison: LabCorp \(BBB+, stable\) vs. Quest \(BBB+, stable\). Link](#)
[Laboratory Economics, Volume 18, No. 3. March 2023. Jondavid Klipp. Link](#)
[Genetic Signatures Market Survey Insights. March 2023](#)
[DeciBio ID DX-Book 2022](#)

[Definitive Healthcare, Healthcare Insights, How many IDNs are in the U.S.?, 21/4/23. Link](#)
[American Hospital Association, Fast Facts. U.S. Health Systems. 2023. Link](#)
[Lab Florida. Types of Labs in U.S. Medical Diagnostics. Accessed on 13/9/23. Link](#)
[Australian Medicare Benefits Schedule Book \(MBS\). Link](#)



EasyScreen™ Gastrointestinal Parasite Detection Kit

- The Company received multiple rounds of questions from the FDA since submitting the 510(k) application on 1st September 2023
 - This process was expected due to the complexity of the submission and the lack of commercial comparators (unmet need)
- Genetic Signatures is currently preparing responses for the most recent round of questions to the FDA
 - Final response required before 28 April 2024
 - Genetic Signatures has partnered with experts who have experience in similar submissions to expediate this process
- The Company anticipates that the FDA will review and respond to the information presented soon after receiving them
- Solid opportunity pipeline developed in readiness for clearance
 - Expecting to convert pre-qualified customer experience sites to initial customers, post clearance



U.S. FOOD & DRUG
ADMINISTRATION



EasyScreen™
Gastrointestinal Parasite
Detection Kit

Submitted to US FDA for 510(k) clearance
Currently investigation use only (IUO) in US



Giardia spp.



Cryptosporidium spp.



Entamoeba histolytica



Cyclospora cayetanensis



Dientamoeba fragilis



Blastocystis hominis



Enterocytozoon bieneusi

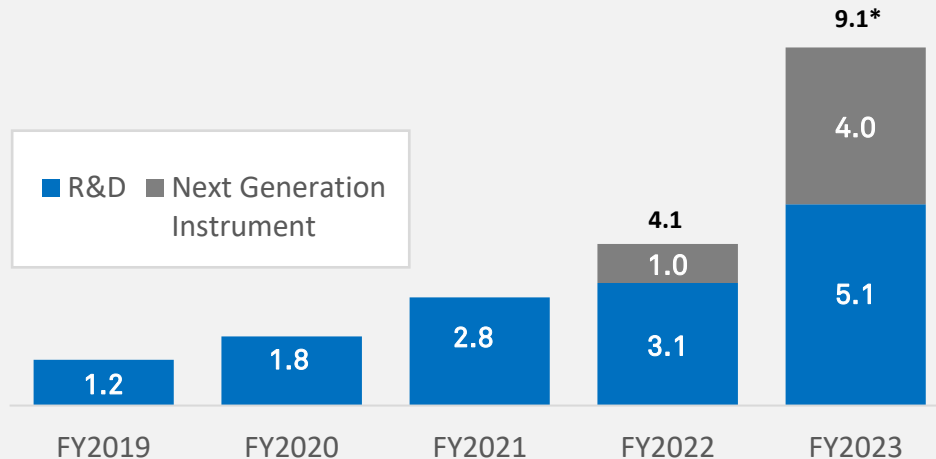
Encephalitozoon intestinalis

Substantial investments made in growth



- International markets
- New products; regulatory clearances
- Product launches
- Internal capabilities (clinical, regulatory)
- Technology improvements;
- Sample-to-result instrument

Capital expenditure on research & development (R&D)
& the Next Generation Instrument (FY - \$A million)



*Note: A\$6.9 million rebate under the R&D Tax Incentive for R&D incurred in FY2023 received on 19 December 2023.



Next Generation Instrument development

Capital raising presentation
21 December 2023



Design input received by laboratory leaders including Johns Hopkins, Mayo Clinic, Quest Diagnostics, Texas Children's and Baylor Scott & White

"Sample-to-result" Instrument

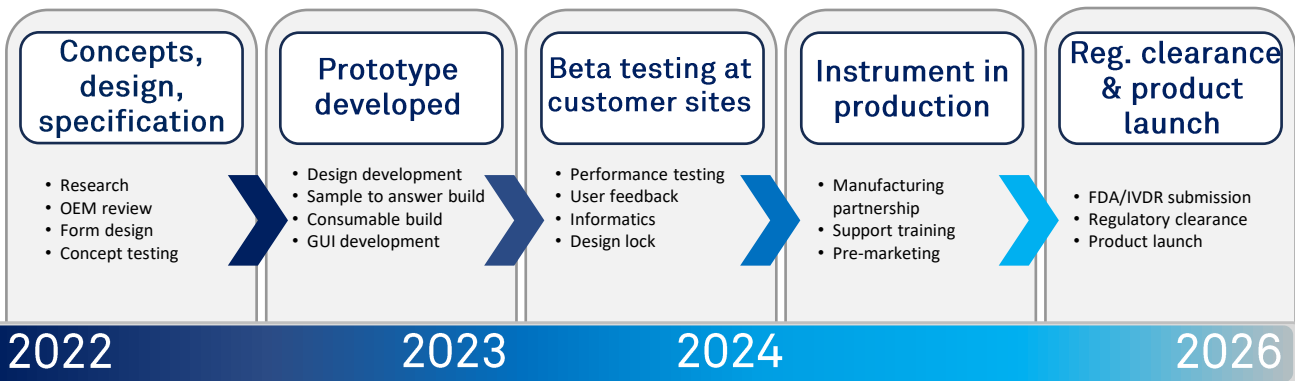
- Highly automated
- High-throughput (~400 samples/shift)
- Can run multiple products and mixed specimen types in a single run
- Embed use of 3base® with customers

Value Position

- Address a market gap for automated high-throughput syndromic testing
- Provide operational efficiency in our target market
- Single platform to consolidate multiple tests that are currently conducted on numerous instruments



Images are concepts only





- **Highly experienced direct sales and support team in place**
 - Located in the United Kingdom and Germany
 - Transitioning customer sites to broader syndromic testing
 - Building awareness in the region with a strong pipeline of opportunities forecasted to close in FY24 and beyond
- **Channel partnerships in place in select European markets, and recent contracts executed in Israel and the Middle East**
 - Carefully selected channel partners are deeply experienced and highly connected in their respective markets
 - Operating in markets where language and culture requires local representation or where it isn't economic to operate a direct sales force
- **Distributor Channel Manager in place to support global expansion**
 - Dedicated resource to provide channel partner training and support to build regional brand equity and sales growth





Cost reductions realised during the current financial year

Cost reduction initiatives 	Q1 FY24 saving	Q2 FY 24 saving
Head count reductions and recruitment moratorium	\$0.15m	\$0.5m
Reduction in R&D and clinical trial expenditure through deferral of less critical programs	\$0.1m	\$0.28m
Deferral of Next Generation Instrument development	\$0.9m	\$1.8m
Total	\$1.15m	\$2.58m

- Cost reductions to offset revenue impact from Influenza B on revenue.
- Operating expenditure in FY23 was ~\$28.1m.
- Annualised operating expenditure savings realised of \$3.12m in FY24 and Next Generation Instrument development deferral to further reduce cash expenditures.



Financial information

Share price (18-December-23)	A\$0.44
Shares on issue	143.4m
Market capitalisation	A\$63.1m
Cash (30-Sep-23)	A\$10.5m
Debt (30-Sep-23)	Nil
Enterprise value	A\$52.6m

Top shareholders %

Asia Union (Chris Abbott private investment)	26.2%
Perennial Value Management	13.9%
Fidelity International	6.9%
Directors & management	3.0%





Nick Samaras Non Executive Chairman

- Significant experience leading international sales teams
- Former Managing Director of Applied Biosystems (now part of Thermo Fisher)
- Senior executive roles at Perkin Elmer and AMRAD Corporation (now part of CSL)

Michael Aicher Executive Director

- Currently based in the US with significant experience driving US sales
- Founder of National Genetics Institute
- Led Lab-Corp's esoteric business – generated US\$1bn revenue p.a.

