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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**  
**Renounceable Rights Issue**

Cordlife Limited (**Company**) is pleased to announce a renounceable pro-rata rights issue to raise approximately AUD\$11.62 million before costs (**Rights Issue**). The Rights Issue is fully underwritten (subject to shareholder approval as described below) by China Stem Cells (East) Company Limited (**Underwriter or CSC East**) a company 'associated' (as defined in the *Corporations Act 2001*) with Mr Kam and Mr Kong, who are existing directors of the Company. Under the underwriting agreement the Underwriter has agreed to subscribe for any shortfall under the Rights Issue.

Eligible shareholders will have the opportunity to participate in the Rights Issue to receive one fully paid new ordinary share for every existing three ordinary shares held in the Company at an issue price of AUD\$0.32 per share (**Rights Issue Shares**). Fractional entitlements will be rounded up to the nearest whole number and on issue the Rights Issue Shares will rank equally with the Company's fully paid ordinary shares on issue.

Eligible shareholders are those shareholders whose registered addresses are within Australia, New Zealand or Singapore as at 5.00pm (AEST) on the record date, being 15 June 2010. The Company will appoint an ASIC approved nominee to sell the rights to which shareholders with a registered address outside Australia, New Zealand or Singapore at the record date (**Excluded Shareholders**) are entitled. The net proceeds of the sale of those rights (if any) will be forwarded as soon as possible to the Excluded Shareholders.

The proceeds of the capital raising (of \$11.62 million) when added to current cash reserves (of \$7.86 million as at 31 March 2010) will allow the Company to support in part its current operations and business development activities. As announced to the market, the Company has recently secured two major acquisitions. The funding under the Rights Issue will in part be used in respect of those acquisitions:

- (a) Payment for the acquisition of the remaining 49% stake in Cordlife (Hong Kong) Limited;
- (b) Remaining payment for the acquisition of a 10% investment (as announced by the Company on 30 November 2009) in an entity that owns 100% of Municipality Tianhe Nuoya bio-engineering Co. Ltd, the sole licensed cord blood banking operator in Guangdong province; and
- (c) General working capital purposes, including for new market development such as India and the Philippines.

Shareholder approval of the Rights Issue is not required, but as the Underwriter is a related party of the Company, shareholder approval is being sought for the appointment of (and the issue of any shares to) CSC East as underwriter of the Rights Issue. This shareholder meeting (**EGM**) is scheduled for 9 July 2010. Separate documentation will be dispatched shortly enclosing the formal notice of the EGM.

The Rights Issue is undertaken without a disclosure document (e.g. a prospectus) in accordance with section 708AA of the *Corporations Act 2001 (Cth)* (**Act**). The notice required under s708AA(7) of the Act will be lodged with ASX within the timeframe specified in the Act.

The proposed timetable\* for the Rights Issue is as follows:

Initial announcement of Rights Issue, lodgement of Appendix 3B and s708AA notice	4 June 2010
Dispatch of advice letter to shareholders	4 June 2010
"Ex" Date (i.e. date from which securities are quoted on an 'ex' basis and rights trading starts)	8 June 2010
Record Date (i.e. date for determining entitlement to participate in the Rights Issue)	15 June 2010
Dispatch of Rights Issue offer document and personalised Entitlement and Acceptance Form	18 June 2010
Rights trading ends	12 July 2010
Closing Date	19 July 2010
Company notifies ASX of under subscriptions	22 July 2010
Allotment of Rights Issue Shares and despatch of holding statements	26 July 2010
Trading of Rights Issue Shares expected to commence on ASX	27 July 2010

\*Note: This timetable is indicative only and subject to change. The Company reserves the right to change the dates, including the Closing Date without prior notice, subject to the Listing Rules. Any extension of the Closing Date will have a consequential effect on the anticipated date for allotment and issue of the New Shares.

4 June 2010

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Full details of the rights issue will be contained in the Offer Letter lodged with the ASX. This will be dispatched to all eligible shareholders together with a personalised Entitlement and Acceptance Form, on or about 18 June 2010.

Yours faithfully

A handwritten signature in black ink, consisting of a large loop followed by a diagonal stroke.

**Andrew Lord**  
**Company Secretary**