



## **Agenix Limited Resolutions and Proxy Results**

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29 July 2016

## Forward looking statements

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- This presentation includes forward-looking statements that are subject to risks and uncertainties. Such statements involve known and unknown risks and important factors that may cause the actual results, performance or achievements of Agenix to be materially different from the statements in this presentation
- Actual results could differ materially depending on factors such as the availability of resources, the results of clinical studies, the timing and affect of regulatory actions, the strength of competition, and the effectiveness of patent protection.



## **Agenix Limited Ordinary Business**

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## Ordinary business

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### **RESOLUTION 1 – Approval of acquisition of CCP: Change of Activities**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 11.1.2 and for all other purposes, approval is given for the Company to:

- a) undertake the CCP Acquisition on the terms and conditions of the SSA, which are summarised in the Explanatory Memorandum; and
- b) change the nature and scale of the Company's activities on completion of the CCP Acquisition as described in the Explanatory Memorandum.



## Ordinary business

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### **RESOLUTION 1 – Approval of acquisition of CCP: Change of Activities**

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,289,478	2,040,878	385,327	1,109
100.00	96.00%	3.36%	0.63%	0.01%

## **Resolution 2 – Approval of Consolidation of Share Capital**

That, subject to the passing of the Conditional Resolutions, and for the purpose of section 254H of the Corporations Act and for all other purposes, approval is given for the Company to consolidate its issued capital on the basis that:

- a. the then issued capital of the Company be consolidated on the basis that every 5 Shares in the capital of the Company be consolidated into one Share; and
- b. where the number of Shares held by a shareholder of the Company as a result of the consolidation effected by paragraph (a) of this resolution includes any fraction of a Share that fraction be rounded to the nearest whole Share,

with the consolidation to take effect in accordance with the timetable set out in the Explanatory Memorandum.



## Ordinary business

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### Resolution 2 – Approval of Consolidation of Share Capital

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,289,172	2,041,184	385,327	1,109
100.00%	96.00%	3.36%	0.63%	0.01%

## Ordinary business

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### **Resolution 3 – Approval of the issue of Acquisition Shares to CCP Shareholders**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 7.1 and for all other purposes, the Company is authorised to issue and allot a total of 109,600,000 Acquisition Shares on a post consolidation basis to CCP Group Shareholders or their nominees, in consideration for the transfer to the Company by the CCP Group Shareholders of the CCP Group Shares, pursuant to the terms and conditions of the SSA, the details of which are summarised in the Explanatory Memorandum.



## Ordinary business

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### Resolution 3 – Approval of the issue of Acquisition Shares to CCP Shareholders

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,287,512	2,042,698	385,473	1,109
100.00%	96.00%	3.36%	0.63%	0.01%

## Ordinary business

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### **Resolution 4 - Approval of the issue of Milestone Shares to CCP shareholders**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 7.1 and for all other purposes, the Company is authorised to issue and allot a total of 60,000,000 Milestone Shares on a pre consolidation basis (which on conversion would result in a maximum of 12,000,000 Ordinary Shares on a post consolidation basis) to CCP Group Shareholders or their nominees pursuant to the terms and conditions of the SSA, the details of which are set out in the Explanatory Memorandum.

## Ordinary business

### Resolution 4 - Approval of the issue of Milestone Shares to CCP shareholders

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,287,512	2,042,698	385,473	1,109
100.00%	96.00%	3.36%	0.63%	0.01%

## Ordinary business

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### **Resolution 5 - Approval to issue Offer Shares under the Prospectus**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 7.1 and for all other purposes, the Company is authorised to issue and allot a total of up to 60,000,000 Offer Shares on a post consolidation basis (300,000,000 Offer Shares on a pre-consolidation basis) at an issue price of \$0.05 per Offer Share, to raise up to \$3,000,000 pursuant to the Capital Raising, on the terms and conditions set out in the Explanatory Memorandum.

