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AROA at a Glance

Well established high-growth soft tissue regeneration company



NZ\$30-33m

product sales forecast for FY22¹



68% Gross Margin

FY21, impacted by lower sales and FX



4 million+

Procedures with AROA's products



6 patented product families

selling in United States



Regulatory Approvals

in 49 countries



AROA ECM™ platform

Provides new products and line extensions year on year



32

Peer Reviewed Publications



>US\$2.5b² TAM

for existing products



~170

personnel³

- 1. Guidance subject to no resurgence of COVID-19 in the US, continued improvement in US medical procedure numbers & TELA Bio sales performance. It assumes an average \$NZD-\$USD exchange rate of US\$0.72
- 2. SmartTRAK BiomedGPS data 2020; DRG Millennium Research data; Hernia Repair Devices, 2020, AROA management estimates; DRG Millennium Research, Breast Implants & Reconstructive devices, 2018 Market data was prepared before the onset of COVID-19, the economic effect of which is currently not possible to predict with any certainty. Consequently, while the Company has no reason to believe that the market data does not remain accurate based on the relevant markets operating normally, the impact of COVID-19 on the market data that is referenced is not possible to currently predict with any certainty and investors are cautioned against placing undue reliance on such data.
- 3. AROA NZ & US employees.



June Quarter and Outlook

Product sales guidance reiterated of \$30-33 million for FY22 (up 39-53% on FY21)⁴ and gross margin above 70%

- Continued improvement seen in US medical procedure numbers
- New Myriad Morcells™ product line extension launched at Society for Advanced Wound Care conference 10-14 May 2021
- ✓ Large retrospective Endoform™ real-world study in diabetic foot ulcers concluded and submitted, with publication expected in September quarter
- AROA's dead space management system targeting an unmet need with an estimated US\$2.5 billion⁵ market was previewed with investors and three further patents filed relating to key aspects of this technology
- Manufacturing construction progressing to plan to expand capacity from NZ\$35 million to NZ\$100 million in annual sales
- TELA Bio, (AROA US partner selling OviTex™ and OviTex PRS™) maintains its total revenue guidance of US\$27.0 million to US\$30.0 million (48% to 65% over prior year period). With launch inventory levels now consumed, AROA expects ongoing shipments to TELA Bio to correspond with increasing hospital demand



AROA management estimates



Offer Details



Offer Overview

AROA is conducting a capital raising of up to approximately A\$52 million via an institutional placement and share purchase plan at \$1.165 per share

Placement	 Placement to raise up to approximately A\$47 million ("Placement") Up to 40.5m New Shares under the Company's existing placement capacity under ASX Listing Rules 7.1
Placement Pricing	 The offer price of A\$1.165 per share ("Offer Price") represents: A discount of 1.7% to the last close of A\$1.185 on 26 July 2021 A discount of 4.6% to the 5-day VWAP of A\$1.221 up to and including 26 July 2021
Ranking	New Shares issued under the Placement will rank pari passu with existing Shares from their date of issue
Share Purchase Plan	 AROA intends to offer eligible shareholders an opportunity to subscribe for up to A\$15,000 of New Shares under a Share Purchase Plan ("SPP") at a price per share equal to the Offer Price It is intended the SPP will be capped at approximately A\$5 million
Joint Lead Managers	Bell Potter Securities Limited and Wilsons Corporate Finance Limited



Use of Funds and Balance Sheet

- Remaining Hollister debt of NZ\$11m to be repaid from existing cash reserves – company will be debt free
- AROA will have pro-forma net cash of NZ\$65m¹ post offer (net of debt repayment)
- Fully funded through to profitability
- Investment in US commercial operations to take advantage of the market opportunity for AROA's portfolio of products
- Additional funds deployed to accelerate and broaden R&D pipeline to bring more products to market

Use of Funds	Amount
Investment in US commercial operations	A\$15m
R&D and product pipeline	A \$5m
Cash on Balance Sheet	A\$25m
Costs of the Offer	A\$2m
Total	A\$47m ¹

