

ASX announcement

1 April 2016

Compliance with ASX Listing Rule 10.11 in Issue of shares under Consultancy Agreement

As announced to the market on 15 March 2016, Unilife Corporation ("**Company**") (ASX:UNS) entered into a consultancy agreement with the Company's former Chief Executive Officer and Chairman, Alan Shortall. Pursuant to the consultancy agreement, Unilife agreed to issue Mr Shortall certain tranches of shares of common stock as consideration for the provision of consultancy services. As Mr Shortall is considered to be a related party of the Company under the ASX Listing Rules, the Company would like to clarify that the issue of shares under the consultancy agreement will be subject to shareholder approval under ASX Listing Rule 10.11, which the Company intends to seek at the Company's next annual meeting.

Yours faithfully,

A handwritten signature in black ink, appearing to read "JR", positioned below the "Yours faithfully," text.

John Ryan
Interim President and Chief Executive Officer,
Senior Vice President, General Counsel and Secretary