

3 July 2015



ASX Release

Successful Capital Raising

Anatara Lifesciences Limited (**Anatara**) announces that it has completed a first tranche placement of approximately 5.64 million shares to institutional and sophisticated investors at an issue price of \$0.78 per share to raise \$4.4 million.

Given levels of demand, the first tranche placement is to be followed by the completion of a second tranche placement to raise a further \$2.6 million, which is subject to shareholder approval being obtained at a general meeting of shareholders to be held in August 2015.

Anatara's Chairman Dr Melvyn Bridges said: "*We are delighted that the placement has seen such strong support and thank investors for that support. The additional funds raised under the placement will put the company in a strong position to progress in its current endeavours*".

The funds will be used to increase working capital and:

- 1 provide further funding for foreign registration trials in the US and Europe;
- 2 provide further funding for proof of concept trials of Detach™ on calves and poultry;
- 3 will assist to advance the pre-clinical program, and prepare a dossier in readiness for partnering;
- 4 provide funding advance safety studies; and
- 5 for general working capital, including in feed formulation and manufacturing costs.

The placement has been jointly managed by Wilson HTM Corporate Finance Ltd and Peloton Capital Pty Ltd.

Share Purchase Plan

Anatara is pleased to announce that it will also offer each eligible shareholder in Australia and New Zealand the opportunity to subscribe for up to \$15,000 in Anatara shares under a share purchase plan (**SPP**) at the price of \$0.78 per share, being the same price as for the placement.



Participation in the SPP is open to all holders of Anantara shares with a registered address in Australia and New Zealand at the record date for the SPP. Further details on the SPP terms and an application form are **attached** to this announcement.



Mel Bridges
Chairman
Anantara Lifesciences Limited

For more information please contact:

General inquiries

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About Anantara Lifesciences

Anantara Lifesciences is developing therapeutics for gastrointestinal diseases in production animals and humans. Its lead product Detach™ is a natural plant based product that will help address global concerns around the overuse of antibiotics in production animals that is contributing to the rise of so-called "super bugs" that make infectious diseases harder to treat. The Anantara team has a strong track record in biological science as well as building and growing international biotech companies.

For personal use only



3 July 2015

Share purchase plan

Dear Shareholder

On behalf of the board of Anatara Lifesciences Limited ACN 145 239 872 (ASX: ANR) (**Anatara or Company**), we are pleased to offer you the opportunity to purchase up to \$15,000 in additional shares in Anatara under this share purchase plan (**SPP**).

The SPP will be available to shareholders who are on the Company register at 7.00pm (Sydney time) on 2 July 2015 (**Record Date**), and have a registered address in Australia or New Zealand (**Eligible Shareholders**).

The SPP gives Eligible Shareholders the opportunity to purchase additional shares in Anatara at \$0.78 per share, which represents a discount of approximately 19% to the weighted average closing price of the last five trading days on which trades were recorded. There are no transaction costs or brokerage costs to participating shareholders.

Included with this letter is the following material which aims to address any questions you may have about the SPP:

- 1 an investment overview, which includes details on pricing, the timetable, intended use of funds and key risks of an investment in the Company;
- 2 SPP terms; and
- 3 an application form.

Information about Anatara is available at www.anataralifesciences.com, which should be considered in conjunction with the Company's continuous disclosure to ASX.

The SPP will close on 23 July 2015 at 5.00pm (Sydney time). If you wish to participate in the SPP your application must be received by the closing date. Anatara reserves its right to close the SPP early.

If you have any questions about the SPP, please contact the offer information line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) between 8:30am and 5:30pm (Brisbane), Monday to Friday.

The board encourages you to consider this opportunity and thanks you for your continued support.