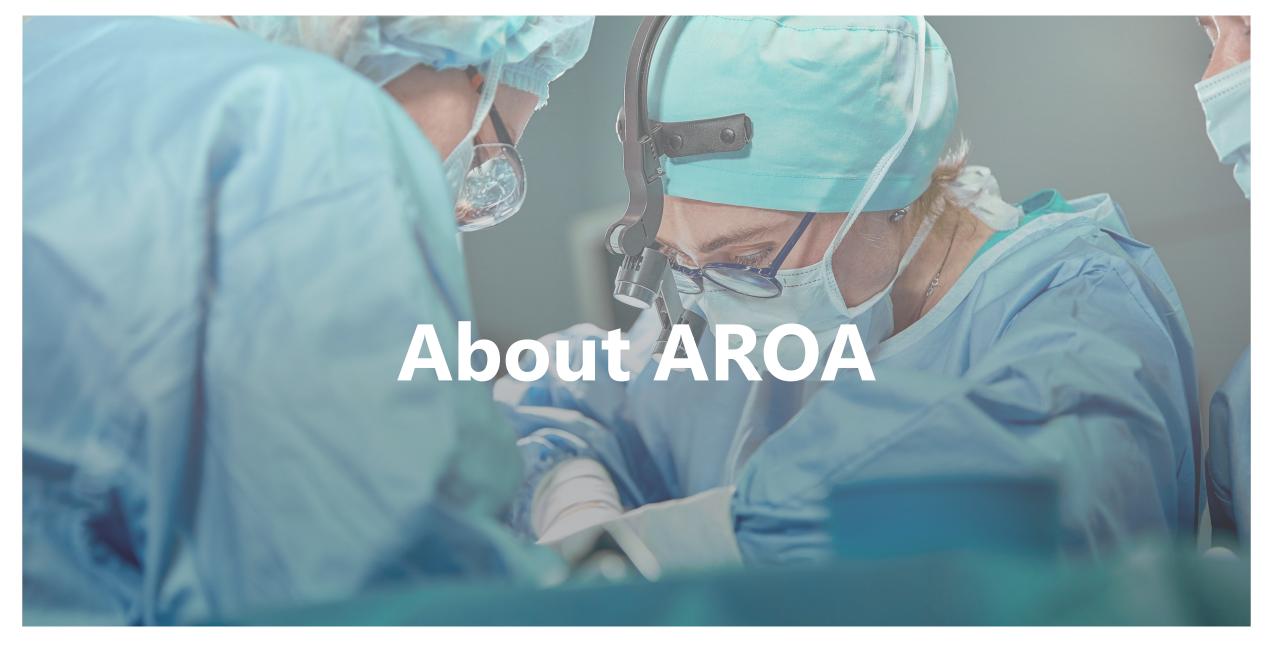




Offer Timetable

Event	AEST
Trading halt	Tuesday, 27 July 2021
Record Date for SPP	Wednesday, 28 July 2021
Placement announced & AROA shares resume trading on ASX	Thursday, 29 July 2021
Settlement of Placement shares	Tuesday, 3 August 2021
Allotment of Placement shares	Wednesday, 4 August 2021
Placement shares commence trading on ASX	Thursday, 5 August 2021
SPP offer period opens and SPP offer booklet dispatched	Wednesday, 4 August 2021
SPP offer period closes	Thursday, 19 August 2021
SPP results announced	Monday, 23 August 2021
Allotment of SPP shares	Wednesday, 25 August 2021
SPP shares commence trading on ASX	Thursday, 26 August 2021

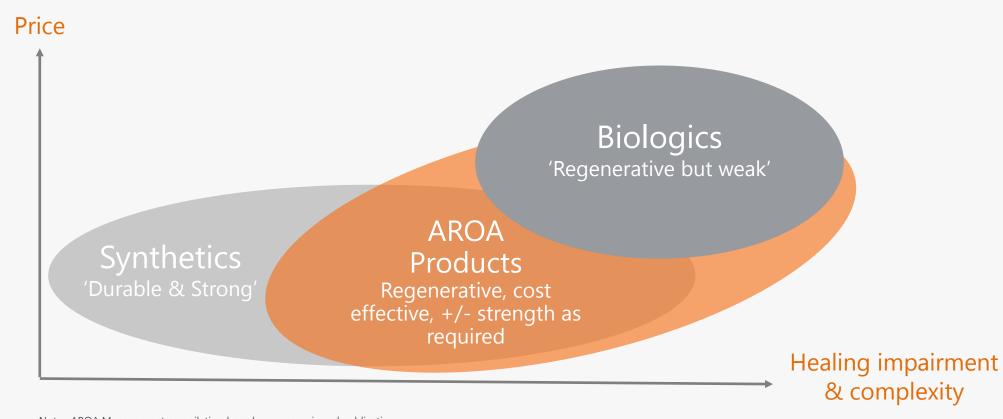






Unlocking Regenerative Healing for Every

AROA ECM technology offers leading regenerative performance at a significantly lower cost than other biologics enabling more patients to have access to the benefits of regenerative healing

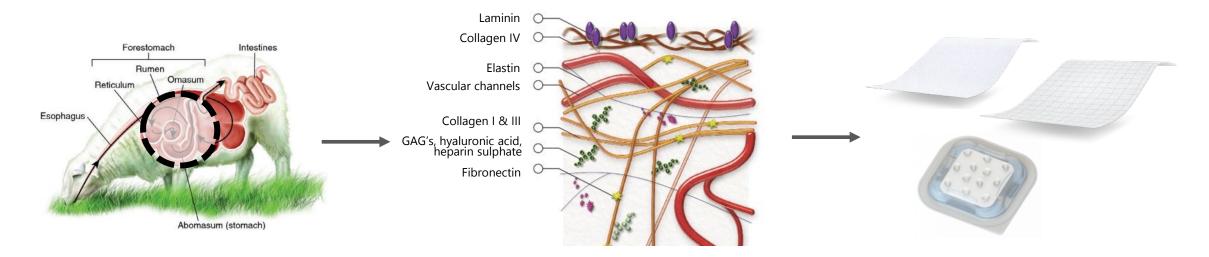


Note: AROA Management compilation based on peer reviewed publications.



AROA ECM - An Ideal Foundation for Regenerative Healing

AROA's products utilise the proprietary AROA ECM, which is a unique Extracellular Matrix (ECM) platform technology derived from sheep forestomach



Source

- Ovine Forestomach has natural characteristics that are desirable in a regenerative soft tissue technology
 - Thick porous ECM with basement membrane
 - Highly vascular
 - Constantly renewing & growing

AROA ECM Technology (Structural and Biological Building Block)

