

Appendix 1C

Application for Admission to the ASX Official List (ASX Foreign Exempt Listing)

Name of entity¹

Pacific Edge Limited

ABN/ARBN

ARBN 653 308 144

Date of this form

30 August 2021

We (the entity named above) apply for admission to the *official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing and for *quotation of the following *securities (or such other number of *securities as we may notify to ASX prior to the commencement of *quotation):

	<i>Number</i>	<i>*Class (quoted only)</i>
Estimated maximum number and *class of *securities to be quoted on ASX at the commencement of quotation on ASX	729,209,985	Fully paid ordinary shares

By giving this form to ASX, we agree to the matters set out in Appendix 1C of the ASX Listing Rules.

Notes:

1. If the entity seeking admission is a trust, the application should be in the form "[Name of responsible entity of trust] in its capacity as responsible entity of [Name of trust]".
2. An entity seeking admission to the official list as an ASX Foreign Exempt Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Foreign Exempt Listing) published on the ASX website.

Information Form and Checklist

(ASX Foreign Exempt Listing)

Name of entity	ABN/ACN/ARBN/ARSN
Pacific Edge Limited	ARBN 653 308 144

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

Note: by giving an Appendix 1C *Application for Admission to the ASX Official List (ASX Foreign Exempt Listing)* to ASX, the entity is taken to have warranted that all of the information and documents it has given, or will give, to ASX in connection with its admission to the official list and the quotation of its securities are, or will be, accurate, complete and not misleading. It also indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty (see Appendix 1C of the ASX Listing Rules).

The information and documents referred to in this Information Form and Checklist (including any annexures to it) are covered by the warranty and indemnity mentioned above.

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

Part 1 – Information to be supplied with Appendix 1C

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

All entities – corporate details

Type of Australian registration number given above (eg ABN, ACN, ARSN or ARBN)	ARBN 653 308 144
Legal entity identifier, if applicable	N/A
Place of incorporation or establishment	New Zealand
Date of incorporation or establishment	27 February 2001
Legislation under which incorporated or established	Companies Act 1993 (New Zealand)
Address of registered office in place of incorporation or establishment	c/- Anderson Lloyd, Level 10, Otago House, Corner Moray Place and Princes Street, Dunedin, 9016, New Zealand
Address of registered office in Australia (if any)	c/- Level 7, 151 Clarence Street, Sydney NSW 2000
Main business activity	Development and deployment of specialist cancer diagnostics tools
Country where main business activity is mostly carried on	New Zealand
Home exchange and listing category ¹	NZX Main Board

¹ Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

Any other exchanges on which the entity is listed	New Zealand Stock Exchange
Street address of principal administrative office	87 Saint David Street, North Dunedin, Dunedin 9016, New Zealand
Postal address of principal administrative office	87 Saint David Street, North Dunedin, Dunedin 9016, New Zealand
Telephone number of principal administrative office	+64 3 479 5800
E-mail address for investor enquiries	investors@pacificedge.co.nz and enquiries@linkmarketservices.com
Website URL	https://www.pacificedgedx.com/

All entities – board and senior management details²

Full name and title of chairperson of directors	Christopher John Gallaher
Full names of all existing directors	Christopher John Gallaher, independent non-executive director and Chair David Gregory Darling, chief executive officer and director Mark Green, independent non-executive director Anatole Masfen, independent non-executive director Sarah Natalie Park, independent non-executive director Anna Kate Stove, independent non-executive director Bryan Raymond George Williams, independent non-executive director
Full names of any persons proposed to be appointed as additional or replacement directors	None
Full name and title of CEO/managing director	David Gregory Darling, Chief Executive Officer
Email address of CEO/managing director	dave.darling@pelnz.com
Full name and title of CFO	Grant Edward Gibson, Chief Financial Officer
Email address of CFO	grant.gibson@pelnz.com
Full name and title of company secretary	Grant Edward Gibson
Email address of company secretary	grant.gibson@pelnz.com

² If the entity applying for admission to the official list is a trust, enter the board and senior management details for the responsible entity of the trust.