Yours faithfully

Mel Bridges
Chairman
Anatara Lifesciences Limited

Anatara Investment overview

Offer details

| | |
|---------------------------|--|
| Issue Price | \$0.78 per Share |
| Application Amount | Minimum of \$1,000 (Minimum Application Amount) with staged increments of \$500 up to a maximum of \$15,000 |
| Record Date | 7.00pm (Sydney time) on 2 July 2015 |
| Closing Date | 5.00pm (Sydney time) on 23 July 2015 |
| Allotment Date | 29 July 2015 |
| Quotation Date | 31 July 2015 |

Intended use of funds

The proceeds raised from this SPP, together with funds raised from the placement, will be used to:

- 1 fund foreign registration trials in the US and Europe;
- 2 fund proof of concept trials of Detach™ on calves and poultry;
- 3 advance the pre-clinical program, and prepare a dossier in readiness for partnering;
- 4 advance safety studies; and
- 5 for general working capital, including in feed formulation and manufacturing costs.

Risks

Before making an investment decision, you should read the SPP terms set out below. Anatara considers that the major risks of an investment in Anatara include:

- 1 *Detach™ is in development and not approved for commercial sale* - the new formulation of Detach™ is still in development and has not yet generated any product sales for the Company. Product revenues are not anticipated for at least 12 to 18 months and there is no guarantee that, following development, Detach™ will be commercially successful and achieve sufficient sales;
- 2 *Field trial risk* - approval for Detach™ is dependent on Anatara's ongoing ability to conduct successful field trials in pigs, which depend on the availability of field trial sites and regulatory approvals. There is no guarantee these trials will return efficacious results;
- 3 *Regulatory risk* – Anatara's ability to manufacture and sell its products is dependent upon regulatory approvals in target markets, for which there is no guarantee of securing such approvals in a timely and cost effective manner;
- 4 *Delay risk* – the potential for delay of any of Anatara's key milestones presents a number of risks (including achieving revenue within anticipated timeframes and potential cost overruns). Delays may be caused by various factors, including delays in completing successful field trials and obtaining regulatory approval for the new formulation of Detach™;

- 5 *Intellectual property* – Anataara’s ability to leverage its innovation and expertise is dependent on the Company successfully protecting its intellectual property. Detach™ is currently protected by a US provisional patent and as a trade secret. There is no guarantee Detach™ will be capable of further legal protection. It may also be subject to unauthorised disclosure or be unlawfully infringed;
- 6 *Competition* - the life sciences industry is competitive and subject to rapid and significant change. Other companies may be pursuing the development of products that target the same conditions Anataara is pursuing and may be better resourced or develop superior products. This risk may be increased by the current focus on the issue of antimicrobial resistance and need for non-antibiotic alternatives; and
- 7 *Dependence on key relationships and personnel* - Anataara depends on the performance of its commercial partners, and the retention of key consultants and personnel, to successfully grow its business. The loss of any such relationships may have a material adverse effect on the Company.

Anataara’s business is also subject to general risk factors.

Any investment in Anataara should be considered speculative.

Past performance is not necessarily a guide to future performance of the Company.

Anatara share purchase plan terms

How do I accept

To participate, you should either:

- (a) return your application form, together with a cheque; or
- (b) pay the Application Amount via BPAY, so that payment is received by **5.00pm (Sydney time) on 23 July 2015**.

BPAY instructions are set out on the application form. If you use BPAY, you do not need to return your application form. Please make sure you use the specific biller code and unique reference number on your personalised application form. Your financial institution may implement earlier cut-off times for electronic payment. You should take this into consideration when making payment.

If paying by cheque, use the reply paid envelope or deliver it to the address on the application form. Applications received after the Closing Date will not be accepted.

Funds received for applications by cheque or BPAY will be regarded as applications for the maximum number of Shares that those funds will pay for in full.

Importantly, while participation in the plan is optional, once applications are submitted, they cannot be withdrawn.

The Company's market price may vary at any time during the offer period and the Company's shares may trade at a price that is lower than the Issue Price.

By accepting the SPP offer, you accept the risk that the market price of the Company's shares may fall below the Issue Price between the date of this offer and the Allotment Date, in which case you may have been able to buy the Shares at a lower price than the Issue Price.

By making an application, you represent to the Company the matters set out under the heading 'Your representations' in these terms and in the application form.