John Melki Managing Director and CEO

- Led global commercialisation efforts of Genetic Signatures since 2011 and product development since 2003
- Successfully commercialised 2 research products globally and 7 diagnostic products in Australia and Europe

Tony Radford Non Executive Director

- Co-Founder and CEO of Cellestis — acquired by Qiagen for c.US\$400m
- Significant diagnostic sales experience
- Proven track record of executing a sales strategy for medical devices into Europe

Neil Gunn Non Executive Director

- Currently based in the US
- Former President of Roche Sequencing Solution & VP Roche's Molecular Diagnostic business unit
- Responsible for over 120 diagnostic product launches for Roche

Caroline Waldron Non Executive Director

- Deep ASX experience in businesses that intersect heavily with regulation
- Cross-border commercial and M&A transaction experience
- Deep risk and governance experience

Stephane Chatonsky Non Executive Director

- Corporate finance, investment and commercial strategy experience
- Has held executive roles with global organisation such as Lazard, McKinsey & Co and Macquarie Bank



- **US *EasyScreen*™ Gastrointestinal Parasite Detection Kit**
 - 510(k) clearance
 - Launch product once clearance is granted
- **Complete US clinical trial for next *EasyScreen*™ product**
 - Syndromic detection kit for common respiratory infections
 - 510(k) submission for *EasyScreen*™ Essentials Respiratory Detection Kit
- **Increase sales and presence in UK and EMEA markets**
 - Contracts with new customers
 - Increase channel partners in EMEA
- **R&D initiatives for new products**
 - New *EasyScreen*™ detection kits
 - Technology and workflow improvements
 - Development of Next Generation Instrument prototype



Offer Details





Genetic Signatures is conducting a capital raising of up to approximately A\$15.9 million comprising an institutional placement and a fully underwritten pro rata non-renounceable entitlement offer (together, the 'Offer')

Offer Structure	A capital raising of up to approximately A\$15.9 million which comprises: - a \$7.96 million placement to sophisticated and professional investors (the Placement) - a 1 for 6.65 fully underwritten pro-rata non-renounceable entitlement offer to eligible shareholders of Genetic Signatures seeking to raise up to \$7.98 million (Entitlement Offer, together with the Placement being the Offer) - Approximately 43.1 million new fully paid ordinary shares in GSS (New Shares) to be issued under the Offer, representing approximately 30% of existing ordinary shares on issue in Genetic Signatures (Shares)
Offer Price	- The Offer will be conducted at a fixed price of A\$0.37 per New Share (Offer Price) which represents: - A discount of 15.9% to the last close of A\$0.44 on Monday 18 December 2023 - A discount of 20.3% to the 5-day VWAP of A\$0.464 - A discount of 21.8% to the 15-day VWAP of A\$0.473 - A discount of 12.4% to the Theoretical Ex Rights Price (TERP) A\$0.42
Entitlement Offer	- The Entitlement Offer will open on Tuesday, 2nd January 2024 and will close at 5.00pm on Thursday, 18th January 2024 - The Entitlement Offer is fully underwritten by the Joint Lead Managers
Record Date	7.00pm (Sydney, Australia time) on Thursday, 28th of December 2023
Ranking	- New Shares issued under the Offer will rank pari passu with existing Shares from their date of issue - New Shares issued under the Placement will be allotted on an ex rights basis and will not be eligible to participate in the Entitlement Offer
Joint Lead Managers and Underwriters	Bell Potter Securities Limited and Taylor Collison Limited



Funds raised to increase global revenue through instrument and product development

		\$15.9m raised
Additional regulatory approvals	- FDA product submissions - Clinical trials to support 2 further FDA submissions	\$4.0m
Funding for new customer installations	- Instrumentation held at US customer sites. High expected ROI – will recoup a multiple of initial outlay via long-term consumable revenue - Includes Next Generation instrument Beta test units	\$4.0m
Next Generation Instrument development and new product development	- Next Generation Instrument development – future proof GSS in global MDx market - New product development - increase pipeline of new products to expand the portfolio	\$2.5m
	Working capital and capital raising costs	\$5.4m
	Total	\$15.9m



Key events	Sydney, Australia time
Trading halt	Tuesday, 19 th December 2023
Trading halt lifted and announcement of the Offer	Thursday, 21 st December 2023
Settlement of Placement	Thursday, 28 th December 2023
Record Date for Entitlement Offer (7pm Sydney time)	Thursday, 28 th December 2023
Issue of New Shares under the Placement	Friday, 29 th December 2023
Entitlement Offer opens	Tuesday, 2 nd January 2024
Entitlement Offer booklet dispatched	Tuesday, 2 nd January 2024
Entitlement Offer closes	Thursday, 18 th January 2024
Allotment of Entitlement Offer Securities	Thursday, 25 th January 2024
Last day to Announce results of the Entitlement Offer	Thursday, 25 th January 2024

1. Dates / times are indicative and subject to change.

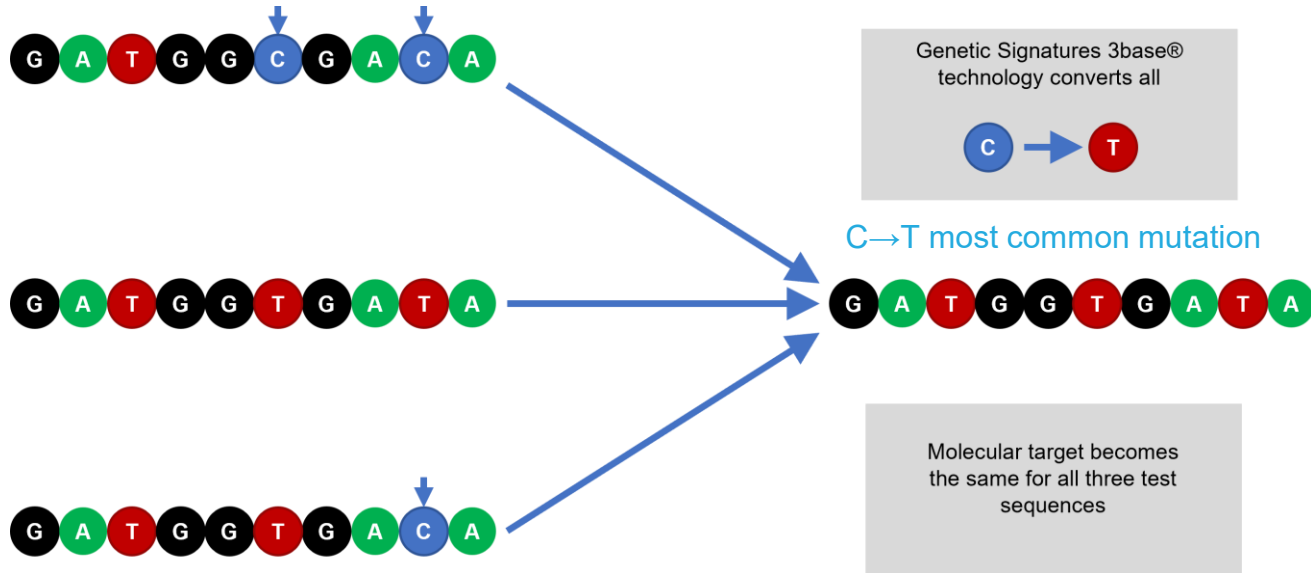
Appendix





Genetic Signatures develops and markets molecular diagnostic testing kits for syndromic testing for infectious diseases used by pathology laboratories

- **Infectious diseases are a leading cause of death**
 - This is often preventable through more accurate diagnosis and timely treatment
- **Molecular PCR diagnostic tests target unique genetic signatures (DNA)**
 - These DNA sequences are screened in patient samples and flagged if a pathogen is detected
 - Simultaneous screening for all pathogens that can cause the same symptoms is known as “syndromic testing”
 - This method is highly accurate and can test for a wide range of infectious diseases including respiratory, enteric (intestinal illness) and sexual health
- **Genetic Signatures' unique 3base® technology simplifies syndromic testing for infectious diseases**
 - **Benefits for patients** – single test to screen for multiple infections which supports faster diagnosis and treatment
 - **Benefits for pathology laboratories** – less time evaluating samples and more testing results per patient specimen



* Human Papilloma virus sequences

- 3base® converts the original 4-base microbial genome to 3-base
- 3base® can identify a wider array of patient infections and can detect multiple pathogen strains by reducing complexity

Able to detect all known pathogen variants (i.e. strains or subtypes) – more tolerant of mutations
3base® conversion does not impact sensitivity or specificity and does not require any extra user steps



- **Syndromic testing:** test for multiple pathogens that all can cause the same signs and symptoms
 - **Respiratory infections:** cough, runny nose, sore throat, headache
 - **Gastrointestinal infections:** nausea, diarrhea, vomiting, cramps, fever
 - Allows a **single test** to determine the potential cause of a disorder
- **Genetic Signatures' *EasyScreen™* is ideal for syndromic testing**
 - Tests available for over 100 different types of pathogens
 - Detect >20 different pathogens from a single sample
 - Flexibility to configure solutions to the laboratory's needs
- ~5m patients have been tested with at least one 3base® *EasyScreen™* detection kit, many with multiple kits covering viral, bacterial, parasites and other targets



