

Universal Biosensors, Inc.
ARBN 121 559 993

1 Corporate Avenue
Rowville Victoria 3178
Australia

Telephone +61 3 9213 9000
Facsimile +61 3 9213 9099
Email info@universalbiosensors.com
www.universalbiosensors.com



25 March 2024

Melissa Kostopoulos
Senior Adviser, Listings Compliance (Melbourne)
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
Melbourne VIC 3000

By email: melissa.kostopoulos@asx.com.au
and via the Company Announcements Platform

Dear Melissa,

ASX Announcement

Notice under Section 708A(5)(e) of the *Corporations Act 2001* (Cth)

This notice is given by Universal Biosensors, Inc. (ASX: UBI) (**Company**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Act**) as it applies to the Company.

The Company refers to its announcement on Friday, 22 March 2024 regarding the results of a non-underwritten institutional placement (**Placement**). The Company has today issued 16,666,667 new CHESS depositary interests over fully paid shares of common stock in the Company (**New CDIs**) at an offer price of A\$0.15 per New CDI to institutional and sophisticated investors under the Placement. As previously announced, the Company also proposes to undertake a fully underwritten pro rata non-renounceable entitlement offer and offer of options, as announced on Friday, 1 March 2024. Subject to securityholder approval, which is intended to be sought at an Extraordinary General Meeting of securityholders in April 2024, the Company also intends to issue to the Placement participants 1 option to acquire CDIs for each New CDI acquired under the Placement (**Placement Options**).

Final details of the entitlement offer and offer of Placement Options, together with a proposed timetable, will be advised in a further announcement.

The Company advises that:

- a) the New CDIs were issued without disclosure to investors under Part 6D.2 of the Act;
- b) as a disclosing entity, the Company is subject to regular reporting and disclosure obligations;
- c) as at the date of this notice, the Company has complied with:
 - i) section 601CK of the Act; and



- ii) section 674 and section 674A of the Act; and
- d) as at the date of this notice, there is no information to be disclosed that is "excluded information" within the meaning of sub-sections 708A(7) and 708A(8) of the Act, which is required to be set out in this notice under section 708A(6)(e) of the Act.

For and on behalf of the Board of the Company.

Salesh Balak
Company Secretary

Announcement authorized by the Board of Directors of Universal Biosensors, Inc.

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States, its possessions and territories, or any state or the District of Columbia ("United States"), and may not be distributed, reproduced, published or released, in whole or in part, directly or indirectly, in the United States, its possessions and territories or the District of Columbia or in any jurisdiction in which such an offer would be illegal, or to any U.S. Person (as defined in Regulation S under the United States Securities Act of 1933, as amended (U.S. Securities Act)), or to any resident of the United States, its possessions and territories or the District of Columbia or to any other person to whom, such an offer would be illegal. The New CDIs, the Placement Options and the CDIs underlying such Placement Options to be offered and sold have not been and will not be registered under the U.S. Securities Act, or under the securities laws of any state or other jurisdiction of the United States. Accordingly, the New CDIs, the Placement Options and the CDIs underlying such Placement Options may not be offered or sold, directly or indirectly, in or into the United States, its possessions and territories or the District of Columbia or to a U.S. Person or a resident of the United States, possessions and territories or the District of Columbia except in compliance with the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States (which the Company has no obligation or intention to do or procure) or pursuant to an exemption from, or in a transaction exempt from or not subject to, such registration requirements and any other applicable securities laws.