How many shares

Eligible shareholders will receive the number of shares equal to the Application Amount (subject to any scale-back) divided by the Issue Price. Fractions will be rounded down. Any difference (where that amount is less than \$2) will be retained by the Company.

The Issue Price does not exceed the limit prescribed by the ASX Listing Rules and ASIC Class Order 09/425.

Shares issued under the SPP may be sold or transferred on ASX at any time after the Quotation Date.

Eligibility to participate

Participation in the SPP is optional. The offer is open to all shareholders with a registered address in Australia or New Zealand as at the Record Date.

Multiple holdings

If you are the only registered holder of Company shares, but you receive more than one offer under the SPP (for example, due to multiple registered holdings), you may only apply in total for a maximum of \$15,000 worth of Shares.

Joint holders

If you are a joint holder of Company Shares, that holding is considered to be a single registered holding for the purpose of the SPP. You are entitled to participate in the SPP for that single holding only. If you are a joint holder and you receive more than one offer under the SPP, you may only apply in total for a maximum of \$15,000 worth of Shares.

Trustee or nominee

If you are noted on the Company's share register as a trustee or nominee for a named beneficiary, you may only apply for one maximum parcel of shares for each named beneficiary. If the Company's share registry does not record a named beneficiary for your trustee or nominee holding, the rules for multiple single holdings apply.

Custodians

If you are a custodian within the definition of 'custodian' in ASIC Class Order 09/425 (as varied) and hold Company shares for one or more persons (each a **Participating Beneficiary**), or for another custodian of Company Shares, you may apply for up to a maximum of \$15,000 worth of Shares for each Participating Beneficiary, subject to providing the Company a 'custodian certificate' in addition to the application form, which certifies matters required by ASIC Class Order 09/425 (as varied).

Please contact the share registry to obtain the form of the custodian certificate.

Directors

Directors of the Company who are Eligible Shareholders may participate in the SPP.

Scale-back

The Company may, in its absolute discretion, scale-back applications under the SPP.

Factors that the Company may take into account in determining any scale-back include:

- (a) compliance with regulatory requirements;
- (b) the amount applied for by each shareholder;
- (c) the number of shares held at the Record Date; and
- (d) if the shareholder remains on the register at the Closing Date.

The Company may scale-back applications below the Minimum Application Amount. Scale-back decisions are made by the board and are final.

If a scale-back occurs, the difference between the value of the Shares allotted and the Application Amount paid to the Company (only where the amount is greater than \$2 will be refunded by cheque and mailed to you as soon as practicable following the Allotment Date. Any scale-back will be announced on the Allotment Date. No interest will be paid on any Application Amount paid or refunded.

ASX quotation

After shares are issued and allotted under the SPP, the Company will apply to ASX for quotation of the Shares on the Official List and send an allotment notice or holding statement to each eligible shareholder's registered address.

No costs

Eligible shareholders may subscribe without incurring brokerage costs, commission or other transaction costs.

The Company's rights

The Company may reject any application for Shares under the SPP if:

- (a) it considers that the application does not comply with these terms;
- (b) you are not an eligible shareholder;
- (c) a cheque is returned unpaid;
- (d) the application form has not been properly completed; or
- (e) there are grounds for believing that the applicant is not acting in good faith.

The Company may modify, suspend or cancel the SPP at any time. If the Company does this it will notify ASX. If the SPP is cancelled the Application Amount will be refunded without interest. Neither the Company nor the board accepts or assumes any liability to shareholders because of the variation, suspension or termination of the SPP.

The Company may settle, at its discretion in any manner it deems fit, any anomalies or disputes in connection with the SPP and that decision is conclusive and binding on all applicants. The Company reserves the right to waive strict compliance with these terms.

Your representations

By completing and returning the application form or by making a BPAY payment, you:

- (a) certify to the Company that you are an eligible shareholder;
- (b) authorise the Company (and its officers and agents) to correct any error in, or omission from, your application form;
- (c) accept the risks of the delivery of any refund to you;
- (d) acknowledge that the Company may at its discretion determine that your application form is valid, even if the application form is invalid;
- (e) irrevocably and unconditionally agree to these terms; and
- (f) acknowledge that the Company is not liable for any exercise of its discretions referred to in these terms.