All entities – ASX compliance contact details³

Full name and title of ASX contact(s)	Grant Edward Gibson, Chief Financial Officer
Business address of ASX contact(s)	87 St David Street, PO Box 56, Dunedin New Zealand 9016
Business phone number of ASX contact(s)	(+64) 3 479 8500
Mobile phone number of ASX contact(s)	(+64) 275 999 943
Email address of ASX contact(s)	grant.gibson@pelnz.com

All entities – investor relations contact details

Full name and title of person responsible for investor relations	Grant Edward Gibson
Business phone number of person responsible for investor relations	(+64) 3 479 8500
Email address of person responsible for investor relations	grant.gibson@pelnz.com

All entities – auditor details

Full name of auditor	PriceWaterhouseCoopers
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All entities – registry details⁴

Name of securities registry	Link Market Services Limited
Address of securities registry	PO Box 91976, Auckland 1142, New Zealand
Phone number of securities registry	+64 9 375 5998
Fax number of securities registry	+64 9 375 5990
Email address of securities registry	enquiries@linkmarketservices.com
Type of subregisters the entity will operate ⁵	CHESS and issuer sponsored subregisters
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	N/A

³ Under Listing Rule 1.11 Condition 9, a listed entity must appoint a person responsible for communication with ASX on Listing Rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

⁴ If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

⁵ Example: CHESS and issuer sponsored subregisters.

All entities – key dates

Annual balance date	31 March
Month in which annual meeting is usually held (or intended to be held) ⁶	August
Months in which dividends or distributions are usually paid (or are intended to be paid)	The Directors have no current intention to declare and pay a dividend. It is the Directors' current intention to reinvest future available cash flows in the development of the Company's business

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the "Location/Confirmation" column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity's most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 10 copies of the entity's most recent annual report and any subsequent interim report referred to in item 5) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

All entities – key supporting documents

Nº Item	Location/Confirmation
1. A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	See Item 1 (ASIC Certificate of Registration as a Foreign Company) See Item 2 (New Zealand Companies Office Certificate of Incorporation)
2. A copy of the entity's constitution	See Item 3 (Constitution)
3. Confirmation that the entity is subject to, and complies with, the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3)	Confirmed. See Item 4 .
4. Details of any waiver or all or part of any listing rule (or the equivalent) provided by home exchange that will be in effect upon admission (Listing Rule 1.11 Condition 4) ⁷	None.
5. 10 copies of the entity's most recent annual report and any subsequent interim report	See Item 5 – Pacific Edge FY21 Annual Report (FY Ending 31 March 2021)
6. Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) ⁸	See Item 6 (ASX Online agreement)
7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	See Items 7 and 8 (specimen certificate/holding statement)

⁶ May not apply to some trusts.

⁷ ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

⁸ An electronic copy of the ASX *Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

Nº Item

Location/Confirmation

8. Please either enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or attach a statement explaining the circumstances and state the location of that statement

Confirmed

9. Payment for the initial listing fee.⁹

To be paid by EFT.

All entities – capital structure

10. A table showing the existing and proposed capital structure of the entity, broken down as follows:

- (a) the number and class of each equity security and each debt security currently on issue; and
- (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and
- (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list.

Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.

Please see **Item 9** – Pacific Edge Capital Structure and **Item 10** – schedule of options

11. For each class of securities referred to in the table mentioned in item 10, the terms applicable to those securities

Note: This applies whether the securities are quoted or not.

For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).

For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates

For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).

Please see **Item 11** – Rights attaching to Shares

Please see **Item 12** – Pro forma option agreement

For Options please note that the key terms include:

- Options can be converted to Ordinary Shares after vesting, and before expiry.
- Exercise price is issued calculated as the Market Price on time of issue.
- Options vest equally over three years
- If you leave before first year, all options expire
- If you leave between year 2 – 3, they get vested on your leaving on a pro-rata basis
- They expire 10 years after vesting
- They get no voting / dividend rights until exercised.

12. If any class of securities which you are seeking to have quoted on ASX will not have CDIs issued over them, please obtain and provide an International Securities Identification Number (ISIN) for that class (ASX is not able to create a new ISIN for non-Australian issuers).