Robust pipeline with multiple products cleared for sale

Capital raising presentation
21 December 2023



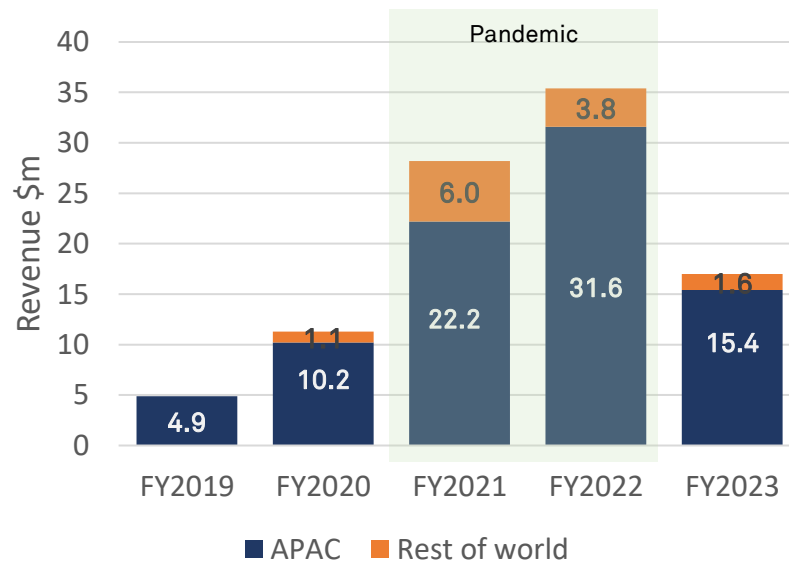
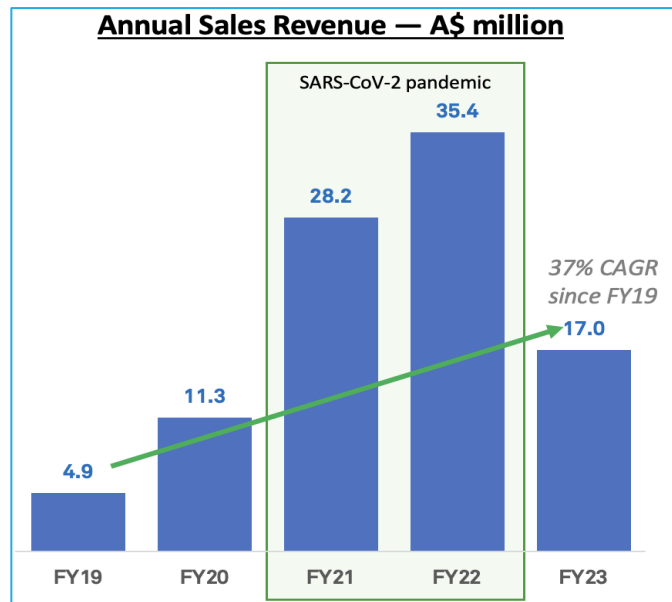
Strong underlying growth in core revenue streams

Capital raising presentation
21 December 2023



FY23 sales \$16.9 million

- Anticipated decline in pathogen-specific molecular testing for SARS-CoV-2 experienced across the industry
- Replaced with growing syndromic respiratory sales - long-term, durable market
- Non-Covid Only sales up 38% in FY23 and account for 75% of sales in FY23
- 9% sales to international customers - set to grow significantly with increased EU presence and as products cleared in US

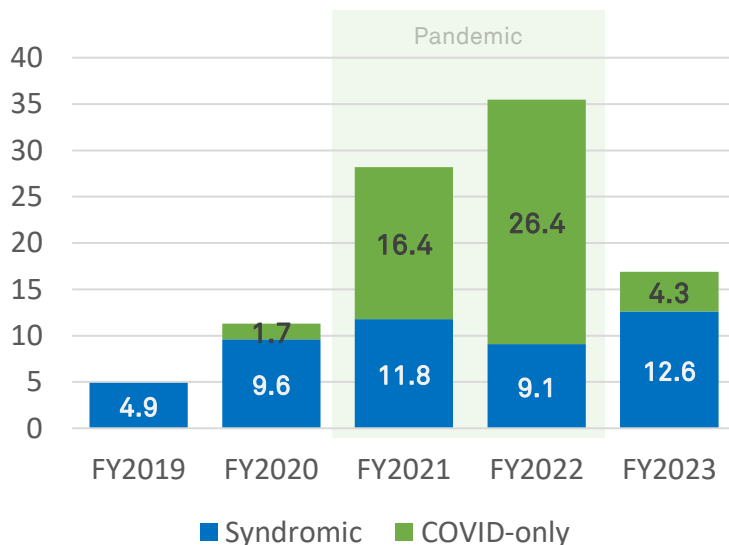


NOTE: EasyScreen™ SARS-CoV-2 Detection Kit sales commenced during FY2020



Core syndromic testing now accounts for 75% of sales in FY2023

- Growth of 38% in the financial year
- Increased demand for COVID-19 testing being incorporated in syndromic respiratory solution rather than stand-alone testing

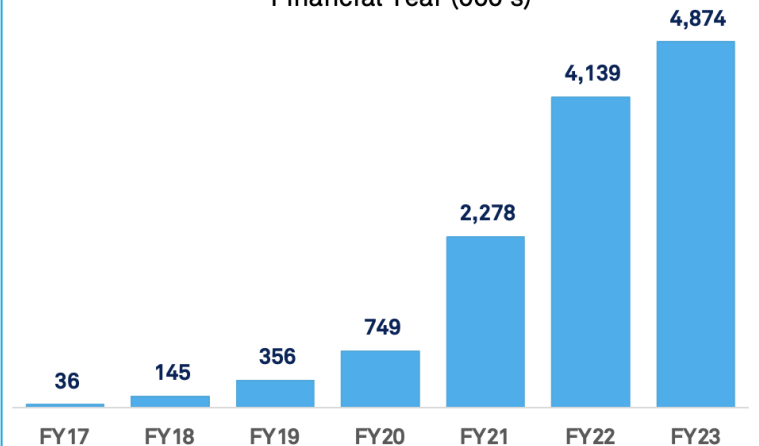


Transitioning to higher value patient testing

- Over 5m patients tested to date
- Patients increasingly tested for multiple targets post-pandemic – higher revenue per patient test
- Pandemic demonstrated ability to scale operations to meet customer demand

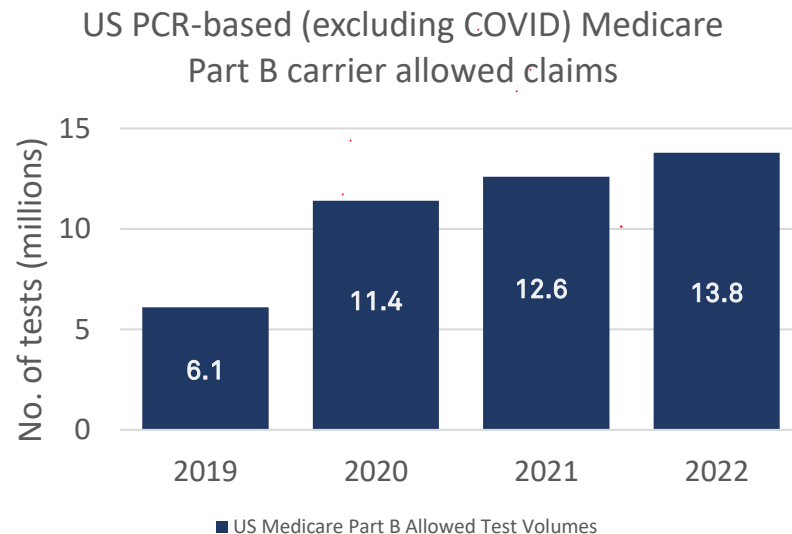
Cumulative patients testing using GSS detection kits

Financial Year (000's)





- Public health COVID testing over the past few years has increased the awareness of PCR testing for infectious diseases
- PCR-based microbiology testing (excluding COVID-19 testing) has increased substantially over the past few years, replacing other testing techniques
- It is expected that PCR-based testing will continue to experience substantial growth in the coming years



SOURCE: Laboratory Economics, Vol 18, No. 11, 11 November 2023



1. KEY RISKS

Investors should be aware that an investment in Genetic Signatures involves risks. The key risks identified by Genetic Signatures are set out in the "Key Risks" section of the Investor Presentation (below), but these are not an exhaustive list of the risks associated with an investment in the Shares. You should consider these risks carefully in light of your personal circumstances, including financial and taxation issues, before making an investment decision in connection with the Entitlement Offer. Genetic Signatures' financial position and performance, its dividends and the market price of Genetic Signatures' shares may be adversely affected, sometimes materially, by a number of risk factors. Holders of Genetic Signatures shares ("Genetic Signatures Shareholders") should accordingly be aware that an investment in Genetic Signatures carries a number of risks, some of which are specific to Genetic Signatures and some of which are general risks that relate to the industries in which Genetic Signatures operates or to listed securities generally. These risks mean that the price and value of Genetic Signatures shares may rise or fall over any given period. Some of these risks are beyond Genetic Signatures' control.

Genetic Signatures Shareholders should be aware of the following risks (which are some, but not necessarily all of the risks) which may affect the future operating and financial performance of Genetic Signatures and the value of Genetic Signatures shares. Additional risk and uncertainties that Genetic Signatures is unaware of, or that it currently considers to be immaterial, may also become important factors that adversely affect Genetic Signatures' operating and financial performance. Before investing in Genetic Signatures shares, you should consider whether this investment is suitable for you. Potential investors should also consider publicly available information on Genetic Signatures (such as that available on the website of Genetic Signatures and ASX) and carefully consider their personal circumstances and consult their stockbroker, solicitor, accountant or other professional advisor to ensure they understand fully the terms of the Entitlement Offer and the inherent risk before making an investment decision.

REGULATORY AND LITIGATION RISK

Genetic Signatures is subject to regulatory and licensing requirements, and its business is sensitive to regulatory changes. Obtaining and maintaining approvals from regulatory bodies or other third parties can involve significant time and expense, and delays in obtaining approvals or changes to laws and regulations may adversely impact Genetic Signatures' operations. Genetic Signatures may also be subject to litigation in the future and there can be no assurance that the outcome of legal proceedings from time to time will not have an adverse effect on Genetic Signatures' businesses, financial performance, financial condition or prospects.