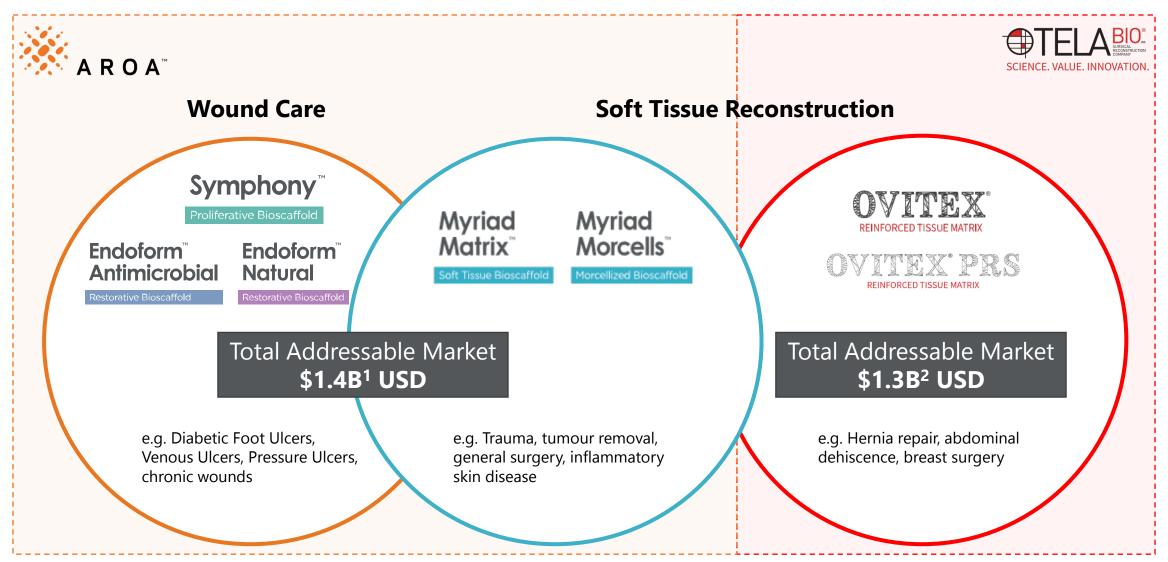
- AROA ECM (gently processed Ovine Forestomach Matrix) contains:
 - Native porous structure
 - Residual vascular channels
 - 150+ signalling molecules and substrates known to be important in healing
- Clinically this translates to ready to use scaffold and biology which the body uses to direct healing

Products

- All products that utilise the AROA ECM provide a short-cut to growing new tissue and an associated blood supply
- Each product is engineered for the challenges of a specific use case



Substantial Growth Opportunities ~\$2.5B¹ TAM



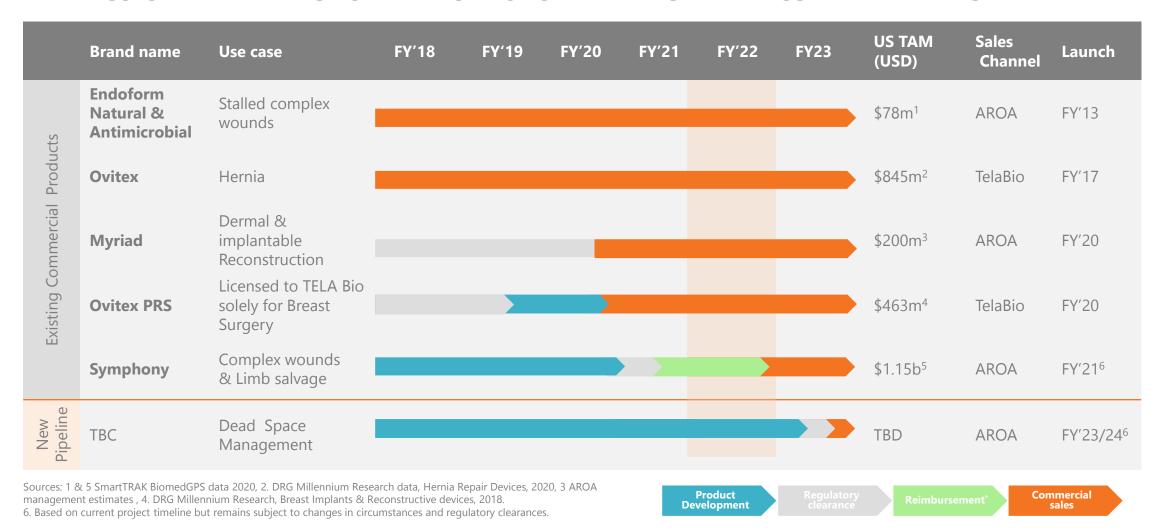
^{1.} SmartTRAK BiomedGPS data 2020. AROA management estimates;



^{2.} DRG Millennium Research data; Hernia Repair Devices, 2020. DRG Millennium Research, Breast Implants & Reconstructive devices, 2018.

AROA PRODUCT RANGE

ADDRESSES A WIDE RANGE OF APPLICATIONS AND LARGE ADDRESSABLE MARKETS



^{*}Note: Symphony requires a new reimbursement code, whereas all other products fall under existing reimbursement codes



Endoform Natural and Antimicrobial

A unique "Tissue Matrix" used to "short-cut" healing in complex wounds such as diabetic foot ulcers and venous ulcers









Ovitex & Ovitex PRS

"Reinforced Bioscaffold" which combines layers of the AROA ECM reinforced with polymers for abdominal wall repair (hernia) & soft tissue reinforcement

OviTex® Licensed to Tela Bio for Hernia

Ovitex® is an abdominal wall reinforcement product comprised of multiple layers of AROA ECM reinforced with permanent (polypropylene) or resorbable (PGA) polymers.

