*Rule 2.7, 3.10.3, 3.10.4, 3.10.5*

# 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

Antisense Therapeutics Limited (ASX: ANP)

ABN

095 060 745

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 | Listed options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | Up to 32,297,482 Bonus Options and up to 46,950,984 New Options<br><br>Up to 79,248,466 options in total |
| 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) | Bonus Options exercise price $0.08<br>Bonus Options expiry date 19 December 2019<br><br>New Options exercise price $0.08.<br>New Options expiry date 19 December 2019 |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 4 | Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?<br><br>If the additional +securities do not rank equally, please state:<br>• the date from which they do<br>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment<br>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | Bonus Options and New Options are not an existing class of Securities and do not rank equally with shares.<br><br>The Shares issued pursuant to the exercise of the Bonus Options and New Options will rank equally with existing shares. |
| 5 | Issue price or consideration | Bonus Options – nil consideration.<br>New Options issue price $0.002 |
| 6 | Purpose of the issue<br>(If issued as consideration for the acquisition of assets, clearly identify those assets) | Purpose of Issue is to provide long-term supportive shareholders and optionholders with a potential benefit of greater exposure in ANP to the potential future success of ANP. |
| 6a | Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?<br><br>If Yes, complete sections 6b – 6h *in relation to the +securities the subject of this Appendix 3B*, and comply with section 6i | Yes. |
| 6b | The date the security holder resolution under rule 7.1A was passed | 10 November 2016. |
| 6c | Number of +securities issued without security holder approval under rule 7.1 | Nil |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 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) | Up to 46,950,984 New Options – approved on 10 November 2016. |
| 6f | Number of +securities issued under an exception in rule 7.2 | Up to 32,297,482 Bonus 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. | N/A. |
| 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 | N/A. |
| 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 | LR 7.1 26,476,872<br><br>LR 7.1A 17,651,248 |
| 7 | +Issue dates<br><br>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.<br><br>Cross reference: item 33 of Appendix 3B. | 19 December 2016. |

| Number | +Class |
|---|---|

+ See chapter 19 for defined terms.

| | | | |
|---|---|---|---|
| 8 | Number and +class of all +securities quoted on ASX (*including* the +securities in section 2 if applicable) | 32,297,482 | Options (ANPO) exerciseable at $0.08 on or before 19 December 2019 |
| | | 46,950,984 | Options (ANPO) exerciseable at $0.08 on or before 19 December 2019 |
| | | 176,512,483#<br><br># Existing Shares on issue including 15,025,075 shares to be cancelled as approved by the Company at its Annual General Meeting on 10 November 2016. | Ordinary fully paid shares (ANP) |
| | | 46,950,984 | Options (ANPO) exerciseable at $0.27 each on or before 31 January 2017 |
| | | Number | +Class |
| 9 | Number and +class of all +securities not quoted on ASX (*including* the +securities in section 2 if applicable) | 72,000 | Options over ordinary shares (nil exercise price) exerciseable on or before 30 July 2018 |

| | | |
|---|---|---|
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | Unchanged. |

## Part 2 - Pro rata issue

| | | |
|---|---|---|
| 11 | Is security holder approval required? | Bonus Options – No.<br>New Options – Yes. Obtained 10 November 2016. |
| 12 | Is the issue renounceable or non-renounceable? | Bonus Options – non-renounceable<br>New Options – non-renounceable |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 13 | Ratio in which the +securities will be offered | Bonus Options – 1 Bonus Options for every 5 fully paid ordinary shares held<br><br>New Options – 1 New Option for every 1 ANPO Option held |
| 14 | +Class of +securities to which the offer relates | ANPO Options |
| 15 | +Record date to determine entitlements | Bonus Option Record Date – 5 December 2016<br>New Option Record Date – 5 December 2016 |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | N/A. |
| 17 | Policy for deciding entitlements in relation to fractions | Fractional entitlements will be rounded up to the nearest whole number. |
| 18 | Names of countries in which the entity has security holders who will not be sent new offer documents<br><br>Note: Security holders must be told how their entitlements are to be dealt with.<br><br>Cross reference: rule 7.7. | All countries except Australia and New Zealand. |
| 19 | Closing date for receipt of acceptances or renunciations | New Options – 15 December 2016. |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 20 | Names of any underwriters | N/A. |
| 21 | Amount of any underwriting fee or commission | N/A. |
| 22 | Names of any brokers to the issue | N/A. |
| 23 | Fee or commission payable to the broker to the issue | N/A. |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders | N/A. |
| 25 | If the issue is contingent on security holders' approval, the date of the meeting | N/A. |
| 26 | Date entitlement and acceptance form and offer documents will be sent to persons entitled | New Options – no later than 7 December 2016. |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | N/A. |
| 28 | Date rights trading will begin (if applicable) | N/A. |
| 29 | Date rights trading will end (if applicable) | N/A. |
| 30 | How do security holders sell their entitlements *in full* through a broker? | N/A. |
| 31 | How do security holders sell *part* of their entitlements through a broker and accept for the balance? | N/A. |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 32 | How do security holders dispose of their entitlements (except by sale through a broker)? | N/A. |
| 33 | +Issue date | 19 December 2016. |

