



ASX ANNOUNCEMENT

18 February 2019

Lodgement of Supplementary Prospectus

Melbourne, Australia, 18 February 2019: Genetic Technologies Limited (ASX: GTG; Nasdaq: GENE, “**Company**”), a diversified molecular diagnostics company is pleased to advise that it has lodged the attached supplementary prospectus with ASIC (“**Supplementary Prospectus**”) to extend the closing date of the prospectus the Company currently has on issue (“**Original Prospectus**”). The Original Prospectus was announced to the market on 19 November 2018.

Under an equity placement facility with Kentgrove Capital Growth Fund (“**Kentgrove**”) (announced by the Company on 8 August 2018) (“**Facility**”) and under a previous prospectus, the Company has to date issued 100,000,000 shares to Kentgrove, and in return received funds of \$1,350,000.

Under the Original Prospectus, the Company has the ability to offer and issue up to 1,362,066,065 Shares (“**Placement Shares**”) either to Kentgrove under the Equity Placement Facility, or to other investors as determined by the board, to raise up to \$15,000,000. The closing date of the Original Prospectus was 19 February 2019, but under the Supplementary Prospectus this is extended to 18 May 2019.

The Original Prospectus (as extended by the Supplementary Prospectus) acts as a ‘cleansing prospectus’ pursuant to section 708A(11) of the Corporations Act in respect of the Placement Shares. This Supplementary Prospectus will also provide shareholders with updated information in relation to the matters set out in the Original Prospectus.



About Genetic Technologies Limited

Genetic Technologies is a diversified molecular diagnostics company embracing blockchain technologies across genomic testing platforms. GTG offers cancer predictive testing and assessment tools to help physicians proactively manage patient health. The Company's lead product, BREVAGen^{plus}®, is a clinically validated risk assessment test for non-hereditary breast cancer and is first in its class. For more information, please visit www.brevagenplus.com and www.phenogensciences.com.

Genetic Technologies is developing a pipeline of risk assessment products including a novel colorectal cancer (CRC) test. For more information, please visit www.gtgcorporate.com

About Kentgrove Capital

Kentgrove Capital is an Australian based investment management firm with an objective of generating strong returns for investors over the medium and long term. Kentgrove Capital invests in equities across all industries with a primary strategy to invest in companies they consider to be significantly undervalued and have high growth potential.

Safe Harbor Statement

Any statements in this press release that relate to the Company's expectations are forward-looking statements, within the meaning of the [Private Securities Litigation Reform Act](#). The Private Securities Litigation Reform Act of 1995 (PSLRA) implemented several significant substantive changes affecting certain cases brought under the federal securities laws, including changes related to pleading, discovery, liability, class representation and awards fees. Since this information may involve risks and uncertainties and are subject to change at any time, the Company's actual results may differ materially from expected results. Additional risks associated with Genetic Technologies' business can be found in its periodic filings with the SEC.

Genetic Technologies Limited ACN 009 212 328 (Company)

Supplementary Prospectus

Supplementary Prospectus to a Prospectus dated 18 February 2019

1. Lodgement with Australian Securities & Investments Commission (ASIC)

This Supplementary Prospectus is dated 18 February 2019 and was lodged with ASIC on 18 February 2019. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This document supplements, and should be read together with, the prospectus lodged with ASIC by the Company on 19 November 2018 (**Prospectus**). If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This document is important and should be read in its entirety in conjunction with the Prospectus. If you are in any doubt as to the contents of this document, you should consult your financial or legal adviser.

Terms used in this Supplementary Prospectus shall have the same meaning as ascribed to them in the Prospectus, unless otherwise indicated.

This Supplementary Prospectus is a "refresh document" as defined in section 724(3H) of the Corporations Act, as inserted by ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70 (**Instrument**) and has been lodged with ASIC in accordance with section 724(3G) of the Corporations Act as inserted by the Instrument.

2. Extension of Placement Offer

This Supplementary Prospectus has been issued by the Company for the purpose of advising that the Directors have extended the Closing Date of the Placement Offer to 5.00pm (EST) on 18 May 2019 and extended the date for satisfying the requirement that the Placement Shares are admitted to quotation on the ASX to 5.00pm (EST) on 18 May 2019 in accordance with the Instrument.