OviTex® PRS

Licensed to Tela Bio for

Breast Surgery



Ovitex® PRS is a soft tissue reinforcement product comprised of multiple layers of AROA ECM reinforced with permanent (polypropylene) or resorbable (PGA) polymers

OviTex repair of a midline fascial dehiscence and fistula



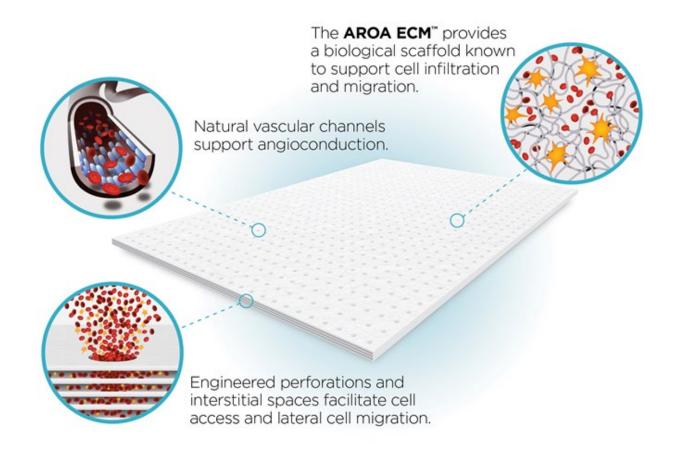
8 weeks Post-op

4 weeks Post-op



Myriad Matrix

Engineered ECM containing layers of AROA ECM suitable for soft tissue reconstruction, both dermal repair and surgical implantation







Myriad Morcells

A 'Morcellized Bioscaffold' suitable for a wide range of dermal reconstruction and complex wound repair procedures

- Deliver a bolus of the AROA ECM biology to help kick start & sustain healing
- Conforms to optimise contact with irregular wound beds

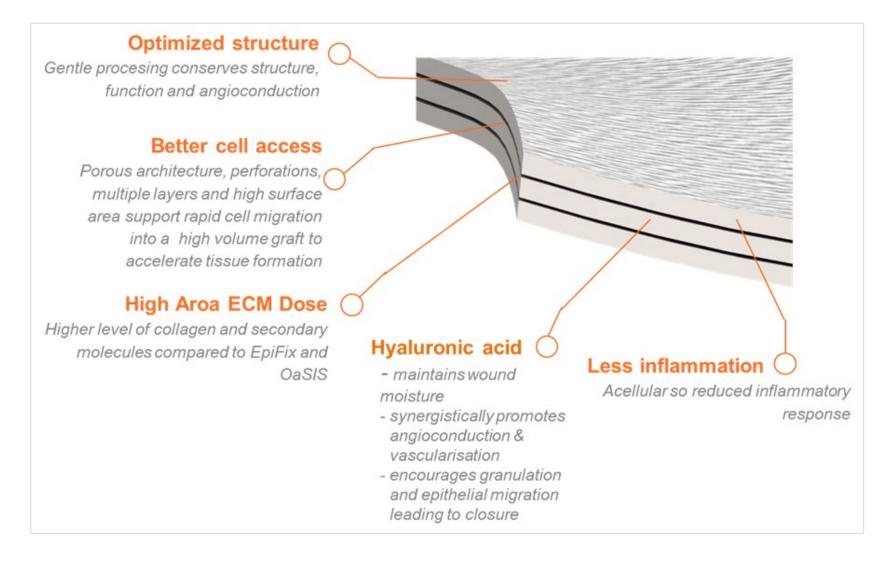


Used in combination Myriad Morcells works synergistically with Myriad Matrix to speed the establishment of new tissue



Symphony

"Proliferative Bioscaffold" for use in patients with severely impaired healing such as Diabetic Foot Ulcers & Venous Leg Ulcers in the outpatient wound care center setting