Other information

The Offer is non renounceable, which means that you cannot transfer your right to purchase shares under the SPP to anyone else. Shares issued under the SPP will rank equally in all respects with existing fully paid shares.

This document is not an offer of securities in any place outside Australia or New Zealand and does not take into account your individual investment objectives, financial situation or particular needs. An investment in the Company is speculative. Therefore, you should obtain independent financial and taxation advice before making an investment decision.



ANATARA
L I F E S C I E N C E S

Anatara Lifesciences Limited
ABN 41 145 239 872

For all enquiries:

Phone:



(within Australia) 1300 850 505

(outside Australia) 61 3 9415 4000



┌ 000001 000 ANR
MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Make your payment:



See overleaf for details of the Offer and how to make your payment

Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (AEST) Thursday 23 July 2015**

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Anatara Lifesciences Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Anatara Lifesciences Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by making payment you certify that the aggregate of the application price paid by you for:

- the New Shares the subject of the payment slip overleaf; and
- any other shares and interests in the class applied for by you under the SPP or any similar arrangement in the 12 months prior to the date of submission of the payment,

does not exceed \$15,000.

Anatara Lifesciences Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by Anatara Lifesciences Limited will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Anatara Lifesciences Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where Anatara Lifesciences Limited does not notify you of that event.

Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Make Your Payment

Note that shares may be purchased in increments of \$500 subject to purchase of the minimum value and not exceeding the maximum value. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

BPAY®: See overleaf. Do not return the payment slip with BPAY payment.

By Mail: Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "Anatara Lifesciences Limited" and cross "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.

Anatara Lifesciences Limited Share Purchase Plan Application Form Payment must be received by 5:00pm (AEST) Thursday 23 July 2015

© Registered to BPAY Pty Limited ABN 69 079 137 518


Turn over for details of the Offer →

Share Purchase Plan Application Form

X 9999999991

IND

STEP 1 Registration Name & Offer Details

 For your security keep your SRN/
HIN confidential.

Registration Name: MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000


Entitlement No: 12345678

Offer Details: Record date: **7:00pm (AEST) Thursday 2 July 2015**

Minimum value available to purchase: **\$1,000**


Maximum value available to purchase: **\$15,000**

STEP 2 Make Your Payment

 Biller Code: 28530
Ref No: 1234 5678 9123 4567 89

Contact your financial institution to make your payment from your cheque or savings account.

Pay by Mail:

 Make your cheque, bank draft or money order payable to "**Anatara Lifesciences Limited**" and cross "**Not Negotiable**". Return your cheque with the below payment slip to:

Computershare Investor Services Pty Limited
GPO BOX 505 Melbourne Victoria 3001 Australia

Lodgement of Acceptance

If you are applying for New Shares and your payment is being made by BPAY, you do not need to return the payment slip below. Your payment must be received by no later than 5:00pm (AEST) Thursday 23 July 2015. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Neither Computershare Investor Services Pty Limited (CIS) nor Anatara Lifesciences Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time. If you are paying by cheque, bank draft or money order the payment slip below must be received by CIS by no later than 5:00pm (AEST) Thursday 23 July 2015. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. Other Eligible Shareholders will need to affix the appropriate postage. Return the payment slip below with cheque attached. Neither CIS nor Anatara Lifesciences Limited accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited (CIS), as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.

Detach here

Purchase Details for Anatara Lifesciences Limited

Amount between \$1,000 and \$15,000 in \$500 increments

A\$



You may apply for securities in \$500 increments from a minimum of \$1,000 up to a maximum of \$15,000.

Entitlement No: 12345678

Payment must be received by 5:00pm (AEST) Thursday 23 July 2015

MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Contact Details

Contact Name _____ Daytime Telephone _____

Cheque Details

| Drawer | Cheque Number | BSB Number | Account Number | Amount of Cheque |
|----------------------|----------------------|----------------------|----------------------|--------------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | A\$ <input type="text"/> |

123456789123456789+000000001-3051+14