The table of indicative key dates in section 2 of the Prospectus is deleted, and replaced with the following:

Event	Date
Prospectus lodged with ASIC and ASX	19 November 2018
Placement Offer opens	19 November 2018
Placement Offer Closing Date	18 May 2019
Expected Issue of Placement Shares	During the course of the Placement Offer period
Expected ASX quotation of Placement Shares	Within 3 business days of issue

Note: These dates are indicative only and may change without prior notice. The Directors may vary the period of the Placement Offer at their discretion. Investors are encouraged to submit their Application Form as soon as possible after the Placement Offer opens. The Directors, subject to the

This Supplementary Prospectus is intended to be read with the Prospectus dated 19 November 2018 issued by Genetic Technologies Limited ACN 009 212 328

requirements of the Listing Rules and the Corporations Act, reserve the right to: (a) withdraw the Placement Offer without prior notice; or (b) vary any of the important dates set out in this Prospectus, including extending the Placement Offer (or any of them).

All references in the Prospectus to the Closing Date of the Placement Offer are replaced with 5.00pm (EST) on 18 May 2019.

The Placement Shares are intended to be issued prior to the close of the Placement Offer, and as such all references to the intended date of issue are replaced with 18 May 2019.

3. Purpose of Supplementary Prospectus

In addition to extending the Closing Date of the Placement Offer, this Supplementary Prospectus has been issued for the purposes of satisfying the requirements of the Instrument and refreshing the period for admission to quotation of Placement Shares offered under the Prospectus from three (3) months from the date of the Prospectus to three (3) months from the date of this Supplementary Prospectus in accordance with section 724(3G)(d) of the Corporations Act, as inserted by the Instrument.

In accordance with section 723(3) of the Corporations Act, if a person offers securities under a disclosure document such as a prospectus, and the disclosure document states or implies that the securities will be quoted on a financial market such as the ASX (**Quotation Condition**), and the securities are not then admitted to quotation within three (3) months after the date of the disclosure document, the issue of the securities is void and any application money has to be returned to the applicants.

By the issue of the Instrument, ASIC has varied the Corporations Act to allow companies to refresh the timing of minimum subscription and quotation conditions (if any), to commence from the date of a refresh document (i.e. this Supplementary Prospectus), such that three month period for satisfaction of the Quotation Condition is taken to commence from the date that the refresh document is lodged with ASIC. The Instrument imposes a number of requirements as to the content of the refresh document and on the company issuing the refresh document. This Supplementary Prospectus addresses those requirements.

4. Specific disclosure required by the Instrument regarding Quotation Condition

Application for official quotation by ASX of the Placement Shares offered pursuant to the Prospectus was made within 7 days after the date of the Prospectus (being made on 19 November 2018).

As no applications for the Placement Shares have been received and no Placement Shares have been issued, the Placement Shares have not been admitted to quotation on the ASX as at the date of this Supplementary Prospectus.

As at the date of this Supplementary Prospectus there has been no indication from ASX that the Placement Shares, once issued, will not be admitted to quotation, nor that the Placement Shares will be admitted to quotation subject to certain conditions being satisfied. The Company's existing issued ordinary shares remain quoted on the ASX.

There has been no change to the Quotation Condition (which remains in place) and it remains the case that the Placement Shares are to be quoted on the ASX following their issue. As a result of the lodgement of this Supplementary Prospectus and subject only to the lodgement of any future refresh document, the Quotation Condition must now be satisfied by 18 May 2019, being 3 months after the date of this Supplementary Prospectus.

There is no minimum subscription in respect of the Placement Offer.

As at the date of this Supplementary Prospectus, no applications have been received for Placement Shares, nor processed and no Placement Shares have been issued by the Company.

5. Withdrawal of applications

This Supplementary Prospectus is intended to be read with the Prospectus dated 19 November 2018 issued by Genetic Technologies Limited ACN 009 212 328

While the Company has not received any applications for Placement Shares, in order to comply with the requirements of the Instrument the Company makes the following statements.

Any Applicant who, prior to the date of this Supplementary Prospectus, has lodged an application for Shares will receive a copy of this Supplementary Prospectus.

