



18 April 2013

ASX Announcement
Non-Renounceable Options Rights Issue

Consegna Group Limited (**the Company**) is pleased to provide an opportunity for holders of shares in the Company (**Shareholders**) with a registered address in Australia or New Zealand (**Eligible Shareholders**) as at 7:00 p.m. AEST on 29 April, 2013 (**Record Date**) to participate in a non-renounceable pro rata options rights issue (**Rights Issue** or **the Offer**).

Pursuant to the Rights Issue the Company will issue up to approximately 95,400,000 options in the Company with an exercise price of \$0.06 and an expiry date of 30 April 2017 (**New Options**). New Options will be issued at an issue price of \$0.004 (0.4 cents) per New Option. The New Options will be offered to Eligible Shareholders on the basis of one (1) New Option for every three (3) fully paid ordinary shares (**Shares**) held in the Company as at the Record Date (**Entitlement**). Fractional entitlements will be rounded up to the nearest whole number of New Options. The Company will apply to ASX for official quotation of New Options.

The Offer will raise approximately \$382,000 before transaction costs and will be fully underwritten by Peloton Capital ACN 149 540 018 AFSL 406040 (**Underwriter**). Net proceeds raised from the Offer will be used for working capital purposes and to advance the Company's BreatheAssist technology towards commercialisation.

The rights to subscribe for the New Options in accordance with an Entitlement under the Offer are non-renounceable which means that Eligible Shareholders who do not wish to subscribe for some or all of their Entitlement will be unable to sell their respective Entitlements.

Further details of the Rights Issue are contained in the Prospectus that was lodged with ASIC and ASX on 18 April 2013. If you are an Eligible Shareholder on the Record Date you will be able to participate in the Rights Issue by completing your Entitlement and Acceptance Form that will accompany the Prospectus. A copy of the Prospectus and Entitlement and Acceptance Form will be mailed to all Eligible Shareholders on 3 May 2013.

Shareholders as at the Record Date that have a registered address outside Australia or New Zealand (**Ineligible Shareholders**) will not be eligible to participate in the Offer. In accordance with ASX Listing Rule 7.7.1, the Company has determined that it would be unreasonable to extend the Offer to Ineligible Shareholders given the number and value of New Options that would be offered and the cost of complying with legal and regulatory requirements in other jurisdictions.



Under the Offer, Eligible Shareholders may:

- take up all of their Entitlement;
- allow all of their Entitlement to lapse; or
- take up part of their Entitlement and allow the balance to lapse.

Eligible Shareholders who are taking up part or all of their Entitlement must ensure that the completed Entitlement and Acceptance Form and Application Money is received by the Company's share registry, Security Transfer Registrars, by 7:00pm AEST on 17 May 2013.

Timetable

The timetable and important dates of the Rights Issue are set out below.

Key Event	Date
Prospectus lodged with ASIC and ASX	18 April 2013
Ex-date for Offer	22 April 2013
Record Date to determine entitlement to participate in offer	29 April 2013
Prospectus and Entitlement and Acceptance Forms despatched to Eligible Shareholders	3 May 2013
Offer Opens	3 May 2013
Offer Closes	17 May 2013
Securities quoted on a deferred settlement basis	20 May 2013
Shortfall notice lodged with ASX	22 May 2013
Allotment of options and despatch of holding statements for options	27 May 2013
Official quotation of options on ASX expected to commence	28 May 2013

These dates are indicative only and are subject to change. The Company, in conjunction with the Underwriter, reserves the right to amend this timetable including, subject to the Corporations Act and ASX Listing Rules: to extend the Closing Date; to accept Entitlement and Acceptance Forms after the Closing Date, either generally or in particular cases; or to cancel the Rights Issue without prior notice.

Impact on Capital Structure

At the date of this Prospectus, the Company has 286,209,604 Shares on issue and 128,360,150 Existing Options on issue.



Assuming that no existing options are exercised before the Record Date, the capital structure of the Company following completion of the Rights Issue will be as summarised below.

Shares	Number
Shares on issue at the date of this Prospectus	286,209,604
Total Shares on issue after completion of the Rights Issue	286,209,604

Options	Number
Existing options on issue at the date of this Prospectus	128,360,150
Options to be issued under the Rights Issue	95,403,201
Total options on issue after completion of the Rights Issue	223,763,351

If all New Options issued under the Offer were exercised immediately following their issue, the total number of Shares on issue would increase to 381,612,805.

There is no certainty that any New Options will be exercised at any particular time or at all.

Important Information

The Offer closes at 7:00pm (AEST) on 17 May 2013. If you have any questions relating this Rights Issue please contact the Company Secretary, Justyn Stedwell, on 03 9 824 5254 during business hours.

Further details of the Offer, including the underwriting terms and details of how shareholders can participate in the Offer, are set out in the Prospectus. Investors should read the Prospectus carefully before making any investment decision regarding whether to participate in the Offer.

ENDS



For further information, please contact Consegna Group Limited on (03) 9824 5254.

About Consegna Group Limited

Consegna Group Limited's purpose is to identify, acquire and commercialise late stage therapeutic delivery technologies. The Company targets high value markets and indications using an acquisition strategy driven by strategic value creation, patent protection and realisation criteria. The Company employs a low fixed overhead model with a panel of successful best in field regulatory, intellectual property and scientific advisors.