



**AGENIX LIMITED**

**爱健克斯有限公司**

(ASX: AGX)

ABN 58 009 213 754

PO Box 5160

Burnley VIC 3121

Australia

[www.agenix.com](http://www.agenix.com)

2 December 2014

**ASX ANNOUNCEMENT**

**SUBSTANTIAL SHAREHOLDER NOTICE**

Please find attached a copy of a Substantial Shareholder Notice received by the Company

Gary Taylor

CFO & Company Secretary

Agenix Limited

**Form 603  
Corporations Act 2001  
Section 671B**

**Notice of initial substantial holder**

To Company Name/Scheme AGENIX LIMITED

ACN/ARSN 009 23 754

**1. Details of substantial holder (1)**

Name Scintilla Strategic Investments Limited and Techinvest Holdings Pty Ltd

ACN/ARSN (if applicable) 124 829 134

The holder became a substantial holder on 12/08/2014

**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary fully paid shares (Ordinary)	7,925,000	7,925,000	6.05% (based on 130,947,876 ordinary shares on issue)

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Scintilla Strategic Investments Limited	Relevant interest under Section 608(1)(a) of the Act arising from being the holder of the securities.	7,600,000 Ordinary
Techinvest Holdings Pty Ltd <ANM A/C>	Relevant interest under Section 608(1)(a) of the Act arising from being the holder of the securities.	325,000 Ordinary

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Scintilla Strategic Investments Limited	Scintilla Strategic Investments Limited	Scintilla Strategic Investments Limited	7,600,000 Ordinary
Techinvest Holdings Pty Ltd <ANM A/C>	Techinvest Holdings Pty Ltd <ANM A/C>	Techinvest Holdings Pty Ltd <ANM A/C>	325,000 Ordinary

## 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Scintilla Strategic Investments Limited	21/05/2013-05/09/2014	\$201,000		10,507,437 Ordinary
	24/05/2013-15/01/2014 Sales	\$81,000		-2,907,437 Ordinary 7,600,000
Techinvest Holdings Pty Ltd <ANM A/C>	15/07/2013	\$59,800		2,600,000 Ordinary
	9/08/2013 - 21/02/2014 Sales	\$53,000		-2,275,000 Ordinary 325,000 Ordinary

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Scintilla Strategic Investments Limited and Techinvest Holdings Pty Ltd	Andre Marschke is a director of both companies

## 7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Scintilla Strategic Investments Limited	PO BOX 223 BROADBEACH QLD 4218
Techinvest Holdings Pty Ltd	PO BOX 223 BROADBEACH QLD 4218

## Signature

print  
name

ANDRE MARSCHKE

capacity

DIRECTOR.

date

/ /

sign here





## Compensation<sup>1</sup>

Total compensation paid, payable, or provided to me by Agenix Limited, or on behalf<sup>2</sup> of Agenix Limited in exchange for services rendered by me to Agenix Limited for the year ended 30 June 2014 comprises:

Short-term benefits	\$
Cash salary, fees and short-term compensated absences (e.g. paid annual leave <sup>3</sup> and paid sick leave) – settled by issue of shares to Reefpeak Pty Ltd	46,000
Short-term cash profit-sharing and other bonuses	Nil
Non-monetary benefits (e.g. car, flights, insurance premiums)	Nil
Other short-term employee benefits	Nil
Post-employment benefits (excluding termination benefits)	
Pension and superannuation benefits	Nil
Other post-employment benefits	Nil
Other long-term employee benefits	
Annual leave <sup>4</sup> and long service leave	Nil
Bonuses, incentive schemes	Nil
Other	Nil
Termination benefits	
Amounts payable or receivable on termination	Nil
Other	Nil
Share-based payments	

<sup>1</sup> As required by Regulation 2M.3.03(1), items 6, 7, 8, 9 and 11

<sup>2</sup> Compensation includes amounts 'on behalf of' the entity, therefore include amounts paid by other group entities, the parent entity, or shareholders (individuals)

<sup>3</sup> Movement in annual leave accrual to be included as a short-term benefit if all employees expected to use their entire leave balance within 12 months of reporting date. Otherwise annual leave accruals are treated as long-term benefits and disclosed under 'Other long-term employee benefits'

<sup>4</sup> Movement in annual leave accrual to be included as a long-term benefit if all employees are NOT expected to use their entire leave balance within 12 months of reporting date. If they are expected to use entire leave balances within 12 months of reporting date, annual leave accruals are treated as short-term benefits and disclosed under 'Cash salary, fees and short-term compensated absences'

<sup>5</sup> Ensure that share-based payments made by owners in their personal capacity are included here

Equity-settled share-based payments	Nil
- shares and units	Nil
- options and rights	Nil
Cash-settled share-based payments	Nil
Other	Nil

Note: All of the above amounts include amounts paid to me on behalf of the parent entity and individual owners of Agenix Limited in exchange for services rendered to Agenix Limited.

