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ASX Announcement

4 June 2024

## GENETIC SIGNATURES ANNOUNCES ~\$30 MILLION EQUITY RAISING

Genetic Signatures Limited ACN 095 913 205 (“GSS” or the “Company”) is pleased to announce that it has launched an equity raising (**Offer**) through a placement to institutional investors (**Placement**) and a fully-underwritten pro rata accelerated non-renounceable entitlement offer (**Entitlement Offer**).

### Key highlights

- The Company is seeking to raise approximately ~A\$30 million to commercialise the Enteric Parasite product in the US and strengthen its balance sheet
- As announced concurrently with the equity raising, the Company has received FDA clearance for its *EasyScreen*<sup>TM</sup> Gastrointestinal Parasite Detection Kit in the US and appointed current MD of Roche Diagnostics Australia, Allison Rossiter as CEO, commencing September 2024
- The Offer will comprise an institutional placement to raise ~A\$6 million (before costs) and a fully underwritten accelerated non-renounceable pro rata entitlement offer to eligible Genetic Signatures shareholders to raise ~A\$24 million (before costs)
- Funds raised under the Offers will be applied towards supporting the US commercialisation of the Enteric Parasite product in the US, including new customer installations and establishment of manufacturing capability in the US. In addition, proceeds will be used to fund the next generation instrument development, new product development and general working capital
- All eligible Directors of GSS intend to participate in the Entitlement Offer
- Bell Potter Securities Limited and Taylor Collison Limited are acting as joint lead managers to the Offers and underwriters to the Entitlement Offer

### The Offers

Genetic Signatures has today announced a capital raising of ~A\$30 million comprising the Placement and fully underwritten Entitlement Offer.

The Offers are expected to result in the issue of approximately 40 million new fully paid ordinary shares in Genetic Signatures (**New Shares**), representing approximately 21.5% of Genetic Signatures’ existing fully paid ordinary shares (**Shares**) on issue. Each New Share issued under the Placement and the Entitlement Offer will rank equally with existing shares in the Company on issue.

## Placement

The Placement involves the offer of approximately 8 million New Shares to institutional investors at an issue price of A\$0.75 per New Share to raise ~A\$6 million (before costs), representing 4.3% of Genetic Signatures current issued capital. The New Shares under the Placement will be issued pursuant to the Company's available placement capacity under ASX Listing Rule 7.1 which has been upsized by a 'supersize' placement waiver granted by ASX and accordingly no shareholder approval is required in connection with the Placement.

The issue price of A\$0.75 per New Share represents a 2.7% premium to the last traded price of the Company's ordinary shares on ASX of A\$0.73 and a 11.6% premium to the 5-day volume weighted average price of the Genetic Signatures ordinary shares as traded on the Australian Securities Exchange (ASX) of A\$0.67 over the period up to and including 30 May 2024.

The Placement is being conducted today, Tuesday, 4 June 2024. Settlement is expected to occur on Wednesday, 12 June 2024 with issue of the New Shares expected to occur on or around Thursday, 13 June 2024.

In addition to the Offer, Executive Director, Michael Aicher, has committed to subscribe for 66,666 New Shares to raise an additional \$50,000 (before costs) subject to receipt of shareholder approval under Listing Rule 10.11 to be sought at the Company's annual general meeting.

## The Entitlement Offer

The Entitlement Offer which seeks to raise ~A\$24 million (before costs) will consist of a 1-for-5.82 fully underwritten accelerated pro-rata non renounceable entitlement offer, including:

- an institutional entitlement offer to raise ~A\$15.5 million (before costs) (**Institutional Entitlement Offer**); and
- a retail entitlement offer to raise ~A\$8.5 million (before costs) (**Retail Entitlement Offer**).

Under the Entitlement Offer, eligible shareholders are invited to subscribe for 1 New Share for every 5.82 Shares held as at 7:00pm (Sydney, Australia time) on Thursday, 6 June 2024 (**Record Date**). Fractional entitlements will be rounded up to the nearest whole share. All New Shares in the Entitlement Offer will be issued at a price of A\$0.75 per New Share (being the same as the issue price under the Placement) which represents:

- a 2.7% premium to the last close price of A\$0.73 on Thursday, 30 May 2024; and
- a 2.2% premium to the theoretical ex-rights price (TERP)<sup>1</sup> of 0.734.