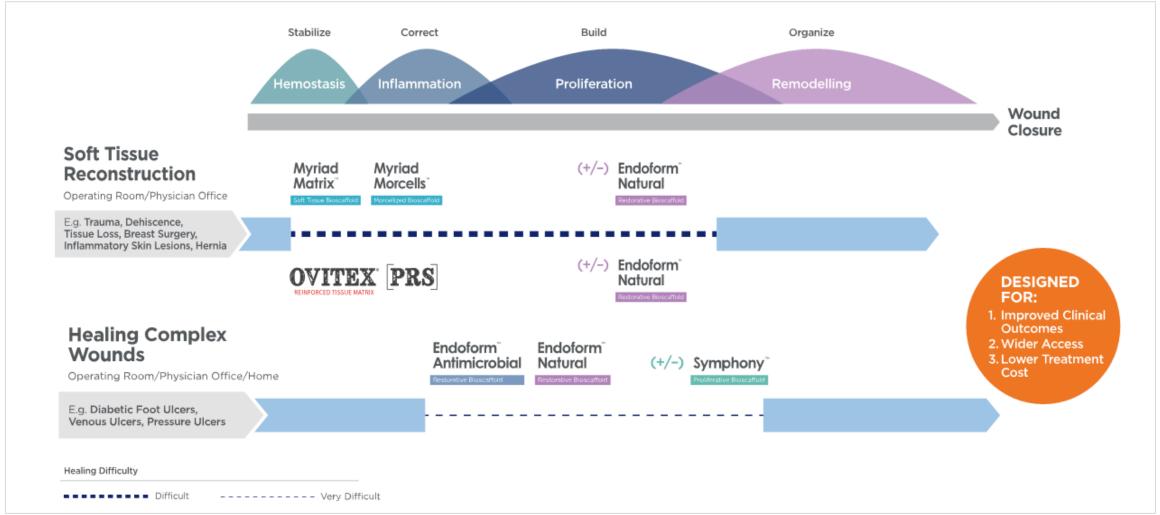






AROA Product Portfolio

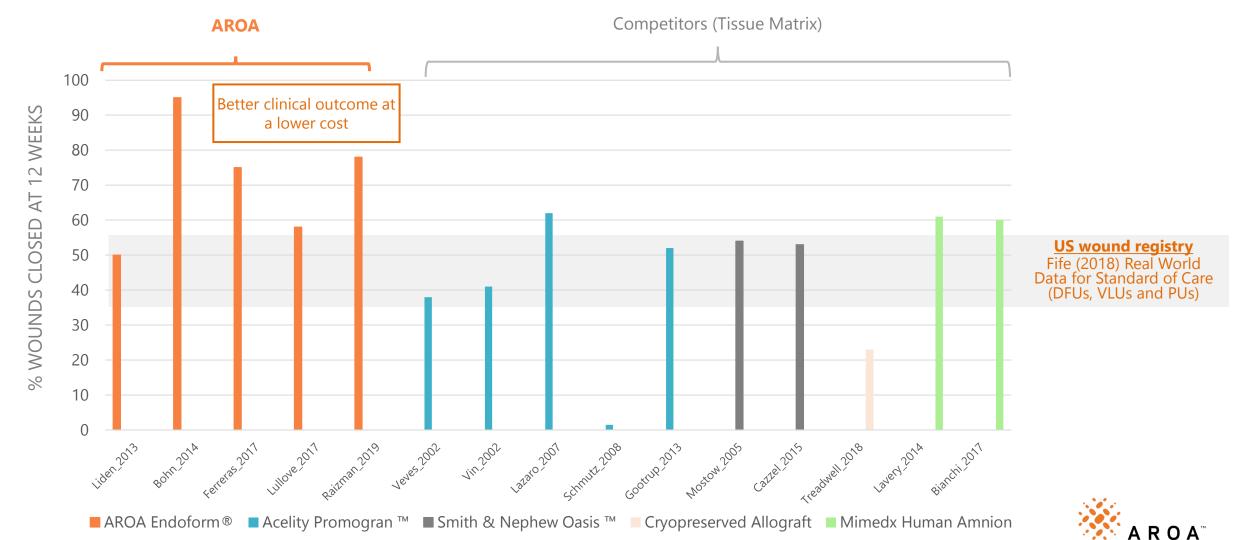
Products to match wound type, stage & site of care





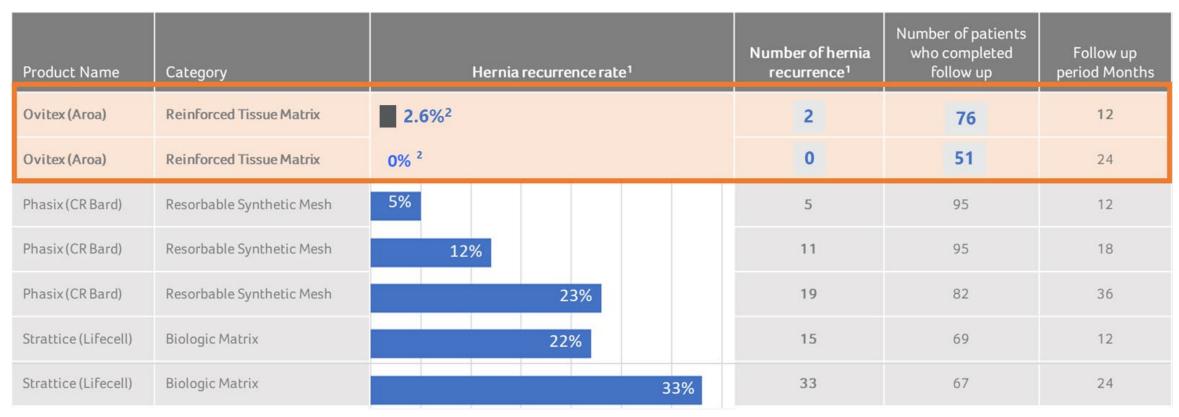
Clinically effective wound products

Endoform demonstrates increased wound closure rates at 12 weeks in complex wounds compared to market leading biologics which lowers the cost of treating patients



BRAVO Clinical Study

91 patient multi-centre study with simple and complex ventral hernias in United States



^{1.} The level of recurrence at 90 days, 12 & 24 months are key metrics and have major cost implications for surgeons, hospitals, payors and patients.

- Data for first 50 patients at 24 months from BRAVO shows <u>significantly better outcomes compared to market leaders</u>
- Full data for 24 months due H2 2021



^{2.} Hernia recurrence rate based on number of hernia recurrences reported in patients who completed follow up and patients who reported recurrent hernia before the specified follow up period. Other clinical literature and conference presentations were based on all patients treated including those who did not complete follow up.

Sales Channels

Channel	Description	Products	Target Specialties	Call point	Sales force (FTE)
A R O A™	US Commercial operations based in San Diego, with sales professionals across US	Endoform Myriad Symphony	Physicians, WOCN's/RN's Podiatric, Plastic, Trauma & Orthopaedic surgeons	Outpatient Wound Centres & Inpatient Operating Rooms	20 field, 8 Inside & 20 Independent Sales Representatives
TELA BIO STORMER TON STORMER TON STORMER TON	NASDAQ listed ~US\$233 Market Cap exclusively sells Aroa licensed products	Ovitex [®] Ovitex PRS TM (US and European Rights)	General Surgeons Plastic Surgeons	Operating Room	46 sales territories as at 31 March 2021
International (Ex-USA)	Aroa is appointing distribAroa has the rights for O		ies outside the US in which i outside of US and Europe	t has received regulato	ry approvals.