INFRINGEMENT OF THIRD PARTY INTELLECTUAL PROPERTY RIGHTS

If a third party accuses Genetic Signatures of infringing its intellectual property rights or if a third party commences litigation against Genetic Signatures for the infringement of patents or other intellectual property rights, Genetic Signatures may incur significant costs in defending such action, whether or not it ultimately prevails. Typically, intellectual property litigation is expensive. Costs that Genetic Signatures incurs in defending third party infringement actions would also include diversion of management's and technical personnel's time. In addition, parties making claims against Genetic Signatures may be able to obtain injunctive or other equitable relief that could prevent Genetic Signatures from further developing discoveries or commercialising its products. In the event of a successful claim of infringement against Genetic Signatures, it may be required to pay damages and obtain one or more licenses from the prevailing third party. If it is not able to obtain these licenses at a reasonable cost, if at all, it could encounter delays in product introductions and loss of substantial resources while it attempts to develop alternative products.

RESTRAINTS ON INNOVATION

The emergence of technical developments providing an alternative to Genetic Signatures' product offerings could result in the acquisition by competitors to Genetic Signatures of intellectual property rights (e.g. patents) which may prevent Genetic Signatures from developing or commercialising its own discoveries in countries in which the third party has those intellectual property rights. Such third-party intellectual property rights could impact the market share that Genetic Signatures is able to acquire in the affected countries.



COUNTRY/REGION SPECIFIC RISKS IN NEW AND/OR UNFAMILIAR MARKETS

Genetic Signatures has operations in a number of overseas jurisdictions and is exposed to a range of different legal and regulatory regimes, including in new jurisdictions in which Genetic Signatures is expanding its operations. As Genetic Signatures expands its presence in new international jurisdictions, Genetic Signatures is subject to the risks associated with doing business in regions that may have political, legal and economic instability or less sophisticated legal and regulatory systems and frameworks including, (i) unexpected changes in, or inconsistent application or enforcement of applicable foreign laws and regulatory requirements;

- (ii) less sophisticated technology standards;
- (iii) difficulties engaging local resources; and
- (iv) potential for political upheaval or civil unrest.

As Genetic Signatures enters newer and less familiar regions, there is a risk that it fails to understand the law, regulations and business customs of these regions. This gives rise to risks relating to labour practices, foreign ownership restrictions, tax regulation, difficulty in enforcing contracts, changes to or uncertainty in the relevant legal and regulatory regimes and other issues in foreign jurisdictions in which Genetic Signatures may operate. This could interrupt or adversely affect parts of Genetic Signatures' business and may have an adverse effect on Genetic Signatures' business operations and financial performance.

OPERATIONAL RISK

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people or systems (including information security systems), or from external events. Genetic Signatures is exposed to a variety of risks including those arising from process error, fraud, technology failure, security and physical protection, staff skills, workplace safety, compliance, business continuity and crisis management.

EARLY-STAGE RISK

Genetic Signatures is subject to risks common to early-stage companies, including increasing market share and brand recognition, developing its product pipeline, competition risk and satisfying regulatory requirements imposed on Genetic Signatures and its products. An investment in Genetic Signatures is speculative, and risks associated with investments in early-stage companies, such as Genetic Signatures, are generally considered high. If Genetic Signatures is not successful in addressing such risks, the Company's business prospects and financial performance may be materially and adversely affected and the Company may never become profitable.

UNCERTAINTY OF FUTURE REVENUE AND PROFITABILITY

Future sales of products and Genetic Signatures' future profitability are contingent on, amongst other things, Genetic Signatures' ability secure contracts with customers by their direct sales force, enter into appropriate distribution and partner arrangements, being able to maintain anticipated prices for products being acquired as well as certainty of supply, being able to set favourable prices for products being sold, market demand for products being sold, general economic conditions, the results of further research and clinical trials in relation to molecular diagnostics products. Consequently, Genetic Signatures cannot provide any guarantee that future sales estimates will be achieved. Even if future sales estimates are achieved, they may not result in Genetic Signatures being profitable.



LOSS OF ADOPTION BY CUSTOMERS

Genetic Signatures is reliant on pathology laboratories purchasing its products. Healthcare practitioners play a significant role in influencing the types of tests and products used by patients. To achieve commercial success, Genetic Signatures is reliant on pathology laboratories accepting the scientific validity and usefulness of its current and planned testing products. Pathology laboratories may be slow to adopt and recommend Genetic Signatures products to their patients for a number of reasons. While Genetic Signatures has strong relationships with various laboratories, this does not guarantee sufficient adoption of Genetic Signatures' products domestically and in international markets necessary to achieve profitability.

LOSS OF KEY MANAGEMENT PERSONNEL

The successful operation of Genetic Signatures in part relies on Genetic Signatures' ability to attract and retain experienced and high performing key management personnel, in particular those with relevant scientific expertise. The loss of any key members of management or other personnel, or the inability to attract additional skilled individuals to key management roles, may adversely affect Genetic Signatures' ability to develop and implement its business strategies.

OWNERSHIP AND PROTECTION OF INTELLECTUAL PROPERTY

The business of Genetic Signatures depends on its ability to commercially exploit its intellectual property. Genetic Signatures relies on laws relating to patents, trade secret, copyright and trade marks to assist in protecting its proprietary rights. There is a risk that unauthorised use or copying of the secure documentation (electronic laboratory books), business data or intellectual property will occur. There is a risk that Genetic Signatures may be unable to detect the unauthorised use of its intellectual property rights in all instances. Any breaches of Genetic Signatures' intellectual property may result in the need to commence legal action, which could be costly and time-consuming. A failure or inability to protect Genetic Signatures' intellectual property rights could have an adverse impact on operating and financial performance.

FAILURE TO REALISE BENEFITS FROM PRODUCT RESEARCH AND DEVELOPMENT

The development and commercialisation of the Company's products is expensive and often involves an extended period of time to achieve return on investment. An important aspect of Genetic Signatures' business is to continually invest in innovation and product development opportunities. Genetic Signatures may not realise benefits from these investments for several years, or may not realise benefits at all in some cases. Genetic Signatures makes assumptions about the expected future benefits generated by investment in product research and development and the expected timeframe in which the benefits will be realised. These assumptions are subject to change and involve both known risks and risks that are beyond Genetic Signatures' control. Any change to the assumptions Genetic Signatures has made about certain product development may have an adverse impact on Genetic Signatures' ability to realise benefit from investment in the development of the products.

MARKET ACCEPTANCE AND COMPETITOR RISK

Market acceptance depends on numerous factors, including convincing potential consumers and agents of the attractiveness of Genetic Signatures' products and the ability to manufacture those products to a sufficient quality and quantity to meet commercial demand at an acceptable cost. There is a risk that Genetic Signatures' products may not gain widespread market acceptance, and this may adversely affect the financial performance of Genetic Signatures. There is also a risk that Genetic Signatures may not be able to effectively compete with other participants in this market.



GENERAL REGULATORY RISKS

The Company operates and intends to operate in regulated industries (including but not limited to medical devices, diagnostics and therapeutics) in Australia and internationally. Given Genetic Signatures' international expansion plans, securing and maintaining the necessary regulatory approvals for its products and services in all markets in which they are sold and offered respectively will be critical to the performance of Genetic Signatures. There is a risk that regulatory approvals for Genetic Signatures' products and services will fail to be obtained or maintained in some or all of the markets in which they are sold and offered respectively. This may have an impact on the financial performance of Genetic Signatures and expose it to potential liabilities or third-party claims. Further, the failure by Genetic Signatures to comply with the laws and regulations in the jurisdictions in which it operates could result in the loss of access to those and other markets. In addition, compliance with government regulations may also subject Genetic Signatures to additional fees and costs. Further, changes to these laws and regulations (including interpretation and enforcement), or the failure by Genetic Signatures to remain current with those changes, could adversely affect Genetic Signatures' business and financial performance.

COVID-19 RISK

The Genetic Signatures Group may face additional difficulty in achieving business growth, as well as creating and maintaining a competitive advantage over other competitors during COVID-19. COVID-19 may create business risks for the Genetic Signatures Group in reducing consumer demand for the Genetic Signatures Group products, delaying supply and distribution timeframes and increasing the cost of supply. Further, COVID-19 may create changed global economic conditions which may prevent or delay the Genetic Signatures Group's successful expansion. COVID-19 may also affect Genetic Signatures personnel as Genetic Signatures will be required to adhere to health recommendations from local, State and federal authorities, which may include reductions in available employees, lower production and revenue, and increased costs or reduced profitability.

SUFFICIENCY OF FUNDING AND ADDITIONAL REQUIREMENTS FOR CAPITAL

Genetic Signatures has provided an indication of how it intends to apply its existing funds, including funds raised under the Offer. There is a risk that the costs of operations may be higher than anticipated or increase as a result of unforeseen circumstances (which may include circumstances related to other key risk factors). Genetic Signatures may also be required to raise additional equity or debt capital in the future. There is no assurance that Genetic Signatures will be able to raise that capital when it is required or that it will be able to raise that capital on such terms satisfactory or favourable to the Company. If Genetic Signatures is unsuccessful in obtaining funds when required, it may need to delay or cease its research and development, commercialisation, manufacturing activities, or other components of its business. In the event of insufficient capital, Genetic Signatures may also have to license or sell its technologies on unfavourable terms, or scale down or cease operations. No assurance can be given that future funding will be available to the Company, on any particular terms, or at all.