Nil % of my compensation disclosed above is performance-related.<sup>6</sup>

Nil % of my compensation disclosed above consists of options.<sup>7</sup>

During the year ended Day Month Year, I was paid \$Amount on Day Month Year as consideration for agreeing to hold my position as key management person.<sup>8</sup>

[Describe element of compensation above] is dependent on me satisfying the following performance conditions:<sup>9</sup>

- Insert conditions

During the year ended Day Month Year I received a cash bonus/share-based payment compensation [delete whichever is N/A] from Name of Entity with the following terms and conditions:<sup>10</sup>

Grant date:	
Service criteria:	
Performance Criteria:	
Changes since grant date:	
• Date of change	
• Details of change	
• Effect of change	
% bonus/grant paid/vested during the year:	
% bonus/grant forfeited during the year because service & performance criteria not met during the year:	
Financial years, after current one, when bonus/grant will be payable if service &	

<sup>6</sup> Refer section 300A(1)(e)(i)

<sup>7</sup> Refer section 300A(1)(e)(vi)

<sup>8</sup> As required by Regulation 2M.3.03(1) Item 10

<sup>9</sup> Insert details of the performance conditions - refer section 300A(1)(ba)(i)

<sup>10</sup> Refer Regulation 2M.3.03(1) Item 12

performance criteria met:	
Maximum estimated total \$ value of bonus/grant (other than options) for future financial years	
Minimum estimated total \$ value of bonus/grant (other than options) for future financial years	

## Alteration of Terms of Share-Based Payment Transactions<sup>11</sup>

During the year ended **Day Month Year**, the terms of my share-based payment transactions granted to me as compensation have been altered as follows:

- Description of original transaction: **Insert detail**
- Date terms altered: **Day Month Year**

	Terms Immediately Prior to Alteration	New Terms
Number of underlying equity instruments		
Class of underlying equity instrument		
Exercise price		
Time remaining to expiry		
Other vesting/exercise conditions		

## Equity Instruments

### Options and Rights Provided as Compensation<sup>12</sup>

For each tranche of options or rights provided as compensation during the year ended **Day Month Year**, provide the following details:

#### Tranche 1<sup>13</sup>

Name of entity that issued options/rights:	
Class of shares that options/rights convert to (ordinary, preference, etc):	
No. of shares that options/rights convert to:	
No. of options/rights granted:	
Date granted:	

<sup>11</sup> Refer Regulation 2M.3.0391) Item 14

<sup>12</sup> Refer Regulation 2M.3.03(1) Item 15

<sup>13</sup> Repeat details for subsequent tranches

No. of options/rights vested:	
Date vested:	
Exercise price:	
Amount paid for the options/rights:	
Expiry date of options/rights:	
Date or dates when option/rights can be exercised:	
Summary of service and performance criteria that must be met before options/rights vest:	

## Equity Instruments Issued on Exercise of Options/Rights Granted as Compensation<sup>14</sup>

For each tranche of equity instruments issued during the reporting period on exercise of **rights/options** granted as remuneration, provide details of:

### Tranche 1<sup>15</sup>

Name of entity in which equity instruments issued:	
Class of equity instrument issued:	
Number of equity instruments:	
Number of options or rights exercised:	
Amount paid per equity instrument:	
Amount unpaid per equity instrument:	

## Options and Rights<sup>15</sup>

Details of options and rights held directly, indirectly or beneficially by:

- myself; or
- my close family members (e.g. spouse or partner, children, dependents, partner's children or dependents); or
- an entity that is directly or indirectly controlled, jointly controlled or is significantly influenced by myself or one of my close family members (e.g. family trusts or my personal superannuation fund)

are as follows:

	Number of Options	Number of Rights
Opening Balance - beginning of period		

<sup>14</sup> Refer Regulation 2M.3.03(1) Item 16

<sup>15</sup> Refer Regulation 2M.3.03(1) Item 17



Granted as compensation		
Exercised		
Other Changes		
Closing Balance at reporting date		
Vested at reporting date		
Vested and exercisable at reporting date		
Vested and unexercisable at reporting date		

## Equity Holdings and Transactions <sup>16</sup>

Details of equity instruments (other than options and rights) held directly, indirectly or beneficially by:

- myself; or
- my close family members (e.g. spouse or partner, children, dependents, partner's children or dependents); or
- an entity that is directly or indirectly controlled, jointly controlled or is significantly influenced by myself or one of my close family members (e.g. family trusts or my personal superannuation fund)

are as follows:

	Number of Ordinary shares	Number of Other Equity Instruments <a href="#">[describe]</a>
Opening Balance - beginning of period		
Granted as compensation		
Received on exercise of options or rights		
Other changes during reporting period		
Closing balance at reporting date		
Amount held nominally at reporting date		

Terms and conditions of above transactions (if not arm's length transactions) are [\[insert details\]](#).

