



## ASX Release

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# Prescient Completes Equity Raising to Raise \$9.1 Million

## Key highlights:

- **Successfully received commitments for A\$7.0m Placement**
- **Underwritten A\$2.1m Non-Renounceable Rights Issue**
- **Company now fully funded for 18 months and for key data readouts**
- **New US and domestic institutional investors to join the share register**

**Melbourne, Australia (25 March 2019):** Prescient Therapeutics Limited (ACN 006 569 106) (ASX: PTX), a clinical stage oncology company, is pleased to advise the successful completion of a \$9.1m capital raising. The capital raising consists of a \$7.0m Placement to Institutional and Sophisticated investors and a fully underwritten \$2.1m 1-for-5 Non-Renounceable Rights Issue to existing shareholders.

The placement, largely to institutional investors, will involve the issue of approximately 140 million shares at \$0.05 per share. In addition, the Company will issue one attaching option for every two listed Placement shares subscribed (exercisable at \$0.0625; expiring 31 March 2023). The Placement will be undertaken in two tranches. The first tranche of approximately 35.3 million shares and 17.7 million attaching options) will be unconditional, with shareholders to approve the second tranche (of approximately 104.7 million shares and 52.3 million attaching options) at an Extraordinary General Meeting expected on or around 26 April 2019.

Bell Potter Securities Limited and Aurenda Partners Pty Ltd as Joint Lead Managers to the Placement. Roth Capital Partners, LLC acted as the US placement agent.

PTX also announces that it will offer existing shareholders the opportunity to participate on the same terms as the placement via a one for five non-renounceable rights issue, also at \$0.05 per share with an attaching one for two option (exercisable at \$0.0625; expiring 31 March 2023), to raise up to an additional amount of approximately \$2.1 million.

The Entitlement Offer is fully underwritten by Bell Potter Securities Limited.

PTX's CEO, Steven Yatomi-Clarke said, "Prescient is delighted with the support from its existing shareholders, and is very pleased to welcome new shareholders to the Company, including new US and Australian institutional investors with particular expertise in life science investing. It is encouraging that such reputable investors recognize the quality of potential of Prescient's programs. This funding will see the Company through to important milestones."

PTX Chairman, Steven Engle said, "with this strong support and a much broadened investor base, Prescient strengthens its ability to progress its two exciting clinical stage oncology compounds."

## Overview of the Placement

Prescient Therapeutics Limited (**'Prescient' or 'the Company'**) is pleased to announce that it has agreed to issue 140 million fully paid ordinary shares (**Placement Shares**) at \$0.05 per share (**Placement**) to raise approximately \$7 million.

The Placement will be conducted in two tranches, with the first tranche utilising the Company's existing placement capacity under the ASX Listing Rules (**Tranche 1 Shares**), and the second tranche being subject to shareholder approval (**Tranche 2 Shares**). It is noted that 14,125,538 shares and 17,656,921 options will be issued in accordance with ASX Listing Rule 7.1 and 21,188,304 shares will be issued in accordance with ASX Listing Rule 7.1A.

Applicants who subscribe under the Placement will also receive one option for every two Shares subscribed for, exercisable at \$0.0625 per share and expiring on 31 March 2023 (**Options**). Prescient will seek to have the Options quoted on ASX.

## Overview of the Rights Issue

Prescient is also pleased to announce a pro-rata non-renounceable rights issue (**Rights Issue**) of ordinary shares in the Company (**Shares**) on a one-for-five basis at an issue price of \$0.05 per Share (**Offer Price**), and one attaching new option (**New Option**) for every five New Shares subscribed for under the Rights Issue with an exercise price of \$0.0625 per New Option and exercisable on 31 March 2023.

The Offer Price represents a 13.8% discount to the volume weighted average price of Prescient over the past five trading days to 20 March 2019, being \$0.058. It is also the same price offered to sophisticated and professional investors under the Placement.

The Rights Issue will be made to holders of Shares with a registered address in Australia or New Zealand as at 7:00pm (Melbourne time) on 29 March 2019 (**Record Date**) (**Eligible Shareholders**).

Pursuant to the Rights Issue, which offers Eligible Shareholders the right to take up one new Share for every five Shares held as at the Record Date (**Entitlement**), the Company intends to issue up to one New Share at an issue price of \$0.05 each (**New Shares**), and up to one New Option on a one-for-two basis to raise up to \$2.1 million (before costs). 4.2 million New Options will be issued to sub-underwriters of the Rights Issue. The Rights Issue is fully underwritten by Bell Potter Securities Limited.

