

Not for distribution or release in the United States or to U.S. persons

ASX Announcement

2nd January 2024

RIGHTS ISSUE – NOTIFICATION TO INELIGIBLE SHAREHOLDERS

On Thursday, 21 December 2023 Genetic Signatures Limited (ASX:GSS), an Australian-based global molecular diagnostics company (**Genetic Signatures** or the **Company**), announced a placement of new fully paid ordinary shares in Genetic Signatures (**New Shares**) to new and existing, sophisticated and professional investors (**Placement**) and a fully underwritten non-renounceable pro rata entitlement offer (**Rights Issue**) to eligible shareholders to subscribe for 1 New Share for every 6.65 existing fully paid ordinary shares in Genetic Signatures held as at 7:00 pm (Sydney, Australia time) on the record date (being 28 December 2023) (**Record Date**) at an issue price of A\$0.37 per New Share (Rights Issue, together with the Placement, the **Capital Raising**).

On 29 December 2023, the Company announced that it had successfully raised approximately \$8.0 million under the Placement. The Rights Issue is non-renounceable, and entitlements that are not taken up by eligible shareholders, together with the entitlements of ineligible shareholders, will lapse.

Funds raised under the Capital Raising will be used for additional regulatory approvals, new customer installations, next generation Instrument development and new product development, general working capital and the costs of the Capital Raising.

The Rights Issue is being made by Genetic Signatures in accordance with section 708AA of the Corporations Act 2001 as modified by the ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73) (**Corporations Act**). The Rights Issue and the Placement together will raise approximately A\$15.9 million, meaning that no prospectus or other disclosure document under the Corporations Act is required.

Documents relating to the Rights Issue were lodged with the Australian Securities Exchange (**ASX**) today and made available to Eligible Shareholders (as defined below).

This letter has been sent to you to inform you about the Rights Issue and to explain why you will not be able to subscribe for New Shares under the Rights Issue. This letter is not an offer to issue New Shares to you, nor an invitation for you to apply for New Shares.

Details of the Rights Issue

The Rights Issue is being made to Eligible Shareholders (as defined below) on the basis of 1 New Share for every 6.65 existing Shares held at 7.00pm (Sydney, Australia time) on the Record Date, being 28 December 2023.

Eligibility criteria

Genetic Signatures has determined, pursuant to section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(a) and having regard to a range of factors, that it would be unreasonable to make offers under the Rights Issue to Genetic Signatures shareholders in countries outside of Australia and New Zealand (**Offer Jurisdictions**).

Shareholders who are eligible to participate in the Rights Issue (**Eligible Shareholders**) are those shareholders of Genetic Signatures who:

- a) are registered as a holder of Shares as at the Record Date, being 7.00pm (Sydney, Australia time) on 28 December 2023;
- b) have a registered address on Genetic Signatures' share register that is in the Offer Jurisdictions;
- c) are not in the United States or a US person and are not acting for the account or benefit of a person in the United States or a US person; and
- d) are eligible under all applicable laws to receive an offer under the Rights Issue without a prospectus, disclosure document, product disclosure statement or any lodgement, filing, registration or qualification.

Shareholders who are not Eligible Shareholders are ineligible shareholders and are consequently unable to participate in the Rights Issue.

Unfortunately, according to our records, you do not satisfy the eligibility criteria for an Eligible Shareholder as described above. Accordingly, in compliance with section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(b), Genetic Signatures wishes to inform you that it will not be extending the Rights Issue to you and you will not be able to subscribe for New Shares under the Rights Issue. You will not be sent a copy of the Offer Booklet for the Rights Issue.

Non-renounceable offer

As the Rights Issue is non-renounceable, entitlements in respect of the New Shares you would have been entitled to if you were an Eligible Shareholder will lapse and you will not receive any payment or value for your entitlements in respect of any New Shares that would have been offered to you if you had been eligible.

Further information

If you have any questions in relation to any of the above matters, please contact the Company's Registry, Boardroom Pty Limited, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) at any time from 9:00am to 5:00pm (Sydney time) Monday to Friday during the Rights Issue period, or consult your broker, accountant, legal, financial, tax or other professional adviser.

Yours faithfully,



Karl Pechmann
Company Secretary
Genetic Signatures Limited

This letter is not a prospectus or offering document under Australian law or under any other law. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia, New Zealand. This letter is for information purposes only and does not constitute or form part of an offer, invitation, solicitation, advice or recommendation with respect to the issue, purchase or sale of any New Shares in Genetic Signatures.

This notice does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The New Shares have not been and will not be registered under the U.S. Securities Act of 1933 (the Securities Act) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold in the United States or to any person acting for the account or benefit of a person in the United States unless they are registered under the Securities Act or unless they are offered or sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any applicable U.S. state securities laws. The New Shares to be offered and sold in the Rights Issue may only be offered and sold outside the United States in “offshore transactions” (as defined in Regulation S under the Securities Act) in reliance on Regulation S under the Securities Act.

The provision of this document is not, and should not be considered as, financial product advice. The information in this document is general information only, and does not take into account your individual objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your accountant, tax advisor, stockbroker, solicitor or other professional advisor.