FAILURE OF RISK MANAGEMENT STRATEGIES

Genetic Signatures has implemented risk management strategies and internal controls involving processes and procedures intended to manage business risks as they arise. However, there are inherent limitations with any risk management framework as risks may arise that Genetic Signatures has not anticipated or identified. Additionally, if any of Genetic Signatures' risk management processes and procedures prove ineffective or inadequate or are otherwise not appropriately implemented, Genetic Signatures could suffer unexpected losses and reputational damage which could adversely impact Genetic Signatures' financial performance, financial position and prospects.



CHANGES TO ACCOUNTING POLICIES AND/OR METHODS IN WHICH THEY ARE APPLIED MAY ADVERSELY AFFECT GENETIC SIGNATURES' BUSINESS, OPERATIONS AND FINANCIAL CONDITION

The accounting policies and methods that Genetic Signatures applies are fundamental to how it records and reports its financial position and results of operations. Genetic Signatures must exercise judgment in selecting and applying many of these accounting policies and methods as well as estimates and assumptions applied so that they not only comply with generally accepted accounting principles, but they also reflect the most appropriate manner in which to record and report on the financial position and results of operations. In recording and reporting its financial position there is a risk that these accounting policies may be applied inaccurately, and/or incorrect assumptions or judgments made, resulting in a misstatement of financial position and results of operations. This may lead to an adverse impact on Genetic Signatures' financial performance, financial position and prospects.

INSURANCE RISK

Genetic Signatures maintains a level of insurance coverage. If Genetic Signatures' third-party providers fail to perform their obligations and/or its third-party insurance cover is insufficient for a particular matter or group or related matters, or there is an adverse event in respect of the third-party insurer or Underwriters, the net loss to Genetic Signatures could adversely impact Genetic Signatures' financial performance, financial position and prospects. Future changes to insurance market conditions may also result in material or significant increases in the cost of obtaining insurance, and/or impact the ability for Genetic Signatures to obtain insurance coverage:

- (i) in respect of certain risks;
- (ii) to the extent to which it had previously obtained; or
- (iii) to a level it considers prudent for the scope and scale of its activities.

STRATEGIC RISK

A failure to execute Genetic Signatures' strategic objectives may result in a failure to achieve anticipated benefits and ultimately adversely impact Genetic Signatures' operations, financial performance, financial position and prospects.

RELIANCE ON EXTERNAL PARTIES

Genetic Signatures' operations depend on performance by a number of external parties under contractual arrangements with Genetic Signatures. Non-performance of contractual obligations and poor operational performance of external parties may have an adverse effect on Genetic Signatures' business and financial performance.

REPUTATION RISK

The reputation and brand of Genetic Signatures and its individual products are important in attracting potential customers. Any reputational damage or negative publicity around Genetic Signatures or its products could adversely impact on Genetic Signatures' business.



2. OFFER AND GENERAL RISKS

MARKET PRICE OF ORDINARY SHARES WILL FLUCTUATE

Ordinary shares trade on ASX. The market price of ordinary shares on ASX may fluctuate due to various factors, including:

- the impact of COVID-19, or other pandemics or epidemics, and the measures taken to control their spread;
- the impact of government stimulus and other fiscal measures employed in response to COVID-19 and the timing and impact of when those measures cease to have effect;
- Australian and international general economic conditions (which have generally deteriorated in the context of COVID-19) (including inflation rates, the level of economic activity, interest rates and currency exchange rates), changes in government policy, changes in regulatory policy, the expressed views of regulators, investor sentiment and general market movements, which may or may not have an impact on Genetic Signatures' actual operating performance;
- operating results that vary from expectations of securities analysts and investors;
- changes in expectations as to Genetic Signatures' future financial performance, including financial estimates by securities analysts and investors;
- changes in market valuations of competitors;
- changes in dividends paid to shareholders, Genetic Signatures' dividend payout policy or Genetic Signatures' ability to frank dividends;
- announcement of the results of tenders, entry into or cessation of contracts, acquisitions, strategic partnerships, joint ventures or capital commitments by Genetic Signatures or its competitors;
- changes in the market price of ordinary shares and / or other securities issued by Genetic Signatures or by other issuers, or changes in the supply of equity securities or capital securities issued by Genetic Signatures or by other issuers;
- changes in institutional or shareholder (including director) portfolio management or shareholding strategies;
- changes in laws, regulations and regulatory policy;
- Genetic Signatures' failure to comply with law, regulations or regulatory policy;
- other major Australian and international events such as hostilities and tensions, and acts of terrorism; and
- other events set out on pages 30 under the heading "Key risks associated with Genetic Signatures' business".

It is possible that the price of ordinary shares will trade at a market price below the Entitlement Offer price as a result of these and other factors. It is also possible that new risks might emerge as a result of Australian or global markets experiencing extreme stress or existing risks may manifest themselves in ways that are not currently foreseeable. There have been in recent months, and may be in the future, significant fluctuations and volatility in the prices of shares. In particular, the COVID-19 pandemic, and the continuing uncertainty as to its future impact on the Australian and global economies, has contributed to significant market falls and volatility, including on the prices of shares trading on the ASX (including the price of Genetic Signatures shares) and other foreign securities exchanges, which may materially adversely impact the market price of New Shares.

DILUTION

If Genetic Signatures Shareholders do not participate in the Entitlement Offer, then their percentage shareholding in Genetic Signatures will be diluted and they will not be exposed to future increases or decreases in Genetic Signatures' share price in respect of those New Shares that would have been issued to them had they participated in the Placement (if eligible) or the Entitlement Offer. Similarly, Genetic Signatures Shareholders who are ineligible, unable to, or do not participate in the Placement or Entitlement Offer will have their percentage security holding in Genetic Signatures diluted.



LIQUIDITY RISK

Genetic Signatures Shareholders who wish to sell their ordinary shares may be unable to do so at an acceptable price, or at all, if insufficient liquidity exists in the market for ordinary shares. Genetic Signatures does not guarantee the market price or liquidity of ordinary shares and there is a risk that you may lose some of the money you invested.

DIVIDENDS MAY FLUCTUATE OR MAY NOT BE PAID

Dividends are discretionary and do not accrue. The rate of dividends may fluctuate or Genetic Signatures may not pay dividends at all. There is a risk that dividends may become less attractive compared to returns on comparable securities or investments. None of Genetic Signatures, Genetic Signatures' directors or any other person guarantees any particular rate of return on ordinary shares.

TAXATION

Any change to the current rate of company income tax or tax law in jurisdictions where Genetic Signatures operates may impact on Genetic Signatures Shareholder returns. Any changes to the current rates of income tax or tax law applying to Genetic Signatures Shareholders, whether they are individuals, trusts or companies may similarly impact on Genetic Signatures Shareholder returns. Current income tax laws may result in changes both beneficial and adverse to Genetic Signatures Shareholder returns to tax attributes (including but not limited to future deductions, tax losses, and available tax credits and offsets).

SHAREHOLDERS ARE SUBORDINATED AND UNSECURED INVESTORS

In a winding up of Genetic Signatures, Genetic Signatures Shareholders' claims will rank after the claims of creditors preferred by law, secured creditors and general creditors. Genetic Signatures Shareholders' claims will rank equally with claims of holders of all other ordinary shares. If Genetic Signatures were to be wound up and, after the claims of creditors preferred by law, secured creditors, general creditors and holders of subordinated instruments (if any) are satisfied, there are insufficient assets remaining, you may lose some or all of the money you invested in ordinary shares.

FUTURE ISSUES OF DEBT OR OTHER SECURITIES BY GENETIC SIGNATURES

Genetic Signatures may, at its absolute discretion, issue additional securities in the future that may rank ahead of, equally with or behind ordinary shares, whether or not secured. Any issue or conversion of securities may dilute the relative value of existing ordinary shares and affect your ability to recover any value in a winding up. An investment in ordinary shares confers no right to restrict Genetic Signatures from raising more debt or issuing other securities (subject to restrictions imposed under the ASX Listing Rules), to require Genetic Signatures to refrain from certain business changes, or to require Genetic Signatures to operate within potential certain ratio limits.

An investment in ordinary shares carries no right to participate in any future issue of securities (whether equity, hybrid, debt or otherwise), other than future pro rata issues if the Genetic Signatures Shareholder is eligible to participate in the pro rata issue under relevant laws. No prediction can be made as to the effect, if any, such future issues of debt or other issues of securities may have on the market price or liquidity of ordinary shares.

OTHER EXTERNAL EVENTS

Acts of terrorism, an outbreak of international hostilities, labour strikes, civil wars or fires, floods, earthquakes, cyclones and other natural disasters (including where the frequency and severity of such events increase as a result of the effects of climate change), and outbreaks of disease and biosecurity threats such as COVID-19 may cause an adverse change in investor sentiment with respect to Genetic Signatures specifically or the share market more generally, which could have a negative impact on the value of an investment in ordinary shares.



International Offer Restrictions

This Presentation does not constitute an offer of new ordinary shares (“New Shares”) of the Company in any jurisdiction in which it would be unlawful. In particular, this Presentation may not be distributed to any person, and the New Shares may not be offered or sold, in any country outside Australia except to the extent permitted below.