## Part 3 - Quotation of securities

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

34 Type of +securities
(*tick one*)

(a) ☒ +Securities described in Part 1

(b) ☐ All other +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

*Tick to indicate you are providing the information or documents*

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

## Entities that have ticked box 34(b)

| | | |
|---|---|---|
| 38 | Number of +securities for which +quotation is sought | N/A. |
| 39 | +Class of +securities for which quotation is sought | N/A. |
| 40 | Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?<br><br>If the additional +securities do not rank equally, please state:<br>• the date from which they do<br>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment<br>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | N/A. |
| 41 | Reason for request for quotation now<br><br>Example: In the case of restricted securities, end of restriction period<br><br>(if issued upon conversion of another +security, clearly identify that other +security) | N/A. |

| 42 | Number and +class of all +securities quoted on ASX (*including* the +securities in clause 38) | Number | +Class |
|---|---|---|---|
| | | N/A. | |

+ See chapter 19 for defined terms.

## Quotation agreement

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

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +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 +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- 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: 29 November 2016

(Company secretary)

Print name: Phillip Hains

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+ 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

| **Rule 7.1 – Issues exceeding 15% of capital** | |
|---|---|
| ***Step 1: Calculate "A", the base figure from which the placement capacity is calculated*** | |
| ***Insert*** number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue | 176,512,483 |
| ***Add*** the following:<br><br>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2<br><br>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval<br><br>• Number of partly paid +ordinary securities that became fully paid in that 12 month period<br><br>*Note:*<br>• *Include only ordinary securities here – other classes of equity securities cannot be added*<br>• *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | <br><br>Nil<br><br>Nil<br><br>Nil |
| ***Subtract*** the number of fully paid +ordinary securities cancelled during that 12 month period | Nil |
| **"A"** | 176,512,483 |

+ See chapter 19 for defined terms.

| ***Step 2: Calculate 15% of "A"*** | |
|---|---|
| **"B"** | 0.15<br><br>*[Note: this value cannot be changed]* |
| ***Multiply*** "A" by 0.15 | 26,476,872 |
| ***Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used*** | |
| ***Insert*** number of +equity securities issued or agreed to be issued in that 12 month period *not counting* those issued:<br><br>• Under an exception in rule 7.2<br><br>• Under rule 7.1A<br><br>• With security holder approval under rule 7.1 or rule 7.4<br><br>*Note:*<br>• *This applies to equity securities, unless specifically excluded – not just ordinary securities*<br>• *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | Nil |
| **"C"** | Nil |
| ***Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1*** | |
| "A" x 0.15<br><br>*Note: number must be same as shown in Step 2* | 26,476,872 |
| ***Subtract*** "C"<br><br>*Note: number must be same as shown in Step 3* | Nil |
| ***Total*** ["A" x 0.15] – "C" | 26,476,872<br><br>*[Note: this is the remaining placement capacity under rule 7.1]* |

+ See chapter 19 for defined terms.

# Part 2

| **Rule 7.1A – Additional placement capacity for eligible entities** | |
|---|---|
| **Step 1: Calculate "A", the base figure from which the placement capacity is calculated** | |
| **"A"**<br><br>*Note: number must be same as shown in Step 1 of Part 1* | 176,512,483 |
| ***Step 2: Calculate 10% of "A"*** | |
| **"D"** | 0.10<br><br>*Note: this value cannot be changed* |
| ***Multiply*** "A" by 0.10 | 17,651,248 |
| ***Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used*** | |
| ***Insert*** number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A<br><br>*Notes:*<br>• *This applies to equity securities – not just ordinary securities*<br>• *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed*<br>• *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*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | Nil |
| **"E"** | 17,651,248 |

+ See chapter 19 for defined terms.

| ***Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A*** | |
|---|---|
| "A" x 0.10<br><br>*Note: number must be same as shown in Step 2* | 17,651,248 |
| ***Subtract*** "E"<br><br>*Note: number must be same as shown in Step 3* | Nil |
| ***Total*** ["A" x 0.10] – "E" | 17,651,248<br><br>*Note: this is the remaining placement capacity under rule 7.1A* |

+ See chapter 19 for defined terms.