

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

**Proteomics International Laboratories Ltd**

ABN

**78 169 979 971**

We (the entity) give ASX the following information.

### Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- |   |   |   |
|---|---|---|
| 1 | +Class of +securities issued or to be issued  | (a) Fully paid ordinary shares ( <b>Shares</b> )<br>(b) Director A Options.<br>(c) Director B Options.  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | (a) 113,094 Shares.<br>(b) 400,000 Director A Options.<br>(c) 400,000 Director B Options.   |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | (a) Fully paid ordinary shares.<br>(b) Director A Options exercisable at \$0.50 per option on or before 22 November 2021 ( <b>Director A Options</b> ).<br>(c) Director B Options exercisable at \$0.67 per option on or before 22 November 2022 ( <b>Director B Options</b> ). |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

---

<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>(a) Yes.            (b) and (c) No. Options over unissued Shares may only be exercised in accordance with the terms and conditions. Upon conversion of the options to Shares, the Shares will rank equally with existing Shares.</p>
<p>5 Issue price or consideration</p>	<p>(a) Deemed issue price of \$0.2402 per Share            (b) and (c) Nil.</p>
<p>6 Purpose of the issue            (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(a) Shares have been issued under the Director Fee Plan in lieu of director's fees owed to Mr Paul House for the period from 22 November 2017 to September 2018 (\$27,166.67). Approval for the issue of Shares under the Director Fee Plan was received from shareholders at the AGM held on 22 November 2018.            (b) and (c) Director A and Director B Options were issued as a cost effective and efficient reward and incentive to directors of the Company. Approval for the issue of Director A and Director B Options was received from shareholders at the AGM held on 22 November 2018.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No.</p>

---

+ See chapter 19 for defined terms.

6b	The date the security holder resolution under rule 7.1A was passed	Not applicable.
6c	Number of +securities issued without security holder approval under rule 7.1	Not applicable.
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil.
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil.
6f	Number of +securities issued under an exception in rule 7.2	(a) 113,094 Shares. (b) 400,000 Director A Options. (c) 400,000 Director B Options.
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Not applicable.
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable.
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1: 12,031,795 7.1A: Not applicable.
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	(a) 22 November 2018 (b) 22 November 2018 (c) 22 November 2018.

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

---

	Number	+Class
8	80,211,965	Fully paid ordinary shares.
9	500,000	Consultant Options exercisable at \$0.25 each on or before 17 July 2019.
	650,000	Employee Options exercisable at \$0.30 each on or before 31 October 2019.
	500,000	Consultant Options exercisable at \$0.35 each on or before 8 March 2020
	1,100,000	Employee Options exercisable at \$0.30 each on or before 31 May 2020.
	400,000	Director A Options exercisable at \$0.50 per option on or before 22 November 2021.
	400,000	Director B Options exercisable at \$0.67 per option on or before 22 November 2022.
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable.

**Part 2 - Pro rata issue**

*Questions 11 to 33 – Not Applicable*

---

+ See chapter 19 for defined terms.

## Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of <sup>+</sup>securities  
(tick one)

(a)  <sup>+</sup>Securities described in Part 1

Note: applicable to Shares only.

(b)  All other <sup>+</sup>securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

Questions 35 to 37 - Not Applicable

### Entities that have ticked box 34(b)

Questions 38 to 42 - Not Applicable.

#### Quotation agreement

1 <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.
- An offer of the <sup>+</sup>securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any <sup>+</sup>securities to be quoted and that no-one has any right to return any <sup>+</sup>securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.

---

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

---

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: **22 November 2018**  
**Company Secretary**

Print name: .....  
**Karen Logan**

== == == == ==

---

+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	58,998,710
<p><b>Add</b> the following:</p> <ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> </ul>	<p>17,344,950</p> <ul style="list-style-type: none"> <li>• 556,250 fully paid ordinary shares issued 5 February 2018, exception 4.</li> <li>• 134,800 fully paid ordinary shares issued 15 February 2018, exception 4.</li> <li>• 1,436,171 fully paid ordinary shares issued 8 March 2018, exception 4.</li> <li>• 2,115,564 fully paid ordinary shares issued 23 March 2018, exception 4.</li> <li>• 5,030,582 fully paid ordinary shares issued 29 March 2018, exception 4.</li> <li>• 6,249,448 fully paid ordinary shares issued 6 April 2018, exception 4.</li> <li>• 1,709,041 fully paid ordinary shares issued 16 April 2018, exception 12.</li> <li>• 113,094 fully paid ordinary shares issued 22 November 2018, exception 14.</li> </ul>
<ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> </ul>	<p>3,868,305 fully paid ordinary shares issued 5 March 2018, approved at the AGM held on 22 November 2018.</p>

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

<ul style="list-style-type: none"> <li>• Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
<b>“A”</b>	80,211,965
<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply</b> “A” by 0.15	12,031,795
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	Nil.
<b>“C”</b>	Nil

+ See chapter 19 for defined terms.



<b>Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1</b>	
<p>"A" x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	<p>12,031,795</p>
<p><b>Subtract "C"</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	<p>Nil</p>
<p><b>Total</b> ["A" x 0.15] – "C"</p>	<p style="text-align: center;">12,031,795</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

---

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	Not applicable
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	Not applicable
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	Not applicable
<b>“E”</b>	Not applicable
<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<b>“A” x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	Not applicable
<b>Subtract “E”</b>  <i>Note: number must be same as shown in</i>	Not applicable

+ See chapter 19 for defined terms.

<i>Step 3</i>	
<b>Total</b> ["A" x 0.10] – "E"	Not applicable  <i>Note: this is the remaining placement capacity under rule 7.1A</i>

---

+ See chapter 19 for defined terms.