

30 July 2015

Mr Esmond Prowse  
Adviser, Listings Compliance  
ASX Compliance Pty Limited  
Level 4, North Tower Rialto  
525 Collins Street  
Melbourne VIC 3000

By Email: [Esmond.Prowse@asx.com.au](mailto:Esmond.Prowse@asx.com.au)  
[James.Gerraty@asx.com.au](mailto:James.Gerraty@asx.com.au)

Dear Mr Prowse

**AHALIFE HOLDINGS LIMITED (ACN 006 908 701)**

We refer to the letter from the ASX dated 22 July 2015 and provide the following information by way of pre-quotation disclosure.

1. Distribution Schedule – **attached**.
2. Top 20 Shareholder List – **attached**.
3. The following securities will be escrowed for the following escrow periods:

**Voluntary escrow**

Type of security	Number of securities	Period of escrow
Fully paid ordinary shares	74,267,534	The earlier of: (a) 16 August 2016; or (b) seven days following the release of the Company's semi-annual financial report (as required by the Listing Rules and/or the ASX) covering the six month period ending 30 June 2016 as the case may be.

**ASX imposed escrow**

Type of security	Number of securities	Period of escrow
Fully paid ordinary shares	20,741,873 ( <i>out of the 74,267,534 voluntary escrow shares</i> )	24 months from the date of reinstatement to official quotation of ASX of the Company.
Loan Shares	4,000,000	24 months from the date of reinstatement to official quotation of ASX of the Company.
Executive Options	5,000,000	24 months from the date of reinstatement to official quotation of ASX of the Company.
Performance Options	5,000,000	24 months from the date of reinstatement to official quotation of ASX of the Company.
Performance Rights	5,000,000	24 months from the date of reinstatement to official quotation of ASX of the Company.
Consideration Options	2,963,820	24 months from the date of reinstatement to official quotation of ASX of the Company.

4. The Company confirms the completion of the acquisition of AHALife Holdings Inc. and the issue of 96,527,008 Consideration Shares and 9,182,851 Consideration Options to the security holders AHALife in accordance with the Merger Agreement and the Vendor Offer under the prospectus dated 24 June 2015 (**Prospectus**).
5. Following completion of the Offer, the Company confirms that its capital structure is as follows:

Capital Structure	Number of Securities
<b>Shares</b>	
Fully paid ordinary shares (including restricted securities)	159,778,806
<b>Options</b>	
Unlisted options exercisable at AUD\$0.20 by 30 June 2017	3,250,000
Unlisted and unvested options, exercisable at AUD\$0.20 per option, expires on 16 July 2017	637,500
Unlisted and unvested options, exercisable at AUD\$0.20 per option, expires on 16 July 2019	637,500
Unlisted options, exercisable at AUD\$40.00 per option, expires on 22 February 2018	1,313
Unlisted options, exercisable at AUD\$80.00 per option, expires on 30 November 2015	1,188
Unlisted options, exercisable at USD\$0.08475 per option, expires on 5 October 2021	3,841,044
Unlisted options, exercisable at USD\$0.08475 per option, expires on 25 October 2021	163,285
Unlisted options, exercisable at USD\$0.20716 per option, expires on 1 June 2022	188,907
Unlisted options, partially vested, exercisable at USD\$0.09102 per option, expires on 8 November 2022 (including restricted securities)	2,053,474
Unlisted options, exercisable at USD\$0.0973 per option, expires on 22 March 2023	326,564
Unlisted options, partially vested, exercisable at USD\$0.0973 per option, expires on 31 July 2023	63,720
Unlisted options, partially vested, exercisable at USD\$0.09416 per option, expires on 19 August 2024 (including restricted securities)	1,686,938
Unlisted options, partially vested, exercisable at USD\$0.40 per option, expires on 27 July 2025	858,919
Unlisted and unvested options, exercisable at AUD\$0.20 per option, expires on 27 July 2019 (all restricted securities)	5,000,000
Unlisted and unvested options, exercisable at AUD\$0.30 per option, expires on 27 July 2019 (all restricted securities)	5,000,000
<b>Performance rights</b>	
Unlisted and unvested performance rights, expires on 27 July 2019 if they are unvested at that time (all restricted securities)	5,000,000

6. An updated statement of financial position (pro-forma balance sheet) based on the actual amount of funds raised pursuant to the prospectus pro-forma balance sheet based on actual funds raised under the Prospectus – **attached**.
7. Statement of commitments based upon actual funds raised under the Prospectus – **attached**.
8. The Company confirms that it is in compliance with the Listing Rules and in particular Listing Rule 3.1.
9. The full terms of the Company's employee incentive scheme – **attached**.
10. The full terms of the Consideration Options to be issued to the security holders of AHALife under the Vendor Offer – **attached**.
11. The full terms of the Loan Shares, Executive Options, Performance Options and Performance Rights (as those terms are defined in the Prospectus, collectively referred to as the "Incentive Securities") to be issued to Ms Shauna Mei and Mr Sachin Devand under the Incentive Securities Offer - **attached**.

12. A statement from an appropriately qualified independent expert that the Company has enough working capital to carry out its stated objectives (in accordance with listing rule 1.3.3(a)) – **attached**.

13. Accounts (together with any audit report or review) of AHAlife— **attached**.

If you have any questions, please do not hesitate to contact the undersigned to discuss on (+61 2) 8072 1400.

**Yours faithfully**

A handwritten signature in black ink, appearing to read 'Andrew Whitten', with a stylized, sweeping flourish at the end.

**Andrew Whitten**

Company Secretary