The Entitlements are non-renounceable and will not be tradeable on ASX or otherwise transferable. Shareholders who do not take up their Entitlements will not receive any value for those Entitlements that they do not take up. Shareholders who are not eligible to receive Entitlements will not receive any value for the Entitlements they would have received had they been eligible.

Shares issued under the Placement do not participate in the Rights Issue. Shares issued under the Equity Raising will rank equally with existing shares. The Company will apply for the grant by ASX for official quotation of the New Shares.

The Rights Issue will include a top up facility under which eligible shareholders who take up their full Entitlement will be invited to apply for additional shares in the Rights Issue from a pool of those not taken up by other eligible shareholders. There is no guarantee that applicants under this top up facility will receive all or any of the shares they apply for under the facility.

A Prospectus in relation to the Rights Issue has been lodged with ASX and will be dispatched with an Entitlement and Acceptance Form to Eligible Shareholders in accordance with the timetable below.

A presentation on the Equity Raising has been lodged with ASX today and is able to be downloaded from ASX's website, [www.asx.com.au](http://www.asx.com.au).

### Number of Shares and options to be issued

The number of issued Shares and options at the date of this announcement and the maximum total number of issued Shares and options following the Equity Raising are as follows:

Event	Number of securities
Shares on issue as date of this announcement	211,883,062
Options on issue as date of this announcement	7,064,000
New Shares proposed to be issued pursuant to Tranche 1 Placement	35,313,842
New Options proposed to be issued pursuant to Tranche 1 Placement	17,656,921
New Shares proposed to be issued pursuant to Tranche 2 Placement (subject to shareholder approval)	104,686,158
New Options proposed to be issued pursuant to Tranche 2 Placement (subject to shareholder approval)	52,343,079
New Shares proposed to be issued pursuant to Rights Issue	42,376,612
New Options proposed to be issued pursuant to Rights Issue	21,188,306
New Options proposed to be issued to Sub-underwriters	4,200,000
<b>Total Shares on issue after completion of the Equity Raising</b>	<b>394,259,674</b>
<b>Total Options on issue after completion of the Equity Raising</b>	<b>102,452,306</b>
Issue date for second tranche placement plus options (Appendix 3B and 708A cleansing notice)	3 May 2019

### Use of Funds

Funds will be applied towards progressing Prescient's clinical programs, including additional drug manufacture and clinical trial management, funding the costs associated with the capital raising and for working capital purposes.

### Indicative Key Dates

Event	Date
Prospectus date	25 March 2019
Announcement of the Equity Raising	25 March 2019
Company to send notice to Eligible Shareholders containing information required by Appendix 3B	26 March 2019
Dispatch and announcement of notice of extraordinary general meeting	27 March 2019
Ex date	28 March 2019
Record Date for Rights Issue (7.00pm, Sydney time)	29 March 2019

<b>Event</b>	<b>Date</b>
Issue date for first tranche placement (Appendix 3B and 708A cleansing notice)	1 April 2019
Prospectus and Entitlement and Acceptance Form despatched	3 April 2019
Offer opens	3 April 2019
Offer closes (5.00pm, Sydney time)	23 April 2019
New Shares quoted on deferred settlement basis	24 April 2019
Extraordinary general meeting to approve the issuance of shares and options under the Placement	26 April 2019
Announcement of results of Rights Issue and under-subscriptions	26 April 2019
Allotment of New Shares issued under the Rights Issue	30 April 2019
Normal trading commences and Dispatch of Holding Statements	1 May 2019
Issue date for second tranche placement plus options (Appendix 3B and 708A cleansing notice)	3 May 2019

This timetable is indicative only and subject to change. The Company reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws to vary the dates of the Equity Raising, without prior notice.

The Company also reserves the right not to proceed with the whole or part of the Equity Raising at any time prior to the issue date. In that event, application monies will be refunded in full without interest.

Full details of the terms and conditions of the Right Issue are contained in the Prospectus lodged with ASX and which will be despatched to Eligible Shareholders in accordance with the timetable set out above.

### **For further information**

Should you have any queries in relation to the Equity Raising, please do not hesitate to contact the share registry on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8.30am and 5.00pm (AEDT) Monday to Friday during the offer period.