Notice to U.S. persons: restriction on purchasing CDIs and Options

Universal Biosensors is incorporated in the State of Delaware and its securities have not been registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the laws of any state or other jurisdiction in the United States. Trading of Universal Biosensors CHESS Depository Interests ("CDIs"), options to purchase CDIs ("Options") and the CDIs underlying such Options on the Australian Securities Exchange ("ASX") is not subject to the registration requirements of the U.S. Securities Act in reliance on Regulation S under the U.S. Securities Act and a related 'no action' letter issued by the U.S. Securities and Exchange Commission to the ASX in 2000. As a result, the CDIs, the Options and the CDIs underlying such Options are "restricted securities" (as defined in Rule 144 under the U.S. Securities Act) and may not be sold or otherwise transferred into the US or to a US person except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. For instance, U.S. persons who are qualified institutional buyers ("QIBs", as defined in Rule 144A under the U.S. Securities Act) may purchase CDIs and Options in reliance on the exemption from registration provided by Rule 144A. To enforce the transfer restrictions, the CDIs, the Options and the CDIs underlying such Options bear a "FOR US" designation on the ASX. This designation restricts CDIs from being purchased by U.S. persons except those who are QIBs. However, the CDIs, the Options and the CDIs underlying such Options may be freely transferred on the ASX to any person other than a US person. In addition, hedging transactions with regard to the CDIs and the Options may only be conducted in compliance with the U.S. Securities Act.



The offer and sale of the New CDIs, the Placement Options, the CDIs underlying such Placement Options and the shares of the Company's common stock underlying any such New CDIs and the CDIs underlying the Placement Options (collectively, the "Securities"), 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, its possessions and territories, or any state or the District of Columbia. Offers and sales of Securities to investors outside the United States that are not, and are not acting for the account or benefit of, U.S. Persons in the Offer are being conducted in a manner exempt from registration under the U.S. Securities Act pursuant to Regulation S under the U.S. Securities Act, and the Securities will be "restricted securities" for purposes of Rule 144 under the U.S. Securities Act. Accordingly, the Securities may not be offered or sold in the United States or to, or for the account or benefit of, any U.S. Person except in compliance with the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States or pursuant to an exemption from, or in a transaction exempt from or not subject to such registration requirements and any other applicable securities laws. The Placement Options may not be exercised by or for the account or benefit of any U.S. Person unless registered under the U.S. Securities Act or an applicable exemption from such registration requirement is available. No holder of Securities will have the right to require the Company to register any of the Securities under the U.S. Securities Act. Hedging transactions involving the Securities may not be conducted unless in compliance with the U.S. Securities Act and applicable United States securities laws.

Forward Looking Statements and Risks

This announcement contains certain forward-looking or hypothetical statements. The statements contained in this presentation that are not purely historical are forward-looking statements within the meaning of the U.S. Securities Exchange Act of 1934, as amended. Forward-looking statements in this presentation include statements regarding our expectations, beliefs, hopes, intentions or strategies. You can identify these forward-looking statements by the fact that they use words such as "anticipate", "estimate", "expect", "project", "should", "can", "could", "propose", "potential", "outlook", "future", "illustration", "predict", "will", "would", "intend", "plan", "believe", "target", "may", "assume" and other words and terms of similar meaning in connection with any discussion of future operating or financial performance. All forward-looking statements included in this presentation are based upon information available to us as of the date hereof, and are based on assumptions and contingencies that are subject to change without notice and involve known and unknown risks and uncertainties and other factors are beyond the control of the Company, its directors and management. Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statements and any projections and assumptions on which these statements are based. Readers are cautioned not to place undue reliance on forward-looking statements and except as required by law or regulation, none of the Company, its representatives or advisers, and we assume no obligation to update any such forward-looking statement as a result of new information, future events or otherwise. No representation or warranty, express or implied, is made as to the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects, returns or statements in relation to future matters contained in this Presentation. Our actual results could differ materially from our current expectations. All forward-looking statements are qualified in their entirety by the cautionary statements that UBI makes from time to time in its filings with the United States Securities and Exchange Commission and public communications. The Company is subject to a number of risks which may result in our actual results differing materially from our current expectations. These risks may be out of the control of, and unknown to, UBI and its officers, employees, advisors or agents. For a summary of key risks, refer to the Company's most recent Form 10-K filed with the United States Securities and Exchange Commission and the Australian Securities Exchange.

About Universal Biosensors

Universal Biosensors, founded in 2001, specialises in the design and development of electrochemical cells (strips) used in conjunction with point of use devices that are used in various industries such as healthcare (point of care),



wine, food, and agriculture. UBI's ambition is to build a multi product stable of biosensors in large markets which generate ongoing revenue streams. For additional information regarding Universal Biosensors, Inc., refer to: <http://www.universalbiosensors.com>.