



**ASX Announcement**

## **Chairman's Letter accompanying Prospectus**

**Brisbane, Australia, 1 July 2016**

Please find attached the Chairman's letter being sent to Shareholders in respect of:

1. Prospectus including the priority offer; and
2. Unmarketable parcel share sale facility.

For more information please contact:

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**AGENIX LIMITED**

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1 July 2016

Dear Shareholder

**Invitation to participate in an Offer of 60 million New Shares at \$0.05 to raise \$3,000,000 which includes a Priority Offer of 30 million New Shares at \$0.05**

*Capitalised Terms in this letter are as defined in the prospectus, which was dated 29 June 2016 and lodged with ASIC on 30 June 2016 ("Prospectus")*

As announced to the market, our Company is restructuring and changing its focus from being a biotechnology company to a technology based Company focusing on the "Internet of Things (IoT)" which is the development of the Internet in which everyday objects have network connectivity, allowing them to send and receive data.

As outlined in detail in the Prospectus, the key steps to achieve the changes to our Company are:

1. Obtain Shareholder Approval to:
  - (a) Acquire the CCP Group which has developed a Critical Point management solution it initially intends to sell to food and healthcare customers who would benefit from real-time temperature monitoring;
  - (b) Undertake a share consolidation on the basis of 1 share for every 5 shares held ("Consolidation"); and
  - (c) Issue the Prospectus and other resolutions pertaining to the Prospectus;
2. Undertake a capital raising totalling \$3 Million by way of a Prospectus, which was lodged with ASIC on 30 June 2016 ("Prospectus"); and
3. Offer those Shareholders with Unmarketable Parcels of shares (as defined below) the opportunity, to either
  - (a) Increase their holding to, at least, a marketable parcel as part of the Priority Offer or,
  - (b) Subject to certain conditions, sell their shares at no cost (details of this offer will be sent to applicable shareholders in a separate letter)

Included in the Public Offer is the Priority Offer of 30 million New Shares on a post consolidation basis at \$0.05 (i.e. \$1,500,000) which has been created to provide Agenix Shareholders priority allocation of New Shares should they wish to subscribe for New Shares in their Company that is ahead of the public. The terms and conditions of this Priority Offer are detailed in Section 2.10 of the Prospectus.

As an existing Shareholder of Agenix you are entitled to participate in the Priority Offer.

If all resolutions are passed by Shareholders and the capital raising achieves the minimum amount of \$3 million dollars, the Company will be required to re-comply with Chapters 1 and 2 of the ASX Listing Rules. Under these rules the Company's shares will be suspended from the date of the meeting until

it has met all of the ASX requirements imposed pursuant to the Listing Rules, including spread requirements.

Following the Consolidation, many shareholders will hold less than a marketable parcel of 11,111 shares on a post consolidation basis (currently 55,555 shares on a pre consolidation basis) ("Unmarketable Parcel"). Holders of Unmarketable Parcels can, participate in the Priority Offer to increase their holding to, at least a marketable size (i.e. 10,000 shares post Consolidation). Holders of Unmarketable Parcels who opt to do this will also, therefore, be assisting the Company gain the necessary shareholder spread requirements for the re-quotations of the Company's Shares on the ASX. Accordingly holders of Unmarketable Parcels will be given allocation priority within the Priority Offer.

Shareholders of Unmarketable Parcels will be sent a letter describing how these shareholders must either elect to remain a part of the Agenix or their shares will be sold, at no cost to the shareholder, under a Facility arrangement with the Lead Manager of the Public Offer.

Regardless of the size of your current holding, if you would like to consider the opportunity and potentially take advantage of your right to participate in the Priority Offer, then the next step is to read the Prospectus in its entirety and if satisfied complete the Application Form attached thereto. You are also encouraged to seek any advice you may need from your financial advisor.

As Chairman, I encourage you to consider participating in the capital raising and to review the Prospectus in its entirety before deciding whether to invest further.

We do recognise that because the Company is going to be undertaking a new business, continuing to hold shares in the Company or applying for New Shares under the Prospectus will not suit the investment objectives of all our current shareholders. However, if you would like to consider the new business of the Company and possible investment in New Shares, we would be glad to have you stay with us on this exciting new business venture.

Directors of the Company have committed to subscribe for at least 8 million New Shares (i.e. \$400,000 worth).

Whether you plan to invest in New Shares under your Priority Offer entitlement or not, I would urge you to read the Prospectus because it will give you a good understanding of what the Board believes is an exciting future for our Company.

For those shareholders who hold less than 11,111 shares on a post consolidation basis (currently 55,555 shares on a pre consolidation basis) and choose not to participate in the Priority Offer, we have organised an Unmarketable Parcel Share Sale Facility details of which are enclosed. This facility will result in the Company selling your Shares at no cost to you.

We hope that you choose to remain a shareholder of the Company but either way, on behalf of the Company I wish you prosperity in your future investments.

Yours sincerely

A handwritten signature in black ink, appearing to read "Craig Chapman".

Craig Chapman  
Chairman.