## Ordinary business

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### Resolution 5 - Approval to issue Offer Shares under the Prospectus

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,280,312	121,273	395,473	1,919,734
100.00%	95.99%	0.20%	0.65%	3.16%

## Ordinary business

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### **Resolution 6 – Approval for a Director and hence a related party - Craig Chapman to participate in the Prospectus**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 10.11 and for all other purpose that approval is given to issue and allot a total of up to 5,000,000 Offer Shares on a post consolidation basis (25,000,000 on a pre-consolidation basis) to be issued pursuant to the Prospectus at an issue price of \$0.05 per Offer Share to Craig Chapman as trustee of the Nampac Discretionary Trust, on the terms and conditions set out in the Explanatory Memorandum.

## Ordinary business

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### **Resolution 6 – Approval for a Director and hence a related party - Craig Chapman to participate in the Prospectus**

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
32,632,914	30,196,743	111,273	385,473	1,939,425
100.00%	92.53%	0.34%	1.18%	5.95%

## Ordinary business

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### **Resolution 7 – Approval for a Director and hence a related party – Adam Gallagher to participate in the Prospectus**

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 10.11 and for all other purpose that approval is given to issue and allot a total of up to 3,000,000 Offer Shares on a post consolidation basis (15,000,000 Offer Shares on a pre-consolidation basis) to be issued pursuant to the Prospectus at an issue price of \$0.05 per Offer Share to Scintilla Strategic Investments Limited a company associated with Adam Gallagher, on the terms and conditions set out in the Explanatory Memorandum.





## Ordinary business

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### **Resolution 7 – Approval for a Director and hence a related party – Adam Gallagher to participate in the Prospectus**

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,279,641	112,253	385,473	1,939,425
100.00%	96.00%	0.18%	0.63%	3.19%

## Ordinary business

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### Resolution 8 - Approval of the issue of Shares to Advisers

That, subject to the passing of the Conditional Resolutions, for the purpose of Listing Rule 7.1 and for all other purposes, the Company is authorised to issue and allot a total of up to 2,000,000 Shares on a post consolidation basis (10,000,000 on a pre-consolidation basis) (**Advisor Shares**), to any corporate advisors, brokers or underwriters to the Capital Raising or any prior capital raisings (**Advisors**) in full or part consideration for services provided to the Company in respect of the Capital Raising or prior capital raisings, on the terms and conditions set out in the Explanatory Memorandum.

## Ordinary business

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### Resolution 8 - Approval of the issue of Shares to Advisers

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,273,666	125,708	385,593	1,931,825
100.00%	95.98%	0.20%	0.63%	3.19%

## Ordinary business

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### **Resolution 9 – Approval of the issue of Options to Advisors**

That, for the purpose of Listing Rule 7.1 and for all other purposes, the Company is authorised to issue up to 2,500,000 Options on a post consolidation basis Advisors on the terms and conditions set out in the Explanatory Memorandum.



## Ordinary business

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### Resolution 9 – Approval of the issue of Options to Advisors

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,273,666	125,708	385,593	1,931,825
100.00%	95.98%	0.21%	0.63%	3.18%

## Ordinary business

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### **Resolution 10 - Ratification of Note Deed**

That the Note Deed dated 2 February 2016 entered into by the Company with CCP Holdings Pty Limited on the terms and conditions as summarised in the Explanatory Memorandum is hereby ratified and approved.

## Ordinary business

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### Resolution 10 - Ratification of Note Deed

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,286,532	124,382	2,304,098	1,780
100.00%	96.00%	0.20%	3.79%	0.01%

## Ordinary business

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### **Resolution 11 - Ratification of Issue of Shares**

That for the purpose of Listing Rule 7.4 and for all other purposes, shareholders ratify the allotment and issue of 1,206,897 ordinary shares on a pre-consolidation basis at an issue price of \$0.014 each and the allotment and issue of 821,000 ordinary shares on a pre-consolidation basis for nil consideration, details of which are set out in the Explanatory Memorandum.



# Ordinary business

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## Resolution 11 - Ratification of Issue of Shares

Manner in which the securityholder directed the proxy vote as at Proxy Close

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
60,716,792	58,287,512	124,382	2,304,098	800
100.00%	96.00%	0.20%	3.79%	0.01%



## **Agenix Limited July 2016 Extraordinary General Meeting**

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Thank you for attending