



ASX Limited
Market Announcements Office

Phosphagenics – Lodgement of Appendix 3Y

31 October 2017, Melbourne: Australian drug delivery company, Phosphagenics Limited (ASX:POH; OTCQX:PPGNY), submits Appendix 3Ys in respect of each of Greg Collier, Ross Murdoch, Peter Lankau and David Segal as a result of the Company's recently completed 1 for 4 pro-rata non-renounceable entitlement offer (**Entitlement Offer**).

The Appendix 3Ys also include details of the options granted on 31 May 2017 as follows:

- (a) 2,250,000 options to Dr Greg Collier;
- (b) 15,000,000 options to Dr Ross Murdoch;
- (c) 1,500,000 options to Mr Peter Lankau; and
- (d) 1,500,000 options to Mr David Segal,

(together, **the Directors' Notices**).

The Company appreciates the Appendix 3Ys in respect of the options have been lodged outside of the timeframe required by Listing Rule 3.19A. The Company provides the following comments in respect of the delayed lodgement:

- (a) The late lodgement of the Directors' Notices was as a result of an inadvertent oversight. As a result of the Appendix 3Ys required in relation to the Entitlement Offer, the omitted Appendix 3Ys have been identified and are now being rectified. Disclosure regarding the options issued to directors were included in the notice of annual general meeting dated 28 April 2017 and in the announcement lodged with ASX on 31 May 2017 about the results of the annual general meeting. The issue of the options was approved by shareholders at the annual general meeting held on 31 May 2017. While the Company takes the inadvertent oversight seriously, the late lodgement of the Directors' Notices did not serve to misinform the market (given the disclosure and shareholder approval when the options were issued) and had less of an effect than, for example, if the directors had conducted on-market trades and failed to lodge a notice.
- (b) The Company has adopted a continuous disclosure policy to ensure that it complies with its continuous disclosure obligations under Chapter 3 of the Listing Rules, including in relation to Listing Rule 3.19B and the shareholders have equal and timely access to information that may have a material effect of the Company, including its financial position, performance, ownership and governance.
- (c) The Company considers the current arrangement described above to be adequate. However, in light of this issue, compliance with the policy will be discussed at the next board meeting.

Ends

Enquiries

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About Phosphagenics

Phosphagenics Limited is a drug delivery company that is commercialising various products within the pharmaceutical, cosmetics and animal health sectors, using its proprietary drug delivery system called TPM® (Targeted Penetration Matrix). TPM® is a patient friendly and cost effective system, based on Vitamin E, that enhances the topical or transdermal delivery of active molecules. The lead products advancing through clinical trials are oxymorphone and oxycodone patches for the relief of chronic pain.

Phosphagenics' shares are listed on the Australian Securities Exchange (POH) and its ADR – Level 1 program in the US is with The Bank of New York Mellon (PPGNY).

www.phosphagenics.com

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	Phosphagenics Limited
ABN	32 056 482 403

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	COLLIER, Greg
Date of last notice	17 April 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Greg Collier is a director of Beacon Super Fund Pty Ltd
Date of change	1. 27 October 2017 2. 31 May 2017
No. of securities held prior to change	1. Nil Fully paid ordinary shares (POH) 2. Nil 2017 Options (POHAS)
Class	1. Fully paid ordinary shares (POH) 2. 2017 Options (POHAS)
Number acquired	1. 2,000,000 ordinary shares (POH) 2. 2,250,000 2017 Options (POHAS)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. \$30,000 ordinary shares (POH) 2. \$nil 2017 Options (POHAS)
No. of securities held after change	1. 2,000,000 ordinary shares (POH) 2. 2,250,000 2017 Options (POHAS)

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Fully paid ordinary shares (POH) Issue of Securities under Non-Renounceable Rights Issue 2. 2017 Options (POHAS) Grant under Company's Employee Equity Incentive Scheme approved at Annual General Meeting on 31 May 2017
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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Name of entity	Phosphagenics Limited
ABN	32 056 482 403

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	MURDOCH, Ross
Date of last notice	6 August 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable
Date of change	1. 27 October 2017 2. 31 May 2017
No. of securities held prior to change	1. Nil Fully paid ordinary shares (POH) 2. 15,000,000 Conditional Rights (POHAI) 3. Nil 2016 Options (POHAS)
Class	1. Fully paid ordinary shares (POH) 2. Conditional Rights (POHAI) 3. 2016 Options (POHAS)
Number acquired	1. 1,666,667 ordinary shares (POH) 2. 15,000,000 2016 Options (POHAS)
Number disposed	15,000,000 Conditional Rights (POHAI) forfeited
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. \$25,000 ordinary shares (POH) 2. \$nil Conditional Rights (POHAI) 3. \$nil 2016 Options (POHAS)

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Change of Director's Interest Notice

No. of securities held after change	1. 1,666,667 ordinary shares (POH) 2. 15,000,000 2016 Options (POHAS)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Fully paid ordinary shares (POH) Issue of Securities under Non-Renounceable Rights Issue 2. 2016 Options (POHAS) Grant under Company's Employee Equity Incentive Scheme approved at Annual General Meeting on 31 May 2017

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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Introduced 30/09/01 Amended 01/01/11

Name of entity	Phosphagenics Limited
ABN	32 056 482 403

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	LANKAU, Peter
Date of last notice	17 April 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable
Date of change	31 May 2017
No. of securities held prior to change	None
Class	2017 Options (POHAS)
Number acquired	1,500,000 2017 Options (POHAS)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	1,500,000 2017 Options (POHAS)

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	2017 Options (POHAS) Grant under Company's Employee Equity Incentive Scheme approved at Annual General Meeting on 31 May 2017
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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Name of entity	Phosphagenics Limited
ABN	32 056 482 403

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	SEGAL, David
Date of last notice	3 March 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	- David Segal is a director of Densville Pty Ltd atf David Segal Superannuation Fund - Danielle Segal is the wife of David Segal
Date of change	27 October 2017 31 May 2017
No. of securities held prior to change	Fully paid ordinary shares (POH) 9,795,920 David Segal 495,361 Densville Pty Ltd 5,140,000 Danielle Segal
Class	- Fully paid ordinary shares (POH) 2017 Options (POHAS)
Number acquired	3,060,000 ordinary shares (POH) 1,500,000 2017 Options (POHAS)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$45,900 ordinary shares (POH) \$nil 2017 Options (POHAS)

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Change of Director's Interest Notice

No. of securities held after change	Fully paid ordinary shares (POH) 1. 11,795,920 David Segal 2. 495,361 Densville Pty Ltd 3. 6,200,000 Danielle Segal 2017 Options (POHAS) 1. 1,500,000 David Segal
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Fully paid ordinary shares (POH) Issue of Securities under Non-Renounceable Rights Issue 2. 2017 Options (POHAS) Grant under Company's Employee Equity Incentive Scheme approved at Annual General Meeting on 31 May 2017

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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