Hong Kong

WARNING: This Presentation has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the “SFO”). Accordingly, this Presentation may not be distributed, and the New Shares may not be offered or sold, in Hong Kong other than to “professional investors” (as defined in the SFO and any rules made under that ordinance). No advertisement, invitation or document relating to the New Shares has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New Shares that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted New Shares may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities. The contents of this Presentation have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this Presentation, you should obtain independent professional advice.

New Zealand

This Presentation has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (the “FMC Act”). The New Shares are not being offered to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of these securities is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021.

Other than in the entitlement offer, the New Shares may only be offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) to a person who:

- is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;
- meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;
- is large within the meaning of clause 39 of Schedule 1 of the FMC Act;
- is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or
- is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.



Singapore

This Presentation and any other materials relating to the New Shares have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this Presentation and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of New Shares, may not be issued, circulated or distributed, nor may the New Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part 13 of the Securities and Futures Act 2001 of Singapore (the “SFA”) or another exemption under the SFA. This Presentation has been given to you on the basis that you are an “institutional investor” or an “accredited investor” (as such terms are defined in the SFA). If you are not such an investor, please return this Presentation immediately. You may not forward or circulate this Presentation to any other person in Singapore. Any offer is not made to you with a view to the New Shares being subsequently offered for sale to any other party in Singapore. On-sale restrictions in Singapore may be applicable to investors who acquire New Shares. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

United Kingdom

Neither this Presentation nor any other document relating to the offer has been delivered for approval to the Financial Conduct Authority in the United Kingdom and no prospectus (within the meaning of section 85 of the Financial Services and Markets Act 2000, as amended (“FSMA”)) has been published or is intended to be published in respect of the New Shares. The New Shares may not be offered or sold in the United Kingdom by means of this Presentation or any other document, except in circumstances that do not require the publication of a prospectus under section 86(1) of the FSMA. This Presentation is issued on a confidential basis in the United Kingdom to “qualified investors” within the meaning of Article 2(e) of the UK Prospectus Regulation. This Presentation may not be distributed or reproduced, in whole or in part, nor may its contents be disclosed by recipients, to any other person in the United Kingdom. Any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received in connection with the issue or sale of the New Shares has only been communicated or caused to be communicated and will only be communicated or caused to be communicated in the United Kingdom in circumstances in which section 21(1) of the FSMA does not apply to the Company.

In the United Kingdom, this Presentation is being distributed only to, and is directed at, persons (i) who have professional experience in matters relating to investments falling within Article 19(5) (investment professionals) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 (“FPO”), (ii) who fall within the categories of persons referred to in Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FPO or (iii) to whom it may otherwise be lawfully communicated (“relevant persons”). The investment to which this Presentation relates is available only to relevant persons. Any person who is not a relevant person should not act or rely on this Presentation.

Summary of Underwriting Arrangements



The Company has entered into an underwriting agreement (**Underwriting Agreement**) with Bell Potter Securities Limited ACN 006 390 772 and Taylor Collison Limited ACN 008 172 450 (each an **Underwriter**, and together the **Underwriters**) pursuant to which the Underwriters have agreed to act as the lead manager and underwriter of the Entitlement Offer in accordance with the terms and conditions of the Underwriting Agreement.

Key terms of the Underwriting Agreement

The Company must pay the Underwriters an offer management fee of 3% and an underwriting fee of 3% of total proceeds raised by the Company under the Entitlement Offer.

Each Underwriter's obligations under the Underwriting Agreement, including to underwrite and manage the Offer, are conditional on certain matters, including (but not limited to) certain Offer Documents (defined below) being released within the required timeframes and certain other diligence-related deliverables being provided within the required timeframes. A reference to 'Group' in this summary of the Underwriting Agreement means the Company and each of its subsidiaries or entities deemed to be controlled by the Company under Australian Accounting Standard AASB 127.

If certain conditions are not satisfied or certain events occur, the Underwriters may terminate the Underwriting Agreement. Termination of the Underwriting Agreement by the Underwriters would have a material adverse impact on the total amount of proceeds that could be raised under the Offer, which in turn would have a material adverse impact on the Company's financial position.

The events which may trigger termination of the Underwriting Agreement include (but are not limited to) the following:

- failure to satisfy a condition precedent to the Underwriters' underwriting obligations within the required timeframe;
- the Company does not provide a certificate when required to under the Underwriting Agreement or a statement in any such certificate is untrue or incorrect;
- the Company is prevented from issuing the New Shares within the time required by the ASX Listing Rules, applicable laws, an order of a court of competent jurisdiction or a government agency;
- a statement contained in the disclosure materials for the Offer (Offer Documents) does not comply in any material respect with the *Corporations Act 2001* (Cth) (Corporations Act) or the ASX Listing Rules or any other applicable law, including if a statement in any of the Offer Documents which is or becomes misleading or deceptive in a material respect or is likely to mislead or deceive in a material respect, or omit any information that is required under the Corporations Act. This includes where any forecasts, expressions of opinion, intention or expectation expressed in the Offer Documents, are not, in all material respects, based on reasonable assumptions;
- an obligation arises on the Company to give ASX a notice in accordance with section 708AA(12) of the Corporations Act (as modified by the ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (ASIC Instrument)), or any adverse events or circumstances occur or become known that would have required the Company to give ASX a notice in accordance with section 708AA(12) of the Corporations Act (as modified by the ASIC Instrument);
- the Company withdraws the Offer or any part of it;
- the S&P/ASX 200 Index falls by 10% or more below the level of the S&P/ASX 200 Index during the specified periods referred to in the Underwriting Agreement;
- certain regulatory actions by ASIC occur against or involving the Company or any of its directors in relation to the Offer or Offer Documents, subject to certain exceptions;
- the commencement of certain material legal proceedings against any member of the Group or its respective directors in their capacity as director or there is a materially adverse development from the perspective of the Company, or any other member of the Group or their respective directors in relation to any existing legal proceedings;
- any regulatory body conducts any new material inquiry or public action against a member of the Group or makes, or communicates any intention to make, any materially adverse finding, ruling, order or determination against any member of the Group;
- there is a material adverse change to the general affairs and business of the Company, or the success, marketing or settlement of the Offer;



Key terms of the Underwriting Agreement (continued)

- a transaction is announced (including without limitation a scheme of arrangement, reconstruction or takeover bid under the Corporations Act), whether by the Company or by another person, which, if implemented, would result in a person and their associates acquiring voting power in the Company of 50% or more and which in the opinion of the Underwriters has reasonable prospects of success;
- the Company alters its capital structure in any material respect or constitution (other than as contemplated under the Offer or the Underwriting Agreement), without the prior written consent of the Underwriters (such consent not to be unreasonably withheld or delayed);
- there is an application to a government agency for an order, declaration or other remedy, or a government agency commences any investigation or hearing or announces or notifies its intention to do so, in each case in connection with the Offer or any agreement entered into in respect of the Offer (or any part of it);
- ASX announces that the Company will be removed from the official list or that any Shares will be delisted or suspended from quotation by ASX other than those on foot prior to the date of the Underwriting Agreement;
- a director of the Company is charged with an indictable offence, or is subject to public action (including disqualification) from a regulatory body;
- any member of the Group is insolvent or there is an act or omission which may result in any member of the Group becoming insolvent;
- ASX indicates to the Company or the Underwriters that it will not grant permission for the official quotation of the New Shares under the Offer, or the approval is subsequently withdrawn, qualified (other than by way of customary conditions) or withheld;
- there are certain delays in the timetable for the Offer;
- the due diligence report delivered in connection with the due diligence process undertaken in connection with the Offer or any other information supplied by or on behalf of the Company to the Underwriters in relation to the Group or the Offer is misleading or deceptive, including by way of omission;
- any information made public by the Company includes a statement which is misleading or deceptive or likely to mislead or deceive, or any forecasts, expressions of opinion, intention or expectation which are not based on reasonable assumptions;
- hostilities not presently existing commence (whether war has been declared or not) or a major escalation in existing hostilities occurs (whether war has been declared or not) or a major terrorist act is perpetrated involving any one or more of Australia, New Zealand, the United States of America, Hong Kong, United Kingdom, Singapore, the People's Republic of China, Russia, Ukraine, Israel, Palestine, any member state of the European Union, or any member of the North Atlantic Treaty Organisation or a national emergency or war is declared by any of those countries, or a significant terrorist act is perpetrated anywhere in the world;
- there is introduced, or there is a public announcement of a proposal to introduce, into the Parliament of Australia or any State of Australia, or any Federal or State authority of Australia adopts or announces a proposal to adopt a new policy (other than a law or policy which has been announced before the date of this Underwriting Agreement), any of which does or is likely to prohibit or regulate the Offer, capital issues or stock markets or adversely affects the Group or investors in it;
- a contravention by the Company of the Corporations Act, the Company's constitution, the ASX Listing Rules or any other applicable law or regulation (as amended or varied);
- any member of the Group breaches or defaults under any provision, undertaking, covenant or ratio of any material financing arrangement, or an event of default, potential event of default or review event which gives a lender or financier the right to accelerate or require repayment of the debt or financing or other similar event occurs under or in respect of any material financing arrangement (as contemplated in the Underwriting Agreement);
- the Company fails to perform or observe any of its obligations under the Underwriting Agreement;
- a representation or warranty made or given by the Company under the Underwriting Agreement proves to be, or has been, or becomes, untrue or incorrect;
- any other adverse change or disruption occurs to the political or economic conditions or financial markets of certain countries or any change or development involving a prospective adverse change in national or international political, financial or economic conditions in any of those countries;



Key terms of the Underwriting Agreement (continued)

- a change in certain senior management of the Company or in the board of directors of the Company is announced or occurs without the Underwriters' prior written consent;
- in the reasonable opinion of the Underwriters, a new circumstance arises that would have been required to be disclosed in the Offer Documents had it arisen before the Offer Documents were lodged with ASX;
- the Company receives notice that approval in respect of the Company's 510k application lodged with the FDA (dated 1 September 2023), or the Company's regulatory filing with the TGA (dated 12 December 2023), will be or is reasonably likely to be declined;
- the Company places an encumbrance on, or agrees to encumber, the whole, or substantially party of its business or property.