Manufacturing and Production

Well established commercial manufacturing facility

Unique process produces a high-quality product

- 12 successful Quality inspections since 2014
- 83 staff in Manufacturing and Quality Assurance
- 2 Sites 5100 m2 total manufacturing floor

Efficient and low cost

- Purposefully designed gentle & low-cost process & equipment
- Controlled clean room environment built to pharmaceutical standards



In-house manufacturing facility – Auckland, New Zealand



Manufacturing Facility

Scalable

- Raw materials readily available in New Zealand
- Modular manufacturing design allows production to be easily scaled as sales volumes grow
- Production capacity in place to support revenue of up to NZ\$35m. An investment of ~A\$3 - A\$4 million required to increase facilities capacity by approximately 3x (facilities supporting ~NZ\$100m of revenue). This is expected to be completed end of 2021



Management team

AROA is led by a highly experienced management team with long tenure



Brian WardCEO, Founder
BVSc MBA

+11 years with AROA +25 years in life sciences

Commercial leadership roles including sales & marketing, strategy & corporate development

Previous experience: Baxter, Beecham, SmithKline Beecham



James Agnew
CFO
BCom LLB

+6 years with AROA +15 years in finance

Corporate finance, investment, M&A, strategic & ops planning, contracting & tax

Previous experience: MXM Mobile, Hyperfactory



Brad AdamsVP – Commercial (USA),
MHA, BA

+10 months with AROA +20 years in life sciences

Commercial leadership roles – sales management, marketing, commercial strategy

Previous experience: Acell, Smith & Nephew, HealthPoint, J&J



Simone Von Fircks VP – Operations

+6 years with AROA +30 years in life sciences

Biologics development tech transfer, facilities and regulatory & quality compliant up-scaled manufacturing

Previous experience: Baxter, Mologen



Dr. Barnaby May VP – Clinical Dev & Research, PhD

+ 11 years with AROA +20 years in life sciences – research & development strategy, management and execution

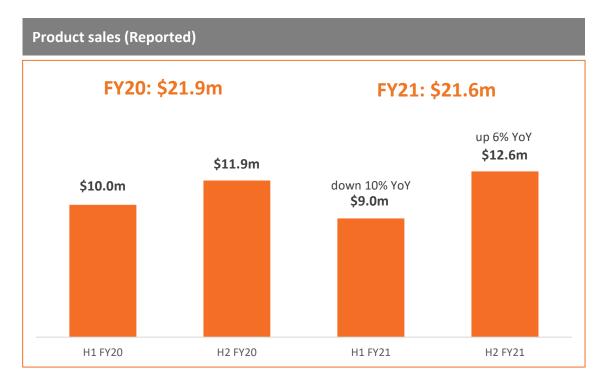
Previous experience: UCSF & University of Canterbury

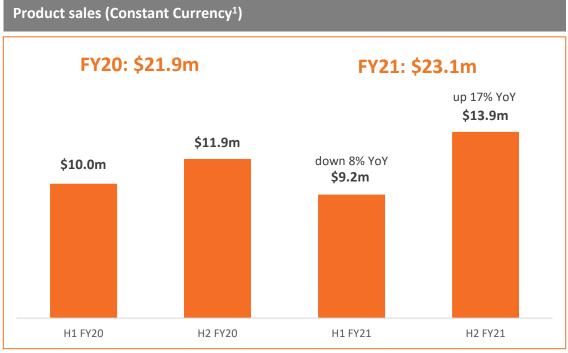


Financial



Product sales





- Product sales for H1 FY21 of \$9.0m down 10% on H1 FY20, reflecting the impact of the COVID-19 pandemic.
- Despite NZD/USD exchange headwinds, product sales recovered strongly in H2 FY21, increasing 6% on H2FY20 (17% in constant currency).
- Full year product sales of \$21.6m decreased 2% on FY20, however increased 5% on a constant currency basis.



¹ Constant currency (**CC**) removes the impact of exchange rate movements. This approach is used to assess the Group's underlying comparative financial performance without any distortion from changes in foreign exchange rates, specifically the USD. The NZD/USD exchange rate of 0.64 has been used in the constant currency analysis, representing the average rate for FY2020.

Financial Results

Normalised Profit or Loss²

	Reported	Reported	Reported	CC ³	CC ³
	2021	2020	YoY %	2021	YoY %
	NZ\$000	NZ\$000		NZ\$000	
Product sales	21,575	21,924	(2)	23,123	5
Other revenue	767	3,152	(76)	822	(74)
Total revenue	22,342	25,076	(11)	23,945	(5)
Gross profit	15,524	18,737	(17)	17,127	(9)
Product gross margin %	68%	71%	(3) bps	71%	0 bps
Other income	2,682	1,137	136	2,722	139
Normalised selling and administrative expenses ⁴	(18,142)	(15,401)	18	(18,900)	23
Research and development expenses	(6,425)	(5,042)	27	(6,425)	27
Total normalised operating expenses	(24,567)	(20,443)	20	(25,325)	24
Normalised EBIT	(6,361)	(569)	1,018	(5,476)	862
Add back: Depreciation & amortisation	3,078	2,741	12	3,078	12
Normalised EBITDA	(3,283)	2,173	(251)	(3,613)	(210)
Net finance expenses	(1,111)	(3,317)	67	(1,753)	47
Normalised loss before income tax	(7,472)	(3,886)	92	(7,229)	86

Commentary

- Product gross margin was impacted in H1 FY21 as a result of lower product sales but improved significantly in H2 FY21.
- Reduction in Other revenues represent one-off license fees in FY20.
- Normalised selling and administration expenses increased \$2.7m or \$3.5m in constant currency, reflecting increased investment in the US sales operations and increasing expenses from becoming a publicly listed entity.
- Research and development expenses increased \$1.4m reflecting the increase in staffing on pipeline products.
- Normalised EBITDA loss of \$3.3m.



² The Normalised Profit or Loss is non-GAAP financial information, as defined by the NZ Financial Markets Authority, and has been provided to assist users of financial information to better understand and assess the Group's comparative financial performance without any distortion from NZ GAAP accounting treatment specific to one-off, non-cash fair value adjustment of pre-offer shares issued in February and May 2020 and the one-off transaction costs associated with the IPO. The impact of non-cash share-based payments expense has also been removed from the Profit or loss. This approach is used by management and the Board to assess the Group's comparative financial performance.

