



4 June 2010

Companies Announcement Office
ASX Limited
Level 45, South Tower Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam

Cordlife Limited ACN 108 051 529 – Cleansing Statement

Cordlife Limited (**Company**) confirms that the renounceable pro rata rights issue (**Rights Issue**) announced on 4 June 2010 is being made without a disclosure document under section 708AA of the *Corporations Act 2001 (Cth)* (**Act**).

In accordance with s708AA(2)(f) of the Act, the Company gives notice that:

1. The Company will offer the new ordinary shares pursuant to the Rights Issue for issue to investors without disclosure under Part 6D.2 of the Act.
2. The Company is giving this notice under s708AA(2)(f) of the Act.
3. As at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M as they apply to the Company; and
 - (b) section 674 of the Act.
4. As at the date of this notice, there is no information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors or their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the body;
 - (ii) the rights and liabilities attaching to the relevant securities.

5. If all shareholders take up their entitlement under the Rights Issue, the Rights Issue will have no effect on the control of the Company other than as may result from the dealing with the rights of the foreign shareholders ineligible to participate in the Rights Issue. If an eligible shareholder does not take up their entitlement there will be a dilutionary effect on that shareholder's proportionate shareholding depending on the extent of the shortfall and the extent to which the shortfall is taken up under the underwriting. China Stem Cells (East) Company Limited (**CSC East**) has agreed to underwrite any shortfall under the Rights Issue in an amount up to approximately AUD\$11.62 million. Accordingly any shortfall will increase the relevant interest of CSC East in the Company's shares.

Yours faithfully

A handwritten signature in black ink, consisting of a large loop followed by a diagonal stroke and a smaller loop at the bottom.

Andrew Lord
Company Secretary