Entitlements cannot be traded on the ASX or transferred. Eligible shareholders who do not

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<sup>1</sup> TERP is the theoretical price at which Shares should trade after the ex-date for the Entitlement Offer. TERP is calculated by reference to the closing Share price on Thursday, 30 May 2024 of \$0.73 per share, being the last trading day prior to the announcement of the Entitlement Offer. TERP is a theoretical calculation only and the actual price at which Shares trade immediately after the ex-date of the Entitlement Offer will depend on many factors and may not be equal to TERP. TERP includes New Shares to be issued under the Placement.

take up their entitlements under the Entitlement Offer in full or in part, will not receive any value in respect to those entitlements not taken up.

Bell Potter Securities Limited and Taylor Collison Limited are acting as joint lead managers to the Offers and underwriters to the Entitlement Offer. The Entitlement Offer is fully underwritten.

Genetic Signatures' Shares will remain in a trading halt until the commencement of trading on Thursday, 6 June 2024 pending completion of the Placement and the Institutional Entitlement Offer.

### **Institutional Entitlement Offer**

Eligible institutional shareholders will be invited to participate in the Institutional Entitlement Offer, which is being conducted today, Tuesday, 4 June 2023. Eligible institutional shareholders can choose to take up all, part or none of their entitlements under the Entitlement Offer.

Entitlements not taken up by institutional shareholders cannot be traded on market or transferred. Entitlements not taken up by eligible institutional shareholders, and institutional entitlements that would otherwise have been offered to ineligible institutional shareholders, will be offered to eligible institutional shareholders at the Offer price.

### **Retail Entitlement Offer**

Eligible retail shareholders with a registered address in Australia or New Zealand will be invited to participate in the Retail Entitlement Offer. The Retail Entitlement Offer will open on Wednesday, 12 June 2024 and closes at 5:00pm (Sydney, Australia time) on Monday, 1 July 2024 (**Retail Offer Period**), unless otherwise extended by the Company in accordance with the ASX Listing Rules.

Further details about the Retail Entitlement Offer will be set out in the retail offer booklet, which Genetic Signatures expects to lodge with the ASX on Wednesday, 12 June 2024 (**Retail Offer Booklet**).

### **Use of proceeds received under the Offers**

The funds raised under the Offers (after deduction of the costs associated with the Offers) are expected to be used to support the US commercialisation of the Enteric Parasite product in the US, including new customer installations and establishment of manufacturing capability in the US. In addition, proceeds will be used to fund the next generation instrument development, new product development and general working capital.

## Offer Timetable

Event	Time (Sydney time) / Date
Back-to-back trading halt	Friday, 31 May 2024
Offer announcement and Placement and Institutional Entitlement Offer opens	Tuesday, 4 June 2024
Announcement of results of Placement and Institutional Entitlement Offer	Thursday, 6 June 2024
Trading in Genetic Signatures shares resumes on an ex-entitlement basis	Thursday, 6 June 2024
Record Date for determining entitlement for the Entitlement Offer	7.00 pm AEST Thursday, 6 June 2024
Retail Offer Booklet made available and retail Entitlement Offer opens	Wednesday, 12 June 2024
Settlement of Placement and Institutional Entitlement Offer	Wednesday, 12 June 2024
Allotment of New Shares issued under the Placement and Institutional Entitlement Offer	Thursday, 13 June 2024
Normal trading of New Shares issued under the Placement and Institutional Entitlement Offer	Friday, 14 June 2024
Retail Entitlement Offer closing date	5pm AEST Monday, 1 July 2024
Settlement of Retail Entitlement Offer	Friday, 5 July 2024
Allotment of New Shares issued under the Retail Entitlement Offer	Monday, 8 July 2024
Normal trading of New Shares issued under the Retail Entitlement Offer	Tuesday, 9 July 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 Retail Entitlement Offer, to accept late applications under the Entitlement Offer (either generally or in particular cases) and to withdraw the Entitlement Offer without prior notice. Any extension of the closing date will have a consequential effect on the issue date of New Shares under the Entitlement Offer.*

If you have any questions in respect of the Entitlement Offer, 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 Retail Offer Period, or consult your broker, accountant, legal, financial, tax or other professional adviser.