TBC

⁹ See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº Item

Location/Confirmation

All entities – other information

13. A brief history of the entity	Please see Item 13 – ‘Pacific Edge’s History’
14. Details of the entity’s existing activities and level of operations	Please see Pages 13 – 17 of Item 5 – Pacific Edge FY21 Annual Report (FY Ending 31 March 2021) Please see Item 14 - Pacific Edge’s existing activities and level of operations
15. Confirmation that there is no information not already disclosed to the entity’s home exchange that should have been disclosed under the rules of that exchange	Confirmed

Entities that are trusts

16. Please enter “Confirmed” in the column to the right to indicate that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 8(c))	N/A
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Entities that do not have a primary listing on NZX Main Board

17. A completed Appendix 1C Information Form and Checklist Annexure 1 (Entities that do not have a Primary Listing on the NZX Main Board) ¹⁰	N/A
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Entities that have a primary listing on NZX Main Board

18. A completed Appendix 1C Information Form and Checklist Annexure 2 (Entities that have a Primary Listing on the NZX Main Board) ¹¹	Please see Item 15 - Appendix 1C Information Form and Checklist Annexure 2
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Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.

¹⁰ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX’s website.

¹¹ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX’s website.

Information Form and Checklist

Annexure 2 (Entities that have a Primary Listing on the NZX Main Board)

Name of entity	ABN/ACN/ARBN/ARSN
Pacific Edge Limited	ARBN 653 308 144

This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

N ^o Item	Location/Confirmation
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All entities

- | | |
|---|---|
| <p>1. For each director or proposed director, the CEO or proposed CEO, and the CFO or proposed CFO (together, "relevant officers") of the entity at the date of listing,¹ a list of the countries in which they have resided over the past 10 years (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)²</p> | <p>David Gregory Darling, Director and CEO, New Zealand
Sarah Natalie Park, Director, New Zealand
Anna Kate Stove, Director, New Zealand
Mark Green, Director, New Zealand and Japan
Anatole Masfen, Director, New Zealand
Bryan Williams, Director, Australia
Christopher Gallaher, Director, Australia
Grant Gibson, CFO, New Zealand</p> |
| <p>2. For each relevant officer, a list of any other names or alias they have used in the past 10 years, including any maiden name or married name³ (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p> | <p>Anna Stove, previously known as Anna Mollet</p> |
| <p>3. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by Australian Criminal Intelligence Commission which is not more than 12 months old (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p> | <p>See Item 1 (national criminal history check for Bryan Williams and Christopher Gallaher)</p> |
| <p>4. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 3 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration⁴ from the relevant officer confirming that fact and that he or she has not been convicted in that country of:</p> | <p>See Item 2 (national criminal history check for David Gregory Darling, Sarah Natalie Park, Anna Kate Stove, Mark Green, Anatole Masfen and Grant Gibson, all New Zealand, and Mark Green, Japan)</p> |

¹ If the entity applying for admission to the official list is a trust, references in items 1, 2, 3, 4, 5, 6 and 7 to a relevant officer mean a relevant officer of the responsible entity of the trust.

² The information referred to in items 1, 2, 3, 4, 5, 6 and 7 is required so that ASX can be satisfied that the relevant officer is of good fame and character under Listing Rule 1.11 Condition 11.

³ The sample statutory declaration referred to in item 7 below addresses this requirement. Note that if the relevant officer has used another name or alias (including a maiden name or married name) in the past 10 years, the criminal record and bankruptcy checks referred to in items 3, 4, 5, and 6 must cover all of the names or aliases the relevant officer has used over that period.

⁴ The sample statutory declaration referred to in item 7 below also addresses this requirement.