³ Constant currency (**CC**) removes the impact of exchange rate movements. This approach is used to assess the Group's underlying comparative financial performance without any distortion from changes in foreign exchange rates, specifically the USD. The NZD/USD exchange rate of 0.64 has been used in the constant currency analysis, representing the average rate for FY2020.

⁴ These items have been normalised by the amounts outlined within the 'Reconciliation to NZ GAAP Profit or Loss'.

Cash flows

	2021	2020
	\$000	\$000
Cash flows from operating activities		
Net cash (outflow)/inflow from operating activities	(5,007)	1,660
Cash flows from investing activities		
Net cash (outflow) from investing activities	(1,500)	(1,870)
Cash flows from financing activities		
Net proceeds from issue of equity and convertible debt securities	50,426	5,995
Net repayment of borrowings/deferred consideration	(12,596)	(7,730)
Lease liability – Principal and interest	(731)	(546)
Net cash inflow/(outflow) from financing activities ⁵	37,099	(384)
Net increase/(decrease) in cash on hand	30,592	(594)
Effect of exchange rate fluctuations on cash and cash equivalents	939	(13)
TOTAL CASH ON HAND ⁶	35,381	3,850

Commentary

- Net cash outflow from operating activities of \$5.0 million for FY21 compared to a net cash inflow from operating activities of \$1.7 million in FY20, reflecting the increased investment in operating expenses.
- Purchases of property, plant and equipment remained modest.
- Net proceeds from pre-IPO and IPO placements of \$50.4m.
- Repayment of borrowings of \$12.6m.
- Cash (including short term deposits) on hand of \$35.4m.



⁵ Cash flows from financing activities excludes the transfer of \$20 million from Cash to Term Deposits

⁶ Cash on hand includes \$20 million held on Term Deposit

Future



Catalysts



Post-COVID

Vaccinations expected to improve throughout CY2021



AROA Direct Sales

Fully dedicated field sales team. Myriad™ expected to drive growth.



TELA Bio[®] **Momentum**

Clinical outcomes & cost savings driving increasing adoption



Product Synergies

Complementary products for every phase of healing & continuum of care



Clinical Data

Endoform™, Myriad™ & Symphony™



Reimbursement

Potential for changes in the reimbursement of cell and tissue products (Symphony) in outpatient wound centres



Pipeline Products

From AROA ECM platform & new single-use dead space management platform



Global Expansion

Regulatory approval in 49 countries



AROA FY22 Outlook





- AROA is well placed for FY22 following an improved second half of FY21 and sales transition
- Focused on building our US commercial operations over next 24 months to drive revenue growth to take advantage of the opportunities presented by our expanded product portfolio
- **TELA Bio sales expected to deliver strong growth** based on their revenue guidance of 48% to 65% growth in CY21 compared to CY20
- **EBITDA will be negative** (as previously forecasted) as a result of increased investment into its sales force (announced in February 2021)

¹Guidance subject to no resurgence of COVID-19 in the US, continued improvement in US medical procedure numbers & TELA Bio sales performance. It assumes an average \$NZD-\$USD exchange rate of US\$0.72



CONTACTS

Simon Hinsley
Investor Relations
m +61 401 809 653
shinsley@aroabio.com

Matt Wright
Media
m +61 451 896 420
matt@nwrcommunications.com.au

Visit our website www.aroabio.com and find us on LinkedIn at www.linkedin.com/company/aroa-biosurgery-limited/

64 Richard Pearse Drive, Auckland 2022, New Zealand PO Box 107111, Auckland Airport, Auckland 2150, New Zealand







Appendix



Reconciliation of Normalised Profit or Loss to NZ GAAP

Reconciliation of Normalised Profit or Loss to NZ GAAP Profit or Loss

	Reported	Reported
	2021	2020
	NZ\$000	NZ\$000
Normalised loss before income tax	(7,472)	(3,886)
Share based payments	(2,010)	(418)
Transaction costs	(1,607)	(850)
Other losses	(8,013)	(1,006)
Loss before income tax (NZ GAAP)	(19,102)	(6,160)

Share Based Payments

Share based payments of approx. \$2.0 million relate to the vesting of the share options issued to Directors and employees of the Company on IPO and certain employees in September 2020.

Transaction Costs

Transaction costs of \$1.6 million relate to the costs associated with the IPO, including lead manager fees, legal fees, accounting and audit fees, ASX listing fees and road show expenses. Out of the total costs of \$3.2 million incurred during the year ended 31 March 2021, \$1.6 million was recognised against share capital, with the remaining \$1.6 million recorded within operating expenses.

Other Losses

Other losses of \$8.0 million are a non-cash, one-off expense attributable to the fair value adjustment of pre-offer shares issued in February and May 2020, which were classified as financial liabilities as opposed to equity in accordance with NZ IAS 32. During the reporting period, these financial liabilities at fair value through profit or loss were fully reclassified as equity, following the IPO.