## Additional information

Additional information in relation to the Offers and the Company can be found in the investor presentation released to the ASX simultaneously with this announcement, which contains important information, including a breakdown of sources and uses of funds, key risks and foreign selling restrictions with respect to the Offer as well as a summary of the

underwriting agreement in connection with the Entitlement Offer.

Nothing contained in this announcement constitutes investment, legal, tax or other advice. Investors should seek appropriate professional advice before making any investment decision. All amounts are in Australian dollars unless otherwise indicated.

An Appendix 3B for the proposed issue of New Shares will be released in conjunction with this announcement. Further details on the fees payable to the Joint Lead Manager are set out in the Appendix 3B.

– 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](http://www.geneticsignatures.com)) or contact us as below:

**Dr Neil Gunn**  
Director and  
Interim Chief Executive Officer  
[neil.gunn@geneticsignatures.com](mailto:neil.gunn@geneticsignatures.com)  
T: +61 (0)2 9870 7580

**Karl Pechmann**  
Chief Financial and Operating Officer  
and Company Secretary  
[karl.pechmann@geneticsignatures.com](mailto: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.

### IMPORTANT NOTICES

This announcement is for information purposes only to assist interested parties in making their own evaluation with respect to the Offer and should not be read or understood as an offer, invitation, solicitation, inducement or recommendation to subscribe, buy or sell Genetic Signatures securities in any jurisdiction. No such offering of securities shall be made except by means of a prospectus, disclosure document or other offering document meeting the requirements of the Corporations Act or an exemption therefrom. The Offer

described herein has not been and will not be registered under the securities laws of any other jurisdiction. This announcement will not form any part of any contract or commitment for the acquisition of Genetic Signatures securities. This announcement is not a prospectus, product disclosure statement or other disclosure document under Australian law or any other law. It will not be lodged with the Australian Securities and Investments Commission. Nothing contained in this announcement constitutes financial product, investment, legal, tax or other advice or recommendation. It does not take into account the investment objectives, financial situation or needs of any particular investor. You should consult your own legal, financial, investment, tax or other advisors as to the legal and related matters described herein and consider the appropriateness of the information in this presentation having regard to your own investment objectives, financial situation and needs when deciding if an investment is appropriate. By accepting this announcement, you confirm that you are not relying upon the information contained herein nor any information presented or research undertaken by the Joint Lead Managers.

The release, publication or distribution of this announcement (including an electronic copy) outside Australia may be restricted by law. If you come into possession of this presentation, you should observe restrictions and should seek your own advice on restrictions. Any non-compliance with these restrictions may contravene applicable securities laws.

This announcement has been prepared for publication in Australia and may not be released or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or in any jurisdiction in which such an offer would be illegal. The New Shares to be offered and sold in the Offer have not been, and will not be, registered under the U.S. Securities Act of 1933 (the **US Securities Act**) or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States unless they are offered and sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

## FORWARD LOOKING STATEMENTS

This announcement contains certain "forward-looking statements" including but not limited to projections, that are based on management's beliefs, assumptions and expectations and on information currently available to management. Forward-looking statements can generally be identified by the use of forward-looking words such as, "expect", "anticipate", "likely", "intend", "should", "could", "may", "predict", "plan", "propose", "will", "believe", "forecast", "estimate", "target", "outlook", "guidance" and other similar expressions within the meaning of securities laws of applicable jurisdictions. Such forward-looking statements include statements regarding the timetable, conduct and outcome of the Offer and the use of proceeds thereof, statements about the plans, objectives and strategies of the management of Genetic Signatures, statements about the industry and the markets in which Genetic

Signatures operates and statements about the future performance of the Genetic Signatures businesses.