The ability of an Underwriter to terminate the Underwriting Agreement in respect of some of the termination events will depend on whether the Underwriter has reasonable grounds to believe that the event has, or is likely to have, a material adverse effect on the:

- a) has or is likely to have a material adverse effect on the financial position or prospects of the Group or the outcome or success of the Offer (or any part of it) or the market price of, or ability to settle the Offer of, any of the Offer Shares; or
- b) leads (or is, in the Underwriters' reasonable opinion, likely to lead) to a contravention by the Underwriters (or one of its affiliates) of (or the involvement of the Underwriters in a contravention of) or liability of the Underwriters (or one of its affiliates) under the Corporations Act or any other applicable law.



Contact Us

Dr John Melki

Managing Director & Chief Executive Officer

E: john.melki@geneticsignatures.com

P: +61 (0)2 9870 7580

Karl Pechmann

Chief Financial & Operating Officer &
Company Secretary

E: karl.pechmann@geneticsignatures.com

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www.geneticsignatures.com

Follow us



Not for distribution or release in the United States or to U.S. persons

ASX Announcement

29th December 2023

GENETIC SIGNATURES SUCCESSFULLY COMPLETES PLACEMENT

Genetic Signatures Limited (ASX:GSS), an Australian-based global molecular diagnostics company (**Genetic Signatures** or the **Company**), is pleased to announce the successful completion of the placement (**Placement**) to new and existing sophisticated and professional investors of 21,510,899 new fully paid ordinary shares in the Company (**New Shares**), details of which were announced to ASX on Thursday, 21 December 2023. The Placement raised gross proceeds of approximately \$8 million at an offer price of \$0.37 per New Share.

On 21 December 2023, the Company also announced a fully underwritten pro-rata non-renounceable entitlement offer of 1 New Share for every 6.65 existing fully paid ordinary shares in the Company (**Shares**) held by eligible shareholders at the Record Date (being 7.00pm (Sydney time) on Thursday 28 December 2023) to raise a further approximately \$8 million and result in the issue of approximately 21.6 million New Shares (**Rights Issue**) at the same issue price of \$0.37 per share. The Rights Issue will be open from Tuesday, 2 January 2024 to 5.00pm (Sydney time) on Thursday, 18 January 2024 to Eligible Shareholders. Further details about the Rights Issue will be set out in the Offer Booklet, which Genetic Signatures expects to lodge with ASX and dispatch to eligible shareholders on Tuesday, 2 January 2024.

Under the Placement and Rights Issue (**Capital Raising**), the Company will result in total proceeds of approximately \$15.9 million before costs. Funds raised under the Capital Raising will be used for additional regulatory approvals, new customer installations, next generation Instrument development and new product development, general working capital and the costs of the Capital Raising.

Bell Potter Securities Limited and Taylor Collison Limited (**Joint Lead Managers** or the **Underwriters**) are acting as joint lead managers to the Capital Raising and underwriters to the Rights Issue pursuant to a lead mandate letter and underwriting agreement.

– ENDS –

Authorisation and Additional Information

This announcement was authorised by the Board of Directors of Genetic Signatures Limited.

For further information, see our website (www.geneticsignatures.com) or contact us as below:

Dr John Melki
Managing Director and
Chief Executive Officer
john.melki@geneticsignatures.com
T: +61 (0)2 9870 7580

Karl Pechmann
Chief Financial and Operating Officer
and Company Secretary
karl.pechmann@geneticsignatures.com

About Genetic Signatures Limited: Genetic Signatures is a specialist molecular diagnostics (MDx) company focused on the development and commercialisation of its proprietary platform technology, **3base®**. Genetic Signatures designs and manufactures a suite of real-time Polymerase Chain Reaction (PCR) based products for the routine detection of infectious diseases under the *EasyScreen™* brand. Genetic Signatures' proprietary MDx **3base®** platform technology provides high-volume hospital and pathology laboratories the ability to screen for a wide array of infectious pathogens, with a high degree of specificity, in a rapid throughput (time-to-result) environment. Genetic Signatures' current target markets are major hospitals and pathology laboratories undertaking infectious disease screening. Genetic Signatures is leveraging strong COVID-19 related sales of its *EasyScreen™* respiratory kits and the growing interest in its gastroenteritis products to further commercialise its **3base®** technology to rapidly and cost effectively screen for a wide array of infectious pathogens including antibiotic resistant bacteria, sexually transmitted infections, meningitis and mosquito borne viral diseases.

4. Additional Information

4.1 Not investment advice or financial product advice

The information in this Offer Booklet is not financial product advice and has been prepared without taking into account your investment objectives, financial circumstances or particular needs or circumstances. The Company is not licensed to (and does not) provide financial product advice in respect of the New Shares.

The information in this Offer Booklet does not take into account the investment objectives, financial situation or needs of you or any particular investor. Before deciding whether to apply for New Shares, you should consider whether they are a suitable investment for you in the light of your own investment objectives and financial circumstances and having regard to the merits or risks involved. You should conduct your own independent review, investigation and analysis of New Shares, the subject of the Rights Issue. If, after reading this Offer Booklet, you have any questions about the Rights Issue, you should contact your stockbroker, accountant, financial adviser, taxation adviser or other independent professional adviser.

4.2 Past performance

Past performance and pro-forma historical financial information given in this Offer Booklet is provided for illustrative purposes only and is not, and should not be relied upon as, an indication of future performance. The historical information in this Offer Booklet is, or is based upon, information that has been released to the market. For further information, please see past announcements released to ASX which can be accessed at www.asx.com.au.

4.3 Notice to nominees and custodians

Nominees and custodians who hold Shares as nominees or custodians will have received, or will shortly receive, a letter in respect of the Rights Issue. Nominees and custodians should consider carefully the contents of that letter and note in particular that the Rights Issue is not available to Ineligible Shareholders.

4.4 Foreign jurisdictions

The Rights Issue is only being extended to Shareholders with a registered address in Australia and New Zealand. This document (and the accompanying Entitlement and Acceptance Form) does not constitute an offer of securities in the Company in any jurisdiction in which such an offer would be illegal.

The distribution of this document (and the accompanying Entitlement and Acceptance Form) (including electronic copy) outside Australia and New Zealand may be restricted by law. If you come into possession of this information, you should observe such restrictions and should seek your own advice on such restrictions.

Any non-compliance with these restrictions may contravene applicable securities laws.

To the extent that a Shareholder holds Shares on behalf of another person outside Australia or New Zealand, it is that Shareholder's responsibility to ensure that any acceptance complies with all applicable foreign laws.

New Zealand

The New Shares are not being offered to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom

the offer of these securities is being made in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021.

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

4.5 Governing law

The information in this Offer Booklet, the Rights Issue and the contracts formed on acceptance of the Rights Issue pursuant to the personalised Entitlement and Acceptance Forms are governed by the law applicable in New South Wales, Australia. Each Shareholder who applies for New Shares submits to the non-exclusive jurisdiction of the courts of New South Wales, Australia.

4.6 Taxation

You should be aware that there may be taxation implications associated with participating in the Rights Issue and receiving New Shares.

The Company does not consider it appropriate to give Shareholders advice regarding the taxation consequences of subscribing for New Shares under the Rights Issue. The Company, its advisers and its officers do not accept any responsibility or liability for any such taxation consequences to New Shares.

Shareholders should consult their professional tax adviser in connection with subscribing for New Shares under this Offer Booklet.