Risks¹

Topic	Summary	Topic	Summary	
Reliance on partners	A large portion of AROA's revenue is reliant on its US sales and distribution partner, TELA Bio. TELA Bio is a US corporation listed on NASDAQ, whose business focuses on the sale, distribution and marketing of the OviTex product range. A slowdown, decrease in demand or failure to grow demand from TELA Bio could adversely impact AROA's operating and financial performance.	Supply of Ovine rumen	The ovine (sheep) rumen used in the manufacturing of AROA products is currently sourced from New Zealand sheep. Currently, New Zealand sheep are not known to carry any prion disease (progressive neurodegenerative disorders, including scrapie disease). However, the geographic concentration of AROA's ovine rumen supply creates risks of disruption due to natural disasters,	
Product acceptance	AROA's growth and the commercial success of AROA's products and future products is reliant on the acceptance of AROA's products by healthcare professionals, including surgeons and wound care specialists. The acceptance of AROA's existing products may slow, and planned future products may gain acceptance slower than planned or may not gain broad market acceptance by healthcare professionals which, should this arise, would impact AROA's operating and financial performance	Hazardous substances	disease or other events. AROA's activities in manufacturing its products involve the controlled storage, use and disposal of hazardous materials. AROA is subject to laws and regulations governing the use, generation, manufacture, storage, handling and disposal of these hazardous materials. Although AROA's safety procedures for handling and disposing of these materials and waste products comply with	
Competition	AROA competes against many existing and potential competitors with significantly more resources than AROA and with greater access to more markets. AROA's competitors may be able to increase market share through aggressive marketing campaigns, product improvements, acquisitions or price discounting which will affect AROA's market share and margins.		these standards, AROA cannot eliminate the risk of accidental injury or contamination from the use, storage, handling or disposal of hazardous materials. AROA has operations in the US and has to comply with a range of different US legal and regulatory regimes. As AROA expands the sales of its products geographically into new international jurisdictions, it is subject to the risks associated with conducting its business in the relevant countries, which include adapting to, and complying with, the differing laws and regulations, business and clinical practices, and patient preferences in foreign countries, developing and managing foreign relationships and operations and being subject to the political and economic climate of the various countries.	
Product pipeline and development of new products	AROA's commercial success is dependent on the continued improvement of existing products and the research and development of new products utilising the AROA ECM technology platform. Product development involves a high degree of risk, and there are no guarantees that new product development efforts will result in any clinically or commercially successful products.	Country/region specific risks		
Intellectual property	The value of AROA's products depends in part on its success in obtaining and maintaining issued patents, trademarks and other intellectual property rights and protecting the Company's proprietary technology. If AROA's intellectual property and proprietary technology is not adequately protected, competitors may be able to use the technologies or the goodwill AROA has acquired in the marketplace and erode or negate any competitive advantage AROA may have, which could harm AROA financially.	Macro-economic risk	The ongoing impact of the Coronavirus pandemic (COVID-19) on the Company's operations is not currently fully ascertainable and may not be known for a period of time. Following COVID-19, the Company has experienced a reduction in sales of its products due to elective surgeries being cancelled and outpatient clinics being closed as a result of COVID-19. Whilst AROA has seen a continued positive trend in US medical procedure numbers to date, these are yet to return to pre COVID-19 levels.	
Product liability	Any defects in AROA's products may harm AROA and its customers' reputation and business. AROA may also be subject to warranty and liability claims for damages related to defects in its products.	Market conditions	In light of the COVID-19 pandemic, extra care should be taken when assessing the risks associated with investment. The rapidly changing COVID-19 situation is bringing unprecedented challenges to global financial markets, and the economy as a whole.	
Manufacturing/production risks	AROA manufactures its products in a single location in Auckland, New Zealand and is exposed to risks of harm caused by natural or man-made disasters, or operation or human error, which may result in manufacturing disruptions or an inability to manufacture and produce its products for some time. AROA has formal commercial agreements in place for most of its critical suppliers eg Ovine rumen supplier. A limited number of supply arrangements are subject to course of conduct, rather than set out in written agreements. Whilst AROA considers this to be reasonably normal in the clinical/biosurgery industry. To the extent practicable, AROA has in place or has identified alternate suppliers. If alternative supply arrangements are not in place, this could result in manufacturing disruptions.	Reliance on key personnel	There is no assurance that AROA will be able to retain key personnel. The departure of key personnel may adversely affect AROA until suitable replacements are recruited.	
		Other risks	The above risks are a summary of some of the key risks, but not an exhaustive list of all of the risks associated with the Company or an investment in the Shares. Further details on the risks summarised in this Section and other key risks are included in Section 5 of the IPO Prospectus dated 22 June 2020, and investors should review all of those risks carefully before making an investment decision.	

Notes

1. This section is not intended to be a fulsome overview of key risks. For detailed information on the specific risks and general risks relating to an investment in AROA, please see section 5 of the IPO Prospectus dated 22 June 2020



Board of Directors

AROA has a highly experienced Board with healthcare, operational and financial experience



Jim Mclean
Non-Executive
Chairperson
(Independent)
BSc(hons)PGDA

Current
Chair of Prevar, RJ Hill
Laboratories Ltd,
Information Tools Ltd
Previous

•Ernst & Young
•Genesis Research



Brian Ward
Managing
Director
(NonIndependent)

Per previous slide



Steve Engle
Non Executive
Director
(Independent)
M.S.E.E., B.S.E.E.

<u>Current</u>
•Prescient
Therapeutics

<u>Previous</u>

•Cohbar

Averigon

Xoma

•La Jolla Pharmaceutical



Phil McCaw
Non Executive
Director
(Non-Independent)
BBS

Current

•Movac Founding Partner

Previous
•Deloitte



John
Diddams
Non Executive
Director
(Independent)
B.Com. FAICD, FCPA

Current

•Volpara Health Technologies

Surf Lakes Holdings

•CPA firm providing corporate advisory

Previous

•Managed IPO process for >20 ASX IPO's



John Pinion II
Non Executive
Director
(Independent)
B.S.

Current •Ultragenyx

Previous

•Roche

•Genentech

•Baxter



International offer restrictions

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The offer of New Shares is being made in Australia only to persons who meet the requirements of section 708(8) or section 708(11) of the Corporations Act 2001 (Cth) as either a professional or sophisticated investor or the requirements of section 761G of the Corporations Act 2001 (Cth) as a wholesale client.

New Zealand

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (FMC Act). The New Shares are not being offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) other than to a person who:

- is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;
- meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;
- is large within the meaning of clause 39 of Schedule 1 of the FMC Act;
- is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or
- is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.



International offer restrictions (continued)

Hong Kong

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