## Loan Balances Due To The Entity <sup>17, 18</sup>

The balance of \$[Amount](#) due by:

- myself; or
- my close family members (e.g. spouse or partner, children, dependents, partner's children or dependents); or

<sup>16</sup> Refer Regulation 2M.3.03(1) Item 18

<sup>17</sup> Do not include loans involved in transactions that are in substance options, including non-recourse loans

<sup>18</sup> Refer Regulation 2M.3.03(1) Items 20 and 21

- an entity that is directly or indirectly controlled, jointly controlled or is significantly influenced by myself or one of my close family members (e.g. family trusts or my personal superannuation fund)

at Day Month Year is correct/incorrect [delete whichever is N/A]. The correct balance is \$\_\_\_\_\_.

The loan is secured/unsecured.

The terms and conditions of the loan(s) are [insert details].

[include details of repayment terms, nature of consideration (cash/shares) to be provided in settlement and details of guarantees]

Other details pertinent to this loan owing are [insert details].

	Myself	Close family	My other related parties
	\$	\$	\$
Balance at beginning of period - Day Month Year			
Interest paid and payable on loan			
Interest not charged (i.e. difference between interest that would have been paid on an arm's length basis and interest paid/payable above)			
Write-downs and allowances for doubtful debts			
Balance at end of period - Day Month Year			
Highest indebtedness during the period			

## Loan Balances Due to Me by the Entity<sup>19</sup>

The balance of \$Amount to:

- me; or
- my close family members (e.g. spouse or partner, children, dependents, partner's children or dependents); or
- an entity that is directly or indirectly controlled, jointly controlled or is significantly influenced by myself or one of my close family members (e.g. family trusts or my personal superannuation fund)

at Day Month Year is correct/incorrect [delete whichever is N/A]. The correct balance is \$\_\_\_\_\_.

The loan is secured/unsecured.

The terms and conditions of the loan(s) are [insert details].

<sup>19</sup> Refer Regulation 2M.3.03(1) Items 22 and 23

(include details of repayment terms, nature of consideration (cash/shares) to be provided in settlement and details of guarantees)

Advances on loans during [financial year/period]: \$ Amount

Repayments on loans during [financial year/period] \$Amount

The amount of interest received and receivable by me during the financial year/period is \$Amount at a rate of Percentage%.

## Other Transactions and Balances<sup>20</sup>

(e.g. purchases or sale of goods or other property, rendering or receiving services, rental, transfers of R&D or other IP, provisions of guarantees or collateral, admin fees, dividends etc)

Note: Include details for all other transactions with key management personnel, even if for no consideration.

The tables below summarise other transactions undertaken during the financial year between the entity and

- me; or
- my close family members (e.g. spouse or partner, children, dependents, partner's children or dependents); or
- an entity that is directly or indirectly controlled, jointly controlled or is significantly influenced by myself or one of my close family members (e.g. family trusts or my personal superannuation fund)

Transaction type			
Transaction amount			
Secured/Unsecured			
Details of pricing and whether arm's length or not			
How amount will be settled (e.g. cash, shares etc)			
Details of guarantees			
CURRENT			
Amount outstanding at [end of period date]	\$Amount	Correct <input type="checkbox"/>	Incorrect <input type="checkbox"/>
			Correct balance \$_____
NON-CURRENT			
Amount outstanding at [end of period date]	\$Amount	Correct <input type="checkbox"/>	Incorrect <input type="checkbox"/>
			Correct balance \$_____

<sup>20</sup> Refer Regulation 2M.3.03(1) Items 22, 23 and 24

Bad debts written off during the financial year/period by entity against amounts due to entity <i>(if applicable)</i>	
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Transaction type			
Transaction amount			
Secured/Unsecured			
Details of pricing and whether arm's length or not			
How amount will be settled (e.g. cash, shares etc)			
Details of guarantees			
CURRENT			
Amount outstanding at [end of period date]	\$Amount	Correct <input type="checkbox"/>	Incorrect <input type="checkbox"/>
			Correct balance \$_____
NON-CURRENT			
Amount outstanding at [end of period date]	\$Amount	Correct <input type="checkbox"/>	Incorrect <input type="checkbox"/>
			Correct balance \$_____
Bad debts written off during the financial year/period by entity against amounts due to entity <i>(if applicable)</i>			

## Details of Position and Period of Responsibility <sup>21</sup>

My position in the disclosing entity is [describe position]. I held this position as follows during the financial year:

- For the whole of the financial year.
- [insert dates].

[Delete whichever period is N/A]

## Service Contracts<sup>22</sup>

I have no service contract with Name of Entity. My compensation for the year ended Day Month Year and future years is based on market-related compensation and there is no agreement by Name

<sup>21</sup> Refer Regulation 2M.3.03(1) item 3

<sup>22</sup> Refer Regulation 2M.3.03(1) Items 13 and section 300A(1)(e)(vii)



of Entity to pay me pre-determined compensation during the year ended Day Month Year and future financial years. There is also no agreement by Name of Entity to pay me any pre-determined amounts in the event of my termination.

[OR]

I am employed under a service contract with Name of Entity. Details of the contract are as follows:

- Duration:
- Notice periods:
- Termination payments:

[Delete whichever of the above paragraphs are N/A]