



Announcement Summary

Entity name

AMPLIA THERAPEUTICS LIMITED

Announcement Type

New announcement

Date of this announcement

30/10/2024

The Proposed issue is:

An accelerated offer

A placement or other type of issue

Total number of +securities proposed to be issued for an accelerated offer

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options with Exercise Price of \$0.1725 and Expiry Date of 31 October 2027	31,953,292
ATX	ORDINARY FULLY PAID	42,604,389

Trading resumes on an ex-entitlement basis (ex date)

1/11/2024

+Record date

1/11/2024

Offer closing date for retail +security holders

22/11/2024

Issue date for retail +security holders

29/11/2024

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options with Exercise Price of \$0.1725 and Expiry Date of 31 October 2027	50,792,261
ATX	ORDINARY FULLY PAID	67,723,015

Proposed +issue date

10/12/2024

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

AMPLIA THERAPEUTICS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

16165160841

1.3 ASX issuer code

ATX

1.4 The announcement is

New announcement

1.5 Date of this announcement

30/10/2024

1.6 The Proposed issue is:

An accelerated offer

A placement or other type of issue

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)



Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 Do any external approvals need to be obtained or other conditions satisfied before the entitlement offer can proceed on an unconditional basis?

No

Part 3B - Offer details

+Class or classes of +securities that will participate in the proposed issue and +class or classes of +securities proposed to be issued

ASX +security code and description

ATX : ORDINARY FULLY PAID

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

Yes

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

No

Details of +securities proposed to be issued

ASX +security code and description

ATX : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

Has the offer ratio been determined?

Yes

The quantity of additional +securities to be issued

100

For a given quantity of +securities held

645

What will be done with fractional entitlements?

Maximum number of +securities proposed to be issued (subject to

**rounding)**

Fractions rounded up to the next whole number 42,604,389

Offer price details for retail security holders**Has the offer price for the retail offer been determined?**

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.11500

Offer price details for institutional security holders**Has the offer price for the institutional offer been determined?**

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 0.11500

Oversubscription & Scale back details**Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?**

Yes

Describe the limits on over-subscription

Eligible Shareholders who fully subscribe under the Retail Entitlement Offer can apply for an uncapped number of Additional New Securities

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

The Company reserves the right to scale back any application for Additional Shares and Options in its absolute and sole discretion. When determining the amount (if any) by which to scale back an application, the Company may take in to account a number of factors including the the size of the Applicants shareholding

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)****ISIN Code for the entitlement or right to participate in the offer (if Issuer is foreign company and +securities do not have +CDIs issued over them)**

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

Yes

ASX +security code

New class-code to be confirmed

+Security description

Options with Exercise Price of \$0.1725 and Expiry Date of 31 October 2027

+Security type

Options

Offer ratio (ratio of attaching securities at which the new +securities will be issued)

Has the offer ratio been determined?

Yes

The quantity of attaching +securities to be issued

3

For a given quantity of the new +securities issued

4

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum number of +securities proposed to be issued (subject to rounding)

31,953,292

Offer price details for retail security holders

Has the offer price for the retail offer been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the retail offer?

AUD 0.00000

Offer price details for institutional security holders

Has the offer price for the institutional offer been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security for the institutional offer?

AUD 0.00000

Oversubscription & Scale back details

Will individual +security holders be permitted to apply for more than their entitlement (i.e. to over-subscribe)?

Yes

Describe the limits on over-subscription

Eligible Shareholders who fully subscribe under the Retail Entitlement Offer can apply for an uncapped number of Additional New Securities

Will a scale back be applied if the offer is



over-subscribed?

Yes

Describe the scale back arrangements

The Company reserves the right to scale back any application for Additional Shares and Options in its absolute and sole discretion. When determining the amount (if any) by which to scale back an application, the Company may take in to account a number of factors including the the size of the Applicants shareholding

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.1725

Expiry date

31/10/2027

Details of the type of +security that will be issued if the option is exercised

ATX : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:ATX)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

<https://www.ampliatx.com/investor-information/ASX-Announcements>

Part 3D - Timetable

3D.1a First day of trading halt

30/10/2024

3D.1b Announcement date of accelerated offer

30/10/2024

3D.2 Trading resumes on an ex-entitlement basis (ex date)

1/11/2024

3D.5 Date offer will be made to eligible institutional +security holders

30/10/2024

3D.6 Application closing date for institutional +security holders

31/10/2024

3D.8 Announcement of results of institutional offer



(The announcement should be made before the resumption of trading following the trading halt)

1/11/2024

3D.9 +Record date

1/11/2024

3D.10a Settlement date of new +securities issued under institutional entitlement offer

6/11/2024

3D.10b +Issue date for institutional +security holders

7/11/2024

3D.10c Normal trading of new +securities issued under institutional entitlement offer

8/11/2024

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

6/11/2024

3D.12 Offer closing date for retail +security holders

22/11/2024

3D.13 Last day to extend retail offer close date

19/11/2024

3D.19 +Issue date for retail +security holders and last day for entity to announce results of retail offer

29/11/2024

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

Yes

3E.1a Who is the lead manager/broker?