All Applicants who have previously submitted an Application Form (prior to the lodgement of this Supplementary Prospectus) and wish to withdraw their application and be repaid all application monies have one (1) month to do so (ie. from the date of this Supplementary Prospectus until 5.00pm EST on 18 March 2019) (**Withdrawal Period**). The Placement Offer will remain open at least until 5.00pm EST on 18 March 2019, being the end of the Withdrawal Period.

Any repayment of application monies made by the Company pursuant to an Applicant exercising their right to withdraw their Application will be made in full without interest.

An Applicant who wishes to withdraw their application and obtain a refund of application monies must submit a written request to the Company at the address set out below so that it is received prior to the end of the Withdrawal Period (ie. 5.00pm EST on 18 March 2019):

For delivery by hand or post:

Genetic Technologies
60-66 Hanover Street
Fitzroy Vic 3065
Australia

The details for the payment of the refund cheque and address to which it should be sent as set out in the written request must correspond to the details contained in the Application Form lodged by that Applicant.

6. Applications

The Placement Offer is not available to the general public and is only available to those persons to who are personally invited by the Company to accept the Placement Offer. Applications for Placement Shares under the Placement Offer must be made using the application form attached to or accompanying this Supplementary Prospectus (**Supplementary Application Form**).

Applications must not be made on the Application Form accompanying or attached to the Prospectus.

The Supplementary Application Form contains instructions on how it is to be completed. Completed Supplementary Application Forms and accompanying application monies must be received by the Company no later than the extended Closing Date (being 18 May 2019). Otherwise, the procedure for applying for Placement Shares is as set out in section 5.5 of the Prospectus.

The Company reserves the right to close the Placement Offer early, however the Placement Offer will remain open at least until the end of the Withdrawal Period (ie. 5.00pm EST on 18 March 2019).

7. Continuous Disclosure Obligations

In addition to the table of documents set out in section 9.1, details of documents lodged by the Company with ASX since the date of lodgement of the Prospectus and before the lodgement of this Supplementary Prospectus with ASIC are as follows:

This Supplementary Prospectus is intended to be read with the Prospectus dated 19 November 2018 issued by Genetic Technologies Limited ACN 009 212 328

Date	Description of Announcement
01/02/2019	GTG US and UK Research Collaboration
30/01/2019	Quarterly Update and 4C
29/01/2019	GTG receives Nasdaq Deficiency Notice
21/12/2018	Blockshine Health ASX Announcement
21/12/2018	End of Year R & D Update
13/12/2018	Appendix 3B
11/12/2018	Appointment of COO, CFO and Company Secretary
29/11/2018	2018 Annual General Meeting materials
29/11/2018	Results from 2018 Annual General Meeting
21/11/2018	Change to CFO and Company Secretary

8. Related Party transactions

In addition to the information set out in section 9.7 of the Prospectus, the Company notes that, as announced on 21 December 2018, it has entered a joint venture with Blockshine Technology Corporation Pty Ltd. Blockshine Health Pty Ltd has been incorporated as the joint venture entity to pursue and develop Blockchain opportunities in the biomedical sector. For completeness it is noted that Layla Dong, the founder, controlling shareholder and CEO of Blockshine Technology Corporation (the Company's joint venture partner) is the wife of Sam Lee, one of the Company's directors, and as such Blockshine Technology Corporation Pty Ltd is considered a related party of the Company. The joint venture is on arm's length commercial terms and as such it was not necessary for shareholder approval to be obtained.

Directors' authorisation and consent

This Supplementary Prospectus has been signed by a Director of the Company with the authority of each of the Directors and the proposed Director and is dated 18 February 2019. Each Director has consented to lodgement of this Supplementary Prospectus with ASIC.



