

ASX announcement

4 February 2015

Section 708A Cleansing notice

On 4 February 2015, Unilife Corporation (**Unilife**) issued 12,650,000 shares of common stock (**Shares**) (which may be converted into CHESS Depositary Interests (**CDIs**) at any time at the election of the holder of the Shares) at an issue price of US\$3.75 per Share, pursuant to an underwritten public offering in the United States as previously announced to ASX (**Transaction**).

The Corporations Act 2001 (Cth) (**Act**) restricts the offer for sale of securities without a disclosure document unless the relevant sale satisfies an exemption as set out in section 708 or 708A of the Act. Accordingly, Unilife seeks to rely on an exemption in section 708A of the Act (as modified by ASIC Class Order [CO 14/827](**Class Order**)) with respect to the sale of any CDIs which are issued on conversion of the Shares issued pursuant to the Transaction.

Unilife gives notice under section 708A(5)(e) (as modified by the Class Order) that:

- (a) Unilife issued the Shares under the Transaction without a disclosure document under Part 6D.2 of the Act;
- (b) as at the date of this notice, Unilife has complied with the requirements of:
 - (i) section 601CK of the Act; and
 - (ii) section 674 of the Act;
- (d) as at the date of this notice there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of Unilife; or
 - (B) the rights and liabilities attaching to Unilife's Shares.

Yours faithfully,

A handwritten signature in black ink, appearing to read "JR", with a stylized flourish at the end.

John Ryan, General Counsel

Unilife Corporation ARBN: 141 042 757

A corporation with limited liability incorporated in Delaware, USA

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