5. Glossary

Term	Meaning
\$ or dollar or cent	The lawful currency of the Commonwealth of Australia
Applicant	An Eligible Shareholder who validly applies for New Shares under the Rights Issue in accordance with this Offer Booklet
Application	An application made on a personalised Entitlement and Acceptance Form to apply for New Shares under the Rights Issue in accordance with this Offer Booklet
Application Monies	Money submitted by Applicants under the Rights Issue
ASIC	Australian Securities and Investments Commission
ASX	ASX Limited (ABN 98 008 624 691), or the financial market operated by it, as the context requires
ASX Listing Rules	The official listing rules of ASX, as amended or waived from time to time
ASX Settlement	ASX Settlement Pty Limited (ABN 49 008 504 532)
Australian Accounting Standards	Australian Accounting Standards and other authoritative pronouncements issued by the Australian Accounting Standards Board and Urgent Issues Group Interpretations
Board	The board of directors of the Company from time to time
CHESS	Clearing House Electronic Subregister System operated in accordance with the Corporations Act
Company	Genetic Signatures Limited ACN 095 913 205
Constitution	The constitution of the Company, as amended from time to time
Corporations Act	<i>Corporations Act 2001</i> (Cth)
CRN	Customer Reference Number
Director or Directors	A member of the Board from time to time
Eligible Shareholders	Shareholders who with a registered address in Australia or New Zealand as at the Record Date and who otherwise satisfy the eligibility criteria under Section Error! Reference source not found.
Entitlement	The number of New Shares that an Eligible Shareholder is entitled to apply for under the Rights Issue, as determined by the number of Shares held by that Eligible Shareholder on the Record Date
Entitlement and Acceptance Form	The relevant personalised form accompanying this Offer Booklet which Eligible Shareholders may use to apply for New Shares
Group	The Company, its subsidiaries and affiliates
HIN	Holder Identification Number
IFRS	International Financial Reporting Standards
Ineligible Foreign Shareholders	Shareholders who are in the United States or are a US Person, or have registered addresses outside Australia and New Zealand.
Ineligible Shareholders	Shareholders who do not satisfy each of the criteria under section Error! Reference source not found. including Ineligible Foreign Shareholders

Investor Presentation	The investor presentation included in Section 3 of this Offer Booklet
Lead Managers	Bell Potter Securities Limited ACN 006 390 772 (AFSL 243480) and Taylor Collison Limited ACN 008 172 450 (AFSL 247083)
New Shares	The Shares offered under the Rights Issue which will rank equally with existing Shares from the date of issue
Offer Booklet	This document dated Tuesday, 2 January 2024 under which the Rights Issue offer is made, and includes any amended or replacement document
Offer Price	The price payable for a New Share under the Rights Issue, being \$0.37 per New Share
Placement	The placement of New Shares to sophisticated and professional investors
Record Date	The record date for the Rights Issue, being 7.00pm (Sydney time) on Thursday, 28 December 2023
Rights Issue	The non-renounceable rights issue of New Shares in the ratio of 1 New Share for each 6.65 Shares held on the Record Date
Share	A fully paid ordinary share in the Company
Shareholder	The registered holder of a Share
Shareholding	The number and value of Share(s) held in the Company
Share Registry	Boardroom Pty Limited
SRN	Security Reference Number
US Person	US Person as defined in Rule 902(k) of Regulation S under US Securities Act.
US Securities Act	US Securities Act of 1933, as amended

Corporate directory

Address

7 Eliza Street
Newtown NSW 2042
Australia

Directors

Nick Samaras	Non-Executive Chair
John Melki	Chief Executive Officer
Mike Aicher	Executive Director
Neil Gunn	Non-Executive Director
Anthony Radford	Non-Executive Director
Caroline Waldron	Non-Executive Director
Stephane Chatonsky	Non-Executive Director

Company corporate office phone

(+61) 2 9870 7580

Website

<https://geneticsignatures.com/au/>

Stock exchange listing

Shares are listed on ASX (code 'GSS')

Lead Managers

Bell Potter Securities Limited
ACN 006 390 772
Level 29, 101 Collins Street
Melbourne VIC 3000

Taylor Collison Limited
ACN 008 172 450
Level 16, 211 Victoria Square
Adelaide, South Australia 5000

Australian legal adviser

Bird & Bird
Level 22, 25 Martin Place
Sydney NSW 2000

Share Registry

Boardroom Pty Limited
Level 8, 210 George Street
Sydney, NSW 2000

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ENTITLEMENT OFFER ENTITLEMENT AND ACCEPTANCE FORM

Entitlement No.	
Subregister	
SRN/HIN	
Number of Shares held at 7:00pm (Sydney time) on Thursday, 28 December 2023	

Closing Date: Thursday, 18 January 2024 at 5:00pm

This is an important document and requires your immediate attention. This Entitlement and Acceptance Form can only be used in relation to the security holding represented by the SRN or HIN printed above. If you are in doubt about how to deal with this Entitlement and Acceptance Form, please consult your financial or other professional adviser.

You should read the Offer Booklet dated Tuesday, 2 January 2024 (Offer Booklet) that accompanies this Entitlement and Acceptance Form for details of the Offer and other important information. Capitalised words used and not otherwise defined in this Entitlement and Acceptance Form have the meaning given to them in the Offer Booklet.

You do not need to return this Entitlement and Acceptance Form when you pay by BPAY®.

A Offer acceptance

The return and receipt of this Entitlement and Acceptance Form with your Application Monies by the Closing Date or payment via BPAY® by the Closing Date will constitute acceptance of your Entitlement on the terms and conditions set out in the Offer Booklet (**Application**).

If you wish to accept your **FULL ENTITLEMENT** please complete and return this Entitlement and Acceptance Form **WITH YOUR PAYMENT FOR THE AMOUNT SHOWN BELOW**.

Entitlement to New Shares	Price per New Share	Amount payable on full acceptance of Entitlement
	A\$0.37 per New Share =	

If you wish to accept **PART OF YOUR ENTITLEMENT ONLY** please complete the box below showing the **NUMBER OF NEW SHARES BEING ACCEPTED** and the appropriate amount payable.

Number of New Shares being accepted	Price per New Share	Amount enclosed
	A\$0.37 per New Share =	

B Payment

Payments can be made by BPAY®, cheque or money order. New Zealand shareholders who do not have an Australian bank account will receive separate instructions on how to pay for their Entitlements. Cash will not be accepted via the mail or at Boardroom. Payments cannot be made at any bank. **You do not need to return this Acceptance Form** paying by BPAY®.



Biller Code:
CRN:

Telephone & Internet Banking - BPAY®

Contact your bank, credit union or building society to make payment from your account.

More info: www.bpay.com.au

© Registered to BPAY Ltd ABN 69 079 137 518

- To pay via BPAY® please contact your participating financial institution.
- If paying by BPAY® you do NOT need to return this Entitlement and Acceptance Form.

C Contact details

You do not have to provide us with your contact details, however it will assist us if we need to contact you.

CONTACT NAME	TELEPHONE WORK	TELEPHONE HOME	EMAIL ADDRESS
	()	()	

Important Information: This document is of value and requires your immediate attention. If in doubt consult your stockbroker, solicitor, accountant or other professional advisor without delay.

ACCEPTANCE OF THE OFFER

By making payment by BPAY, by 5.00pm Sydney time on Thursday, 18 January 2024:

- you represent and warrant that you have read and understood and agree to the terms set out on this Entitlement and Acceptance Form and in the Offer Booklet;
- you represent and warrant that you are not in the United States and you are not acting for the account or benefit of a person in the United States in connection with the subscription for Entitlements or the purchase of New Shares in the Offer, and you are not otherwise a person to whom it would be illegal to make an offer of or issue of Entitlements or New Shares under the Offer and under any applicable laws;
- you acknowledge that the Entitlements and the New Shares have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements and the New Shares may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws;
- you provide authorisation to be registered as the holder of New Shares acquired by you and agree to be bound by the constitution of Genetic Signatures Limited; and
- your application to acquire New Shares is irrevocable and may not be varied or withdrawn except as allowed by law.

HOW TO ACCEPT NEW SHARES - Australian Residents

BPAY payment: The total amount payable to accept your Entitlement in full is shown in Section A on the front of this form. Contact your Australian bank, credit union or building society to make this payment from your cheque or savings account. For more information visit: www.bpay.com.au. Refer to the front of this form for the Biller Code and Customer Reference Number. Payments must be received by BPAY before 5.00 pm Sydney time on Thursday, 18 January 2024.

If the BPAY payment is for any reason not received in full, Genetic Signatures Limited may treat you as applying for as many New Shares as will be paid for by the cleared funds. You are not required to submit this Acceptance Form when you make your payment using BPAY.

PAYMENT – OVERSEAS RESIDENTS

If you are a New Zealand resident shareholder, you are unable to pay by BPAY® unless you have an Australian bank account. However, you are able to pay by international electronic funds transfer (EFT). **Please refer to the additional payment instructions provided to you if you would like to pay by EFT.** Please contact the Registry, Boardroom Pty Limited, on +61 2 9290 9600 if you have any queries, or if you have not received the separate EFT instruction letter.

Privacy Statement

Boardroom Pty Limited advises that Chapter 2C of the *Corporations Act 2001* (Cth) requires information about you as a shareholder (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold shares. Information is collected to administer your shareholding and if some or all of the information is not collected then it might not be possible to administer your shareholding. Your personal information may be disclosed to the entity in which you hold shares. You can obtain access to your personal information by contacting us at the address or telephone number shown on this Entitlement and Acceptance Form. Our privacy policy is available on our website (<http://www.boardroomlimited.com.au/privacy.html>).

For further information regarding this Entitlement and Acceptance Form or the Offer please contact Genetic Signatures Limited's Share Registry on 1300 737 760 within Australia, or +61 2 9290 9600 outside Australia from 9.00am to 5.00pm (Sydney time) Monday to Friday. For other questions you should contact your stockbroker, solicitor, accountant or other professional adviser.