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Director

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How to complete this Application Form

- A** Number of Shares applied for
No minimum subscription of Shares.
- B** Application Monies
Enter the amount of Application Monies (if applicable). To calculate the amount, multiply the number of Shares applied for in Step A by the applicable Issue Price.
- C** Applicant Name(s)
Enter the full name you wish to appear on the statement of shareholding. This must be either your own name or the name of a company. Up to 3 joint Applicants may register. You should refer to the table below for the correct forms of registrable title. Applications using the wrong form of names may be rejected. Clearing House Electronic Subregister System (CHES) participants should complete their name identically to that presently registered in the CHES system.
- D** Postal Address
Enter your postal address for all correspondence. All communications to you from the Registry will be mailed to the person(s) and address as shown. For joint Applicants, only one address can be entered.
- E** Contact Details
Enter your contact details. These are not compulsory but will assist us if we need to contact you regarding this Application.
- F** CHES
Genetic Technologies Limited will apply to the ASX to participate in CHES, operated by ASX Settlement Pty Limited, a wholly owned subsidiary of ASX Limited. If you are a CHES participant (or are sponsored by a CHES participant) and you wish to hold Shares issued to you under this Application on the CHES Subregister, enter your CHES HIN. Otherwise, leave this section blank and on issue, you will be sponsored by Genetic Technologies Limited and allocated a Securityholder Reference Number (SRN).
- G** Payment (if applicable)
Make your cheque, bank draft or money order payable in Australian dollars to "Genetic Technologies Limited" and cross it 'Not Negotiable'. Cheques must be drawn from an Australian bank. Cash will not be accepted. The total payment amount must agree with the amount shown in Step B. Complete the cheque details in the boxes provided. Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as dishonoured cheques may not be represented and may result in your Application being rejected. Paperclip (do not staple) your cheque to the Application Form. Receipts will not be forwarded. Funds cannot be directly debited from your bank account.

Before completing the Application Form the Applicant(s) should read the Prospectus to which this Application relates. By lodging the Application Form, the Applicant agrees that this Application for Shares in Genetic Technologies Limited is upon and subject to the terms of the Prospectus and the Constitution of Genetic Technologies Limited, agrees to take any number of Shares that may be issued to the Applicant(s) pursuant to the Prospectus and declares that all details and statements made are complete and accurate. It is not necessary to sign the Application Form.

Lodgement of Application

Completed Application Forms for Offer Securities must be mailed or delivered to the Company by no later than 5.00pm (AEST) on the applicable Closing Date at the below address. You should allow sufficient time for this to occur.

Genetic Technologies
PO Box 115
Fitzroy Vic 3065
Australia

Neither CIS nor Genetic Technologies Limited accepts any responsibility if you lodge the Application Form at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuer (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 overleaf 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>.

Correct forms of registrable title(s)

Note that ONLY legal entities are allowed to hold Shares. Application Forms must be in the name(s) of a natural person(s), companies or other legal entities acceptable to RMA Global Limited. At least one full given name and the surname is required for each natural person. Application Forms cannot be completed by persons less than 18 years of age. Examples of the correct form of registrable title are set out below.

Type of Investor	Correct Form of Registration	Incorrect Form of Registration
Individual – Use given name(s) in full, not initials	Mr John Alfred Smith	J.A. Smith
Joint – Use given name(s) in full, not initials	Mr John Alfred Smith & Mrs Janet Marie Smith	John Alfred & Janet Marie Smith
Company – Use company title, not abbreviations	ABC Pty Ltd	ABC P/L ABC Co
Trusts – Use trustee(s) personal name(s) – Do not use the name of the trust	Ms Penny Smith <Penny Smith Family A/C>	Penny Smith Family Trust
Deceased estates – Use executor(s) personal name(s) – Do not use the name of the deceased	Mr Michael Smith <Est John Smith A/C>	Estate of Late John Smith
Minor (a person under the age of 18) – Use the name of a responsible adult with an appropriate designation	Mr John Alfred Smith <Peter Smith A/C>	Peter Smith
Partnerships – Use partners' personal name(s) – Do not use the name of the partnership	Mr John Smith & Mr Michael Smith <John Smith & Son A/C>	John Smith & Son
Clubs/Unincorporated Bodies/Business Names – Use office bearer(s) personal name(s) – Do not use the name of the club etc	Mrs Janet Smith <ABC Tennis Association A/C>	ABC Tennis Association
Superannuation Funds – Use the name of trustee of the fund – Do not use the name of the fund	John Smith Pty Ltd <Super Fund A/C>	John Smith Pty Ltd Superannuation Fund