Indications of, and guidance or outlook on, future earnings or financial position or performance, future earnings and distributions are also forward-looking statements.

You are strongly cautioned not to place undue reliance on forward-looking statements, particularly in light of the current economic climate and the significant volatility, uncertainty and disruption to equity and capital markets. Any such statements, opinions and estimates in this announcement speak only as of the date hereof and are based on assumptions and contingencies subject to change without notice, as are statements about market and industry trends, projections, guidance, and estimates. This includes statements about market and industry trends, which are based on interpretations of current market conditions. Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. The forward-looking statements contained in this announcement are not indications, guarantees or predictions of future performance and involve known and unknown risks and uncertainties and other factors, many of which are beyond the control of Genetic Signatures and its subsidiaries, and may involve significant elements of subjective judgement and assumptions as to future events which may or may not be correct. Forward-looking statements may also assume the success of the Genetic Signatures business strategies. The success of any of these strategies is subject to known and unknown risks, uncertainties and contingencies beyond Genetic Signatures' control, and no assurance can be given that any of the strategies will be effective or that the anticipated benefits from the strategies will be realised in the period for which the forward-looking statements may have been prepared or otherwise. Refer to the key risks in Appendix B of the Investor Presentation for a non-exhaustive summary of certain key business, offer and general risk factors that may affect Genetic Signatures and its subsidiaries.

There can be no assurance that actual outcomes will not differ materially from these forward-looking statements. A number of important factors could cause actual results or performance to differ materially from the forward-looking statements, including (without limitation) the risks and uncertainties associated with the ongoing impacts of the Australian and global economic environment and capital market conditions and other risk factors set out in the Investor Presentation. Investors should consider the forward-looking statements contained in this announcement in light of those risks and disclosures. The forward-looking statements are based on information available to Genetic Signatures as at the date of this announcement.

No representation, warranty, or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including Genetic Signatures or any of its advisers). In particular, no representation, warranty or assurance (express or implied) is given that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur.

Actual operations, results, performance, production targets or achievement may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. Except as required by law or regulation (including the ASX Listing Rules), none of Genetic Signatures, its representatives or advisers undertakes any obligation to provide any additional or updated information in respect of any statements made including forward-looking statements, whether as a result of a change in expectations or assumptions, conditions, new information, future events or results or otherwise

Certain financial measures included in this announcement are ‘non-IFRS financial information’ under ASIC Regulatory Guide 230 : ‘Disclosing non IFRS financial information’ and also ‘non-GAAP financial measures’ within the meaning of Regulation G under the US Securities Exchange Act of 1934 as amended, and are not recognised under Australian Accounting Standards (AAS) (and International Financial Reporting Standards (IFRS)). This non-IFRS financial information and non- GAAP financial measures are not measures of financial performance in accordance with AAS or IFRS and may exclude items that are significant in understanding and assessing the Company’s financial results. Therefore, these measures should not be considered in isolation or as an alternative to net income, cash flows from operations or other measures of profitability, liquidity or performance under AAS and IFRS. Such-non IFRS financial information/non-GAAP financial measures do not have a standardised meaning prescribed by AAS or IFRS and may therefore not be comparable to similarly titled measures presented by other entities and should not be construed as an alternative to other financial measures determined in accordance with AAS or IFRS. Although Genetic Signatures believes these non-IFRS financial information/non-GAAP financial measures provide useful information to investors in measuring the financial performance and condition of its business, and provides an additional tool for investors to use in evaluating ongoing operating results and trends and in comparing the Company’s financial measures with other similar companies, many of which present similar non-IFRS financial information/non-GAAP financial measures to investors. The non-IFRS financial information/non-GAAP financial measure are subject to inherent limitations as they reflect the exercise of judgments by management about which expense and income are excluded or included in determining the non-IFRS financial information/non-GAAP financial measures. Investors are cautioned not to place undue reliance on these non-IFRS financial information/non-GAAP financial measures.