Bell Potter Securities Limited (ACN 006 390 772, AFSL 243480) and Taylor Collison Limited (ACN 008 172 45020, AFSL 247083) are acting as joint lead managers and bookrunners for the Offer (Joint Lead Managers).

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management Fee - 2.0% of Proceeds

Selling/Underwriting Fee - 4.0% of Proceeds

In addition the Company will issue the Joint Lead Manager with unlisted options (Lead Manager Options) on the following terms:

The number of options issued will be based on the amount raised under the Offer, as follows:

- o 100% of 3,500,000 options if the Offer raises at least \$10m and less than \$13m
- o 150% of 3,500,000 options if the Offer raises at least \$13m
- o 50% of 3,500,000 options if the Offer raises at least \$8m and less than \$10m.



For the avoidance of doubt, if the offer raises less than \$8m the Joint Lead Managers will receive nil options. The options will vest immediately on their issue date and be exercisable at any time from their issue date up to and including the fourth anniversary of their issue date;
Each option will give the holder the right to be allotted one fully paid ordinary share in the Company; and
Each option will be exercisable at a \$0.23

3E.2 Is the proposed offer to be underwritten?

No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Refer to Prospectus dated 30 October 2024 available at www.asx.com.au

Part 3F - Further Information

3F.1 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

- a) completion of ACCENT trial of in pancreatic cancer - \$5.9 million
- b) clinical trial of narmafotinib in combination with FOLFIRINOX in US - \$6.3 million
- c) costs of the capital raise \$0.8 million

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

No

3F.4 Countries in which the entity has +security holders who will not be eligible to participate in the proposed issue

Canada, Indonesia, Liechtenstein, Spain, Swaziland, Switzerland, United States of America

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

Yes

3F.5a Please provide further details of the offer to eligible beneficiaries

Refer to Section 4.10 of the Prospectus dated 30 October 2024 available at www.asx.com.au

3F.6 URL on the entity's website where investors can download information about the proposed issue

<https://www.ampliatx.com/investor-information/ASX-Announcements>

3F.7 Any other information the entity wishes to provide about the proposed issue

3F.8 Will the offer of rights under the rights issue be made under a +disclosure document or product disclosure statement under Chapter 6D or Part 7.9 of the Corporations Act (as applicable)?

Yes

3F.9 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a +disclosure document or +PDS for the +securities proposed to be issued



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	9/12/2024	Estimated	

Comments

Shareholder approval is required in respect of Attaching Options for participants in the Institutional Placement (but not the New Shares)

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

Yes

Details of +securities proposed to be issued

ASX +security code and description

ATX : ORDINARY FULLY PAID

Number of +securities proposed to be issued

67,723,015

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.11500

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?



Yes

Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

Yes

ASX +security code

New class-code to be confirmed

+Security description

Options with Exercise Price of \$0.1725 and Expiry Date of 31 October 2027

+Security type

Options

Number of +securities proposed to be issued

50,792,261

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

New Shares will be offered under the Placement with three (3) free attaching options for every four (4) New Shares issued (Attaching Options).

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

0.000001

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.1725

Expiry date

31/10/2027



Details of the type of +security that will be issued if the option is exercised

ATX : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

One fully paid ordinary share (ASX:ATX)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

www.ampliatx.com/investor-information/ASX-Announcements

Part 7C - Timetable

7C.1 Proposed +issue date

10/12/2024

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?
No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?
Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Up to 40,321,309

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
Yes

7D.1c (i) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

Up to 27,401,706

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?
No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?
No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?
No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?
Yes

7E.1a Who is the lead manager/broker?

Bell Potter Securities Limited (ACN 006 390 772, AFSL 243480) and Taylor Collison Limited (ACN 008 172 45020, AFSL 247083) are acting as joint lead managers and bookrunners for the Offer (Joint Lead Managers).



7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Management Fee - 2.0% of Proceeds
Selling/Underwriting Fee - 4.0% of Proceeds
In addition the Company will issue the Joint Lead Manager with the Lead Manager Options

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Refer to Prospectus dated 30 October 2024 available at asx.com.au

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

- a) completion of ACCENT trial of in pancreatic cancer - \$5.9 million
- b) clinical trial of narmafotinib in combination with FOLFIRINOX in US - \$6.3 million
- c) costs of the capital raise \$0.8 million

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The issue of Attaching Options relating to the Institutional Placement is conditional on Shareholder Approval.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)