N° Item	Location/Confirmation
<p>(a) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of his or her duties as a director or officer of a company or other entity; or</p> <p>(b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced),</p> <p>or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>	
<p>5. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 11 and Guidance Note 1 section 3.21)</p>	<p>See Item 3 (insolvency search for Bryan Williams and Christopher Gallaher)</p>
<p>6. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 5 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration⁵ from the relevant officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.21)</p>	<p>See Item 4 (insolvency search for David Gregory Darling, Sarah Natalie Park, Anna Kate Stove, Mark Green, Anatole Masfen and Grant Gibson, all New Zealand and Mark Green, Japan)</p>
<p>7. A statutory declaration⁶ from each relevant officer specifying whether they have used any other name or alias in the past 10 years and confirming that:</p> <p>(a) the relevant officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</p> <p>(b) the relevant officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;</p> <p>(c) the relevant officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director or officer of a listed entity;</p> <p>(d) no listed entity of which he or she was a relevant officer (or, in the case of a listed trust, in respect of which he or she was a relevant officer of the responsible entity of the trust) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and</p> <p>(e) the relevant officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above,</p>	<p>See Item 5 (David Gregory Darling, Sarah Natalie Park, Anna Kate Stove, Mark Green, Anatole Masfen, Bryan Williams, Christopher Gallaher and Grant Gibson statutory declarations)</p>

⁵ The sample statutory declaration referred to in item 7 also addresses this requirement.

⁶ A sample statutory declaration is available from the ASX Compliance Downloads page on ASX's website.

N° Item	Location/Confirmation
or, if the relevant officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.11 Condition 11 and Guidance Note 1 section 3.18)	

Entities applying under the profit test

8. Evidence that the entity is a going concern or the successor of a going concern (Listing Rules 1.11 Condition 6(a) and 1.2.1)	N/A
9. Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rules 1.11 Condition 6(a) and 1.2.2)	N/A
10. Audited accounts for the last 3 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.2.3(a))	N/A
11. If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.2.3(b))	N/A
12. A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.2.3(c)) ⁷	N/A
13. Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least \$1 million (Listing Rules 1.11 Condition 6(a) and 1.2.4)	N/A
14. Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded \$500,000 (Listing Rules 1.11 Condition 6(a) and 1.2.5)	N/A
15. Is there a statement in the Offer Document that the entity's directors ⁸ have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the Offer Document If so, where is it? If not, please attach such a statement signed by all of the entity's directors ⁹ (Listing Rule 1.2.6)	N/A

Entities applying under the assets test

16. Evidence that the entity has: (a) if it is not an investment entity, net tangible assets of at least \$4 million (after deducting the costs of fund raising) or a market capitalisation of at least \$15 million; (b) if it is an investment entity other than pooled development fund, net tangible assets of at least \$15 million; or (c) if it is a pooled development fund, net tangible assets of at least \$2 million (Listing Rules 1.11 Condition 6(a), 1.3.1 and 1.3.4)	The Company is currently listed on NZX and had a market capitalisation of over NZ\$900 million as at 28 August 2021.
17. Evidence that the entity's working capital (as shown in its reviewed pro forma statement of financial position under listing Rule 1.3.5(d)) is at least \$1.5 million (Listing Rules 1.11 Condition 6(a) and 1.3.3(c))	See pro forma statement of financial position (Item 7)

⁷ Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

⁸ If the entity applying for admission to the official list is a trust, the statement should be made by the directors of the responsible entity of the trust.

⁹ If the entity applying for admission to the official list is a trust, the statement should be signed by all directors of the responsible entity of the trust.

N° Item	Location/Confirmation
18. Audited accounts for the last 2 full financial years, including the audit reports (Listing Rules 1.11 Condition 6(a) and Listing Rule 1.3.5(a))	See Item 6 (FY20 and FY21 Audited Accounts)
19. If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(b))	N/A
20. If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity, audited accounts for the last 2 full financial years for that other entity or business, including the audit reports (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) first bullet point)	N/A
21. If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity and the last full financial year for that other entity or business ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available) from the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rules 1.11 Condition 6(a) and 1.3.5(c) second bullet point)	N/A
22. A reviewed pro forma statement of financial position, including the review (Listing Rules 1.11 Condition 6(a) and 1.3.5(d)) ¹⁰	See Item 7 (reviewed pro forma statement of financial position)

¹⁰ Note: the review must be conducted by a registered company auditor or an overseas equivalent of a registered company auditor or independent accountant.