### **Important information**

This announcement has been prepared for publication in Australia and may not be released to US wire services 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 any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 (the 'US Securities Act') and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

This announcement contains certain 'forward-looking statements' within the meaning of the securities laws of applicable jurisdictions. Forward-looking statements can generally be identified by the use of forward-looking words such as 'may,' 'should,' 'expect,' 'anticipate,' 'estimate,' 'scheduled' or 'continue' or the negative version of them or comparable terminology. Any forecasts or other forward looking statements contained in this announcement are subject to known and unknown risks and uncertainties and may involve significant elements of subjective judgment and assumptions as to future events which may or may not be correct. There are usually differences between forecast and actual results because events and actual circumstances frequently do not occur as forecast and these differences may be



material. Prescient does not give any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur and you are cautioned not to place undue reliance on forward-looking statements.

### About Prescient Therapeutics Limited (Prescient)

Prescient Therapeutics is a clinical stage oncology company developing targeted therapies that address specific mutations that drive cancer and contribute to resistance.

Prescient's lead drug candidate **PTX-200** is a novel PH domain inhibitor that inhibits an important tumor survival pathway known as Akt, which plays a key role in the development of many cancers, including breast and ovarian cancer, as well as leukemia. Unlike other drug candidates that target Akt inhibition which are non-specific kinase inhibitors that have toxicity problems, PTX-200 has a novel mechanism of action that specifically inhibits Akt whilst being comparatively safer. This highly promising compound is now the focus of three current clinical trials:

- Phase 2 study examining PTX-200 in breast cancer patients at the prestigious Montefiore Cancer Center in New York and Florida's H. Lee Moffitt Cancer Center (Moffitt). PTX-200 showed encouraging efficacy signals in the Phase 1b study, with twice the expected response rate.
- Phase 1b/2 trial evaluating PTX-200 as a new therapy for relapsed and refractory Acute Myeloid Leukemia, being conducted the Moffitt; Yale Cancer Center in New Haven, Connecticut (Yale) and Kansas University Medical Center (KUMC) under the leadership of Professor Jeffrey Lancet, MD.
- Phase 1b/2 trial of PTX-200 in combination with current standard of care is also underway in patients with recurrent or persistent platinum resistant ovarian cancer at the Moffitt.

Prescient's second novel drug candidate, **PTX-100**, is a first in class compound with the ability to block an important cancer growth enzyme known as geranylgeranyl transferase-1 (GGT-1). It inhibits the activation of Rho, Rac and Ral circuits in cancer cells, which act as key oncogenic pathways, leading to apoptosis (death) of cancer cells. PTX-100 was well tolerated and achieved stable disease in a Phase 1 trial in advanced solid tumors and will be the focus of studies in Ras and RhoA mutant malignancies.

### Disclaimer and Safe Harbor Statement

Certain statements made in this document are forward-looking statements within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995. These forward-looking statements are not historical facts but rather are based on the current expectations of Prescient Therapeutics Limited ("Prescient" or the "Company"), their estimates, assumptions, and projections about the industry in which Prescient operates. Material referred to in this document that use the words 'estimate', 'project', 'intend', 'expect', 'plan', 'believe', 'guidance', and similar expressions are intended to identify forward-looking statements and should be considered an at-risk statement. These forward-looking statements are not a guarantee of future performance and involve known and unknown risks and uncertainties, some of which are beyond the control of Prescient or which are difficult to predict, which could cause the actual results, performance, or achievements of Prescient to be materially different from those which may be expressed or implied by these statements. These statements are based on our management's current expectations and are subject to a number of uncertainties and risks that could change the results described in the forward-looking statements. Risks and uncertainties include, but are not limited to, general industry conditions and competition, general economic factors, the impact of pharmaceutical industry development and health care legislation in the United States and internationally, and challenges inherent in new product development. Investors should be aware that there are no assurances that results will not differ from those projected and Prescient cautions shareholders and prospective shareholders not to place undue reliance on these forward-looking statements, which reflect the view of Prescient only as of the date of this announcement. Prescient is not under a duty to update any



forward-looking statement as a result of new information, future events or otherwise, except as required by law or by any appropriate regulatory authority.

Certain statements contained in this document, including, without limitation, statements containing the words "believes," "plans," "expects," "anticipates," and words of similar import, constitute "forward-looking statements." Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of Prescient to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following: the risk that our clinical trials will be delayed and not completed on a timely basis; the risk that the results from the clinical trials are not as favorable as we anticipate; the risk that our clinical trials will be more costly than anticipated; and the risk that applicable regulatory authorities may ask for additional data, information or studies to be completed or provided prior to their approval of our products. Given these uncertainties, undue reliance should not be placed on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the results of any revisions to any of the forward-looking statements contained herein to reflect